

SAI CAPITAL LIMITED

Regd. Office: G-25, GROUND FLOOR, RASVILAS SALCON D-1, SAKET DISTRICT CENTRE, SAKET, NEW DELHI, SOUTH DELHI -110017

(CIN: L74110DL1995PLC069787), E mail: cs@saicapital.co.in, Ph: 011-40234681

Website: www.saicapital.co.in

February 13, 2026

BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001.

Scrip Code: 531931

Subject: Outcome of the Board Meeting under Regulations 30 & 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations").

Dear Sirs,

This is in continuation to our letters dated December 22, 2025 and January 21, 2026 communicating closure of Trading Window under SEBI (Prohibition of Insider Trading) Regulations, 2015, and prior intimation of the Meeting of Board of Directors under Regulation 29 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 respectively.

Pursuant to applicable provisions of the SEBI Listing Regulations, this is to inform that a Meeting of the Board of Directors ("the Board") of M/s. Sai Capital Limited ("the Company") was held as scheduled today, i.e. February 13, 2026. The Board, *inter-alia*, considered and approved:

- A. The Un-Audited Standalone and Consolidated Financial Results of the Company for the Third Quarter and Nine Months ended on December 31, 2025.

Copies of the aforesaid Financial Results together with the Limited Review Reports, thereon, issued by the Statutory Auditors of the Company, M/s. Mehrotra & Co., Chartered Accountants, (Firm Registration No.: 000720C) are attached as **Annexure – I**.

- B. Proposal to seek approval of Shareholders through Postal Ballot under Section 110 of The Companies Act, 2013 for certain Material Related Party Transaction(s) to be entered into by the Listed Company and its Subsidiary Companies during Financial Year 2026-27.

- C. Appointment of **Ms. Ritu Mahajan** (Membership No.: 35495, CP No.: 22918), Company Secretary in Practice as Scrutinizer for e-Voting scheduled by the Company in respect of the Postal Ballot.

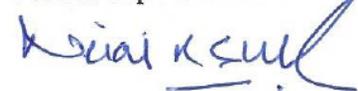
The Meeting commenced at 2:05 P.M. (IST) and concluded at 3:45 P.M. (IST).

The Financial Results will be published in Newspapers in terms of Regulation 47 of SEBI Listing Regulations.

You are requested to acknowledge receipt and take the above information on record.

Thanking you,

Yours Truly,
For Sai Capital Limited



Dr. Niraj Kumar Singh
Chairman and Managing Director



Attachment: as above

Mehrotra & Co.
Chartered Accountants

3A/130, Azad Nagar
Near Saraswati Gyan Mandir
Kanpur – 208002.
Email : camehrotra54@gmail.com
Mobile : 9839261981

**Limited Review Report on Unaudited Standalone Financial Results for the quarter ended
31st December, 2025**

To,
The Board of Directors
SAI Capital Limited

- We have reviewed the accompanying Statement of Unaudited Standalone Financial Results ("The statement") of SAI Capital Limited ("The Company") for the quarter ended 31st December, 2025 and year to date from 1st April, 2025 to 31st December, 2025. This statement which is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
- The preparation of the Statement in accordance with recognition & measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (IND AS 34) prescribed under section 133 of the companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standard) Rules, 2015 SEBI Circular CIR/CFD/FAC/62/2016 dated 10th August, 2016 (hereinafter referred to as 'SEBI circulars' & other accounting principles generally accepted in India is the responsibility of the Company's management & has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
- We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan & perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to enquiries of company personnel & analytical procedures applied to financial data & thus provides less assurance than an audit. We have not performed an audit & accordingly, we do not express an audit opinion.
- Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of Unaudited Financial results prepared in accordance with applicable Indian Accounting Standards & other recognized accounting principles & policies has not disclosed the information required to be disclosed in terms of Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Mehrotra & Co
Chartered Accountants
FRN: 000720C

(CA R. K. Agrawal)
Partner
M. No- 401863
UDIN: 26401863ZAU AUL3202



Date : 13/02/2026
Place: New Delhi

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Statement of Un-Audited Standalone Financial Results for the Quarter and Nine Months Ended December 31, 2025

Sr. No.	Particulars	(Amount in Lacs.)					
		Quarter Ended			Nine Month Ended		Year Ended
		31.12.2025 (Un Audited)	30.09.2025 (Un Audited)	31.12.2024 (Un Audited)	31.12.2025 (Un Audited)	31.12.2024 (Un Audited)	31.03.2025 (Audited)
	INCOME						
I	Revenue from operations	0.00	0.00	0.00	0.00	0.00	0.00
II	Other income	0.00	0.00	0.00	0.00	0.00	0.00
III	Total Income	0.00	0.00	0.00	0.00	0.00	0.00
	EXPENSES						
	Cost of material consumed	0.00	0.00	0.00	0.00	0.00	0.00
	Purchase of stock in trade	0.00	0.00	0.00	0.00	0.00	0.00
	Change in inventories of finished goods, stock in trade and work in progress	0.00	0.00	0.00	0.00	0.00	0.00
	Employee benefits expenses	2.34	2.34	3.68	7.02	12.81	16.46
	Finance costs	10.11	9.71	8.62	29.08	24.69	33.50
	Depreciation and amortization expenses	0.00	0.00	0.00	0.00	0.00	0.00
	Other expenses	4.86	4.44	4.21	12.91	13.34	19.67
	Total expenses	17.31	16.49	16.51	49.01	50.84	69.63
V	Profit/ (Loss) before exceptional items, share of profit/ (loss) of investments for using equity method and tax	(17.31)	(16.49)	(16.51)	(49.01)	(50.84)	(69.63)
VI	Share of net profit/ (loss) of investments accounted for using equity method	0.00	0.00	0.00	0.00	0.00	0.00
VII	Profit/ (Loss) before exceptional items and tax	(17.31)	(16.49)	(16.51)	(49.01)	(50.84)	(69.63)
VIII	Exceptional items	0.00	0.00	0.00	0.00	0.00	0.00
IX	Profit before tax	(17.31)	(16.49)	(16.51)	(49.01)	(50.84)	(69.63)
X	Tax expenses						
	Current tax	0.00	0.00	0.00	0.00	0.00	0.00
	Deferred tax	0.00	0.00	0.00	0.00	0.00	0.00
	Tax in relation to Earlier Year	0.00	0.00	0.00	0.00	0.00	0.00
XI	Profit for the period	(17.31)	(16.49)	(16.51)	(49.01)	(50.84)	(69.63)
XII	Other Comprehensive Income						
	a) Items that will not be reclassified to profit and loss						
	i) Fair value of equity instruments through other Comprehensive Income (FVOCI)	0.00	0.00	0.00	0.00	0.00	0.00



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	ii) Remeasurment gain / (loss) on defined benefit plans	0.00	0.00	0.00	0.00	0.00	0.00
	iii) Income tax related to item no (ii) above	0.00	0.00	0.00	0.00	0.00	0.00
	b) Items that will be reclassified to profit and loss						
	i) Effective portion of gain / (loss) on cash flow hedges	0.00	0.00	0.00	0.00	0.00	0.00
	ii) Income tax related to item no (i) above	0.00	0.00	0.00	0.00	0.00	0.00
XIII	Other Comprehensive Income, net of tax	0.00	0.00	0.00	0.00	0.00	0.00
XIV	Total Comprehensive Income for the period	(17.31)	(16.49)	(16.51)	(49.01)	(50.84)	(69.63)
XV	Paid up Equity Share Capital (Face Value of Rs. 10 each)	287.93	287.93	287.93	287.93	287.93	287.93
XVI	Other Equity	0.00	0.00	0.00	0.00	0.00	(696.79)
XVII	Earnings per share (EPS) (Face value of Rs. 10/- each)						
	(a) Basic	(0.60)	(0.57)	(0.57)	(1.70)	(1.77)	(2.42)
	(b) Diluted (EPS not the period not annualised)	(0.60)	(0.57)	(0.57)	(1.70)	(1.77)	(2.42)

Notes:-

- The above Results were reviewed by the Audit Committee, and taken on record by the Board at its Meeting held on February 13, 2026.
- The Statutory Auditor has carried out the Limited review of the above results in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- These Standalone Financial Results have been prepared in accordance with the Companies (Indian Accounting Standard) Rules, 2015 (Ind AS) as notified by the Ministry of Corporate Affairs under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.
- The Figures for the corresponding periods have been restated, wherever necessary, to make them comparable.

For Sai Capital Limited

Place : New Delhi
Date : February 13, 2026



Dr. Niraj Kumar Singh
Chairman & Managing Director

For Sai Capital Limited

Niraj Singh
Dr. Niraj Kumar Singh
Chairman & Managing Director

Limited Review Report on the Consolidated Unaudited Financial Results for the quarter ended 31st December, 2025

To
The Board of Directors,
Sai Capital Limited
New Delhi

- We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **Sai Capital Limited** ("The Parent") and its subsidiaries, (the Parent and its subsidiaries, collectively referred as "the Group") and its share of net profit/ (loss) before tax and total comprehensive income/ (loss) of its subsidiaries for the quarter ended 31st December, 2025 and year to date from 1st April, 2025 to 31st December, 2025 ("The statements") attached herewith, being submitted by the Parent company pursuant to the requirements of Regulation 33 of the SEBI "(Listing Obligations and Disclosure Requirements)" Regulations, 2015 ('The Regulations') as Amended (the "Listing Regulations"). Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended 31st December, 2025, as reported in these financial results have been approved by the Board of Directors, but have not been subject to review.
- This statement which is the responsibility of the Parent's Management and has been approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued there under and other accounting principles generally accepted in India . Our responsibility is to issue a report on these financial statements based on our review.
- We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consist of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we have not performed an audit & we do not express an audit opinion.
- We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extend applicable.
- This Statement includes the results of following entities:-

Parent Company:

- ✓ Sai Capital Limited.

Subsidiaries:



- ✓ Health Care Energy Foods Private Limited at Consolidated level (Subsidiary of Sai capital Ltd)
 - ✓ Unisphere Industries Private Limited (Subsidiary of Health Care Energy Foods Private Limited)
 - ✓ Butterfly Ayurveda Private Limited (Subsidiary of Health Care Energy Foods Private Limited)
- Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited Consolidated Financial results, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting practices and principles generally accepted in India & policies has not disclosed the information required to be disclosed in terms of the Listing Regulations read with relevant circulars issued by the SEBI including the manner in which it is to be disclosed, or that it contains any material misstatement.
- We did not review the interim financial results of subsidiaries included in the consolidated unaudited financial results, whose interim financial results reflect total revenue of Rs. 677.17/- Lacs and net profit after tax 356.16/- Lacs and total comprehensive income of Rs. 356.27/- Lacs for the quarter ended 31st, December 2025 as considered in the statement.

These interim financial results and other financial information have been reviewed by the other auditor. These unaudited financial results and other financial information have been approved and furnished to us by the management and our conclusion on the statement, in as so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such unaudited financial results and other financial information of the other auditors and the procedures performed by us as stated in paragraph above.

Our conclusion on the Statement is not modified in respect of above matters.

Date : 13/02/2026
Place: New Delhi

For Mehrotra & Co.
Chartered Accountants
FRN: 000720C

(CA R. K. Agrawal)
Partner
M. No- 401863

UDIN:26401863DFEIFX3346



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Statement of Unaudited Consolidated Financial Results for the Quarter & Nine Months Ended on December 31, 2025

Amount in INR (Lacs.)

Sr. No.	Particulars	Quarter Ended			Nine Month Ended		Year Ended
		31.12.2025	30.09.2025	31.12.2024	31.12.2025	31.12.2024	31.03.2025
		(Un Audited)	(Un Audited)	(Un Audited)	(Un Audited)	(Un Audited)	(Audited)
	INCOME						
I	Revenue from operations	24.34	13.60	21.96	52.68	40.61	53.11
II	Other income	652.83	667.24	513.98	1,904.90	1,413.52	2,287.69
III	Total Income	677.17	680.84	535.94	1,957.58	1,454.13	2,340.80
	EXPENSES						
	Cost of material consumed	0.00	0.00	0.00	0.00	0.00	0.00
	Purchase of stock in trade	8.33	7.17	6.84	21.40	15.30	22.08
	Change in inventories of finished goods, stock in trade and work in progress	1.01	(0.79)	1.78	0.87	4.95	3.10
	Employee benefits expenses	30.21	30.19	28.69	90.28	86.10	117.19
	Finance costs	24.51	23.57	18.61	70.48	53.46	75.25
	Depreciation and amortisation expenses	63.62	63.33	68.84	186.16	203.76	275.31
	Other expenses	32.74	42.66	51.99	116.79	165.40	207.62
	Total expenses	160.42	166.13	176.75	485.98	528.97	700.55
	Profit/ (Loss) before exceptional items, share of profit/ (loss) of investments for using equity method and tax	516.75	514.71	359.19	1,471.60	925.16	1,640.25
V	Share of net profit/ (loss) of investments accounted for using equity method	0.00	0.00	0.00	0.00	0.00	0.00
VI	Profit/ (Loss) before exceptional items and tax	516.75	514.71	359.19	1,471.60	925.16	1,640.25
VII	Exceptional items	0.00	0.00	0.00	0.00	0.00	0.00
VIII	Profit before tax	516.75	514.71	359.19	1,471.60	925.16	1,640.25
IX	Tax expenses						
	Current tax	154.83	157.06	118.81	450.30	332.40	543.54
	Deferred tax	0.89	1.39	3.87	(7.29)	4.49	4.89
	Tax in relation to Earlier Year	4.87	-	7.99	4.87	7.99	7.99
XI	Profit for the period	356.16	356.26	228.52	1,023.72	580.28	1,083.83
XII	Other Comprehensive Income						
	a) Items that will not be reclassified to profit and loss						
	i) Fair value of equity instruments through other Comprehensive Income (FVOCI)	0.00	0.00	0.00	0.00	0.00	0.00
	ii) Remeasurment gain / (loss) on defined benefit plans	0.14	0.01	0.14	0.15	0.08	0.02
	iii) Income tax related to item no (ii) above	0.03	0.00	0.04	0.04	0.02	0.00



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	b) Items that will be reclassified to profit and loss						
	i) Effective portion of gain / (loss) on cash flow hedges	0.00	0.00	0.00	0.00	0.00	0.00
	ii) Income tax related to item no (i) above	0.00	0.00	0.00	0.00	0.00	0.00
XIII	Other Comprehensive Income, net of tax	0.11	0.01	0.10	0.11	0.06	0.02
XIV	Total Comprehensive Income for the period	356.27	356.27	228.62	1,023.83	580.34	1,083.85
XV	Profit is attributable to :						
	Owner of the Company	349.05	349.16	228.52	1,003.29	568.21	1,061.86
	Non-controlling interest	7.11	7.10	0.00	20.43	12.07	21.97
	Other Comprehensive Income is attributable to :						
	Owner of the Company	0.11	0.01	0.10	0.11	0.06	0.01
	Non-controlling interest	0.00	(0.00)	0.00	0.00	0.00	0.00
	Total Comprehensive Income is attributable to :						
	Owner of the Company	349.15	349.17	228.62	1,003.40	568.27	1,061.87
	Non-controlling interest	7.11	7.10	0.00	20.43	12.07	21.97
XVI	Paid up Equity Share Capital (Face Value of Rs. 10 each)	287.93	287.93	287.93	287.93	287.93	287.93
XVII	Other Equity						35,109.03
XVII	Earning per share (EPS) (Face value of Rs. 10/- each)						
	(a) Basic	12.37	12.37	7.94	35.55	20.15	37.64
	(b) Diluted (EPS not the period not annualised)	12.37	12.37	7.94	35.55	20.15	37.64

Notes:-

- The above Results were reviewed by the Audit committee, and taken on record by the Board at its Meeting held on February 13, 2026.
- The Statutory Auditor has carried out the Limited Review of the above Results in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- These Consolidated Financial Results have been prepared in accordance with the Companies (Indian Accounting Standard) Rules, 2015 (Ind AS) as notified by the Ministry of Corporate Affairs under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.
- The Figures for the corresponding periods have been restated, wherever necessary, to make them comparable.

For Sai Capital Limited

Place : New Delhi
Date : February 13, 2026



Dr. Niraj Kumar Singh
Chairman & Managing Director

For Sai Capital Limited
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