



Zenlabs Ethica Ltd.

CIN NO. : L74900CH1993PLC033112, GSTIN NO. : 03AAFCS6226G1ZL

Regd. Office : Plot No. 194-195, 3rd Floor, Industrial Area, Phase-II, Chandigarh -160 002

Tel. : 0172-465 1105, Fax : 0172-265 6855

E-mail: queries@zenlabsethica.com, Website : www.zenlabsethica.com

The Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001
Maharashtra

Date: 07.02.2026

SUBJECT: Outcome of Board Meeting: Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Zenlabs Ethica Limited (Scrip Code: 530697)

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 33 read with Regulation 30 and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, we wish to inform you that the Board of Directors of the Company has, at its meeting held today on Saturday, February 7, 2026 at 2:00 P.M and Concluded at 3:30 P.M., inter alia, approved the following:

1. The unaudited Financial Results for the Quarter and nine months ended on 31st December, 2025. We are enclosing herewith the following documents as in this respect:
 - a. Unaudited Standalone Financial Results of the Company for the Quarter and nine months ended on 31st December, 2025.
 - b. Limited Review Report on the Unaudited Standalone Financial Results of the Company for the Quarter and nine months ended on 31st December, 2025 issued by M/s N Kumar Chhabra and Co., Statutory Auditors of the Company.
2. Appointment of Mr Amit Kumar (M. No. A78790) as the Company Secretary & Compliance Officer of the Company w. e. f **07 February, 2026**.
3. Took note of Resignation of Ms. Manju Bala from the position of Company Secretary & Compliance Officer of the Company w.e.f **04 December, 2025**

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circular No. **SEBI/ HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026** is attached as **Annexure-I**

You are requested to take the above mentioned information on your records.

Thanking You

Yours Truly

For **ZENLABS ETHICA LIMITED**

Sanjay Dhir
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by Sanjay Dhir
Date: 2026.02.07
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Sanjay Dhir
Whole Time Director
DIN: 02452461
Encl: As Above

Independent Auditor's Review Report on Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Zenlabs Ethica Limited

1. We have reviewed the accompanying statement of unaudited financial results ("the statement") of Zenlabs Ethica Limited (the 'Company') for the quarter ended 31st December, 2025 and the year-to-date results for the period 1st April, 2025 to 31st December, 2025, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the 'Listing Regulations').
2. The statement, which is the responsibility of the Company's Management and approved by the Company's 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 Companies Act, 2013 (the 'Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information performed by Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for the 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 the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters and might be identified in an Audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 (as amended) including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. Attention is invited to Note 6 of the accompanying Statement, which states, "The Company was erstwhile registered as a Non-Banking Financial Company (NBFC) and that pursuant to the Order dated 7th November, 2025 issued by the Reserve Bank of India, the registration certificate of the Company was cancelled under Section 45-IA of the Reserve Bank of India Act, 1934, and accordingly, the Company is no longer permitted to carry on NBFC activities. In view of the said regulatory development and based on management's assessment and realignment of the business model, investments and other loans and advances which were no longer consistent with the Company's permitted operations were disposed of and written off during the quarter. The resultant impact of ₹ 207.81 Lakhs has been recognised as an exceptional item."

Our review report is not qualified in respect of the matter as stated in the above paragraph.

for **N Kumar Chhabra and Co.**

Chartered Accountants

ICAI Firm Registration Number 000837N

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CHHABRA

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CA. Ashish Chhabra

FCA., Partner

Membership Number 507083

Place: Chandigarh

Date: 7th February, 2026

UDIN: 26507083HWQSQI4401



Statement of unaudited financial results for the quarter and nine months ended 31st December, 2025

Sr. No.	Particulars	₹ in Lakhs except EPS data					
		Quarter Ended			Nine Months ended		Year ended
		31-12-2025	30-09-2025	31-12-2024	31-12-2025	31-12-2024	31-03-2025
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	Audited
1	Revenue from operations	1,242.78	1,243.34	1,272.29	3,633.84	3,843.71	5,142.25
2.	Other Income	0.33	6.06	0.25	6.82	0.67	4.80
3.	Total Income (1+2)	1,243.11	1,249.40	1,272.55	3,640.66	3,844.37	5,147.05
4.	Expenditure						
	a) Purchase of stock in trade	801.69	864.49	915.31	2,678.44	3,027.69	3,832.56
	b) (Increase)/decrease in stock-in-trade	128.34	76.00	24.57	21.34	(175.68)	(110.39)
	c) Employees benefit expenses	103.67	103.62	102.35	311.40	316.96	420.46
	d) Finance costs	22.88	19.09	24.15	62.72	69.84	92.55
	e) Depreciation and Amortisation	22.65	23.78	31.54	75.88	94.88	126.35
	f) Other Expenditure	157.54	154.61	162.09	472.27	483.39	742.72
	Total Expenses	1,236.76	1,241.58	1,260.01	3,622.05	3,817.08	5,104.25
5.	Profit before Exceptional & Extraordinary Items (3-4)	6.35	7.81	12.54	18.61	27.29	42.79
6.	Exceptional Items (Refer Note 6)	207.81	-	-	207.81	-	-
7.	Profit Before Tax (5-6)	(201.46)	7.81	12.54	(189.20)	27.29	42.79
8.	Tax Expenses						
	a) Current Tax	(0.48)	2.49	4.07	2.39	8.39	13.16
	b) Deferred Tax	(0.22)	1.56	(0.04)	2.08	1.04	2.71
9.	Profit(+)/ Loss(-) for the period (7-8)	(200.76)	3.76	8.51	(193.67)	17.86	26.92
10.	Other Comprehensive Income						
	Items that will not be reclassified to profit or loss						
	Re-measurement of the net defined benefit plans	(4.17)	8.83	(1.31)	3.03	4.95	4.37
	Tax on above	1.05	(2.22)	0.33	(0.76)	(1.25)	(1.10)
11.	Total Other comprehensive Income, net of tax	(3.12)	6.61	(0.98)	2.27	3.70	3.27
12.	Total comprehensive Income for the period	(203.88)	10.37	7.53	(191.41)	21.56	30.19
13.	Paid up equity share capital	651.00	651.00	651.00	651.00	651.00	651.00
	(Face Value of ₹ 10/- each per share)						
14.	Other Equity						391.50
15.	Earnings Per Share (Not Annualised)						
	-Basic (in ₹)	(3.08)	0.06	0.13	(2.98)	0.27	0.41
	-Diluted (in ₹)	(3.08)	0.06	0.13	(2.98)	0.27	0.41

NOTES :

- The above financial results for the quarter ended 31st December, 2025 have been reviewed by the Audit Committee and were approved and taken on record by the Board of Directors in their respective meeting held on 7th February, 2026. The statutory auditors of the Company have expressed an unmodified opinion in limited review report on these financial results.
- The Standalone financial results are prepared in accordance with Indian Accounting Standards ("Ind AS"), the provisions of the Companies Act, 2013 ("the Act"), as applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI"). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
- The Company is considered to be a single segment company engaged in the trading of pharmaceuticals formulation. Consequently, the Company has, in its primary segment, only one reportable business segment. Accordingly, there are no separate reportable segments as required under Ind AS 108 "Operating Segment".
- As on 31st December, 2025, the Company does not have any subsidiary/ associate/ joint venture company.
- Previous period figures have been re-grouped/ re-classified, wherever necessary, to conform to current period's classifications.
- The Company was erstwhile registered as a Non-Banking Financial Company (NBFC). Pursuant to the Order dated 7th November, 2025 issued by the Reserve Bank of India, whereby the registration certificate of the Company was cancelled under Section 45-IA of the Reserve Bank of India Act, 1934, the Company is no longer permitted to carry on NBFC activities. In view of the above regulatory development and based on management assessment and realignment of the business model, investments and other loans and advances which are no longer consistent with the Company's permitted operations have been disposed/ written off during the quarter. The resultant impact of ₹ 207.81 Lakhs has been classified as an exceptional item.

By order of Board
for Zenlabs Ethica Limited

Sanjay Dhir
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Date: 2026.02.07 15:41:48 +05'30'

Sanjay Dhir

DIN: 02452461

Whole Time Director

Place: Chandigarh

Date: 7th February, 2026

Annexure-I

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, read with SEBI Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026

1. Appointment of Mr. Amit Kumar (ACS: 78790) as Company Secretary and Compliance Officer (Key Managerial Personnel) of the Company

S.No	Particulars	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Mr Amit Kumar is appointed as the Company Secretary and Compliance Officer of the Company w.e.f 07.02.2026. to fulfil the requirements of Section 203 of Companies act, 2013, read with companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and Regulation 6(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.
2.	Date of Appointment & Terms of appointment	07.02.2026 The Remuneration and other terms of appointment of Mr. Amit Kumar shall be governed by Nomination and Remuneration Committee and the Board of Directors from time to time
3.	Brief Profile (in case of appointment)	Mr. Amit Kumar is an Associate member of ICSI (Membership No. 78790). He is a Qualified Company Secretary and a B.com graduate.
4.	Disclosure of relationships between directors (in case of appointment)	Not Applicable

Thanking You

Yours Truly

For ZENLABS ETHICA LIMITED

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Sanjay Dhir

Whole Time Director

DIN: 02452461