

FC/SE/2025-26/84

February 13, 2026

**National Stock Exchange of India Limited**

Exchange Plaza, C – 1, Block G,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai-400051

**Symbol: FIRSTCRY**

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001

**Scrip Code: 544226**

**Sub: Outcome of the meeting of the Board of Directors of Brainbees Solutions Limited (the “Company”) held on February 13, 2026**

**Ref: Intimation of Board meeting schedule through our letter dated February 6, 2026 bearing reference no. FC/SE/2025-26/82**

Dear Sir/Ma’am,

With reference to our letter dated February 6, 2026 and pursuant to Regulations 30 and 33 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “**Listing Regulations**”), we hereby inform you that the meeting of the Board of Directors (“**the Board**”) of the Company was held today i.e. Friday, February 13, 2026 wherein the Board *inter alia* considered and approved the following items:

**1. Un-audited Financial Results (Standalone and Consolidated) along with Limited Review Report for the quarter and nine months ended December 31, 2025:**

The Board in its meeting approved the Un-audited Financial Results (Standalone and Consolidated) of the Company for the quarter and nine months ended December 31, 2025, as recommended by the Audit Committee.

A copy of Un-audited Financial Results (Standalone and Consolidated) and the Limited Review Report received from the Statutory Auditors viz. M/s. Walker Chandiok & Co. LLP (Firm Registration No. 001076N/N500013) on the Un-audited Standalone and Consolidated Financial Results, for the quarter and nine months ended December 31, 2025, are enclosed herewith.

**2. Change in the Non-Executive Director (Nominee of Mahindra & Mahindra Limited) of the Company:**

A. Mr. Puneet Renjhen (DIN: 09498488), Non-Executive Director (Nominee of Mahindra & Mahindra Limited) of the Company, vide letter dated February 06, 2026, has tendered his resignation from the position of Non-Executive Director of the Company with effect from February 13, 2026, due to recasting of Board nomination by Mahindra & Mahindra Limited.

B. Pursuant to the provisions of the Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company has approved the appointment of Ms. Saloni Jain Rana (DIN: 11489732) as Non-Executive Additional Director (Nominee of Mahindra & Mahindra Limited) with effect from February 13, 2026, who will hold the office upto the conclusion of ensuing Annual General Meeting of the Company.

**Brainbees Solutions Limited**

**CIN: L51100PN2010PLC136340**

**Corporate/Registered Office:-** Rajashree Business Park, Plot No. 114, Survey No. 338, Tadiwala Road, Nr. Sohrab Hall, Pune – 411001 **Contact:** +91-8482989157 **Email Id:** legal@firstcry.com **Website:** www.firstcry.com

The details as required under SEBI Master Circular dated January 30, 2026, bearing reference No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 are provided in **Annexure-1 and Annexure-2**, respectively. The Meeting of the Board commenced at 03:30 P.M. (IST) and concluded at 04:27 P.M. (IST).

The above information will also be hosted on the website of the Company i.e. <https://www.firstcry.com/investor-relations>.

Kindly take the above on your record and acknowledge receipt of the same.

Thanking you,

**For Brainbees Solutions Limited**

Mandar Joshi  
Company Secretary & Compliance Officer

Encl.: a/a

**Annexure - 1**

**Resignation of Non-Executive Director (Nominee of Mahindra & Mahindra Limited)**

Sr. No.	Particulars	Details of event
1.	Reason for change viz. <del>appointment, resignation, removal, death or otherwise</del>	Mr. Puneet Renjhen (DIN: 09498488), Non-Executive Director (Nominee of Mahindra & Mahindra Limited) has tendered his resignation from the position of Non-Executive Director of the Company due to recasting of Board nomination by Mahindra & Mahindra Limited.
2.	Date of <del>appointment/</del> cessation <del>(as applicable) &amp; term of appointment</del>	With effect from February 13, 2026
3.	Brief profile (in case of appointment)	Not Applicable
4.	Disclosure of relationships between Directors (in case of appointment of a director)	Not Applicable
5.	Affirmation as per Exchange Circulars NSE/CML/2018/24 and LIST/COMP/14/2018-19 dated June 20, 2018	Not Applicable

## Annexure - 2

### Appointment of Non-Executive Additional Director (Nominee of Mahindra & Mahindra Limited)

Sr. No.	Particulars	Details of event
1.	Reason for change viz. appointment, <del>resignation, removal, death or otherwise</del>	Ms. Saloni Jain Rana (DIN: 11489732) has been appointed as Non-Executive Additional Director of the Company (Nominee of Mahindra & Mahindra Limited), due to recasting of Board nomination by Mahindra & Mahindra Limited.
2.	Date of appointment/ <del>cessation (as applicable)</del> & term of appointment	Date of Appointment: February 13, 2026 Term of Appointment: Upto the conclusion of Annual General Meeting to be held in the Financial Year 2026-27.
3.	Brief profile (in case of appointment)	Ms. Saloni Jain Rana is a Vice President in Partnerships and Alliances at Mahindra and Mahindra Limited. In her current role, she is responsible for driving projects for acquisitions, joint ventures, partnerships and synergies for various businesses in Mahindra Group. Prior to joining Mahindra group, Ms. Saloni was at Avendus Capital where she was a Senior Director in the Investment Banking team. She has 17 years of experience in investment banking, advising leading companies and private equity funds on mergers and acquisitions, equity fund raises and capital market transactions across several sectors. Saloni holds a post-graduate management degree from Indian Institute of Management Indore and Bachelor of Engineering degree from V.J.T.I Mumbai.
4.	Disclosure of relationships between Directors (in case of appointment of a director)	Ms. Saloni Jain Rana is not related to any Director of the Company
5.	Affirmation as per Exchange Circulars NSE/CML/2018/24 and LIST/COMP/14/2018-19 dated June 20, 2018	Ms. Saloni Jain Rana is not debarred from holding the office by virtue of any SEBI Order or any other authority

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**Walker Chandio & Co LLP**

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## **Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date 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 Brainbees Solution Limited**

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Brainbees Solution Limited ('the Holding Company'), its subsidiaries (the Holding Company, its subsidiaries, its LLP, and its control trusts together referred to as 'the Group'), (refer Annexure 1 for the list of subsidiaries included in the Statement) for the quarter ended 31 December 2025 and the consolidated year to date results for the period 01 April 2025 to 31 December 2025, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding 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 the 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 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 consists 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 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 that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

4. Based on our review conducted and procedures performed as stated in paragraph 3 above and upon consideration of the review reports of other auditors referred to in paragraph 5 below, 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 Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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Chartered Accountants

Offices in Ahmedabad, Bengaluru, Chandigarh, Chennai, Dehradun, Goa, Gurugram, Hyderabad, Indore, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune



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## Walker Chandiok & Co LLP

5. We did not review the interim financial results of 12 stepdown subsidiaries and 1 controlled trust included in the Statement whose financial results reflects total revenues of ₹ 4,761.10 million and ₹ 13,323.27, total net (loss) after tax of ₹ (85.45) million and ₹ (385.64) million, total comprehensive (loss) of ₹ (87.51) million and ₹ (389.27) million, for the quarter and nine months period ended on 31 December 2025, respectively, as considered in the Statement. These interim financial results have been reviewed by other auditors whose review reports have been furnished to us by the Holding Company's management, and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the review reports of such other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion is not modified in respect of these matters with respect to our reliance on the work done by and the reports of the other auditors.

6. The Statement includes the interim financial results of 3 subsidiaries, 9 step-down subsidiaries and 1 controlled trust, which have not been reviewed by their auditors, whose interim financial results reflects total revenues of ₹ 228.60 million and ₹ 774.98 million net (loss) after tax of ₹ (3.02) million and ₹ (4.61) million, total comprehensive (loss) of ₹ (2.15) million and ₹ (2.15) million for the quarter and nine months period ended on 31 December 2025 respectively as considered in the Statement and have been furnished to us by the Holding Company's management. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries are based solely on such unreviewed financial results. According to the information and explanations given to us by the Holding Company's management, these interim financial results are not material to the Group.

Our conclusion is not modified in respect of this matter with respect to our reliance on the financial results certified by the Board of Directors.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm Registration No: 001076N/N500013



**Shashi Tadwalkar**  
Partner  
Membership No. 101797

**UDIN: 26101797JXDLGS9875**

Place: Pune  
Date: 13 February 2026

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## Annexure 1

### List of entities included in the Statement

Sr. No.	Name of Entity	Relationship
1	Brainbees Solutions Limited	Holding Company
2	Intellibeas Solutions Private Limited	Subsidiary
3	Firstcry Management DWC LLC (Refer Note 1)	Subsidiary
4	Shenzhen Starbees Services Limited	Subsidiary
5	Joybees Private Limited	Subsidiary
6	Digital Age Retail Private Limited	Subsidiary
7	Swara Baby Products Private Limited	Subsidiary
8	Swara Hygiene Private Limited	Step down subsidiary
9	Firmroots Private Limited	Subsidiary
10	Globalees Brands Private Limited	Subsidiary
11	Solis Hygiene Private Limited (upto 26 December 2025)	Subsidiary
12	Solis Hygiene Private Limited (w.e.f. 26 December 2025)	Step down subsidiary
13	Edubees Educational Trust	Controlled trust
14	Brainbees ESOP Trust	Controlled trust
15	Merhaki Foods and Nutrition Private Limited	Step down subsidiary
16	Maxinique Solutions Private Limited	Step down subsidiary
17	Better and Brighter Homecare Private Limited	Step down subsidiary
18	Eyezen Technologies Private Limited	Step down subsidiary
19	Cloud Lifestyle Private Limited	Step down subsidiary
20	HealthyHey Foods LLP	Limited Liability Partnership
21	Butternut Ventures Private Limited	Step down subsidiary
22	Dynamic IT Solution Private Limited	Step down subsidiary
23	Kubermart Private Limited	Step down subsidiary
24	Mush Textiles Private Limited	Step down subsidiary
25	Globalbees Brands DWC LLC	Step down subsidiary
26	HS Fitness Private Limited	Step down subsidiary
27	DF Pharmacy Limited	Step down subsidiary
28	Candes Technology Private Limited	Step down subsidiary
29	Solarista Renewables Private Limited	Step down subsidiary
30	Encasa Homes Private Limited	Step down subsidiary
31	Frootle India Private Limited	Step down subsidiary
32	Prayosha Expo Private Limited	Step down subsidiary
33	Wellspire India Private Limited	Step down subsidiary
34	Plantex E-Commerce Private Limited	Step down subsidiary
35	JW Brands Private Limited	Step down subsidiary
36	Kitchenopedia Appliances Private Limited	Step down subsidiary
37	KAE (Hygiene) Private Limited (w.e.f. 22 December 2025)	Step down subsidiary
38	Swara Corp. (w.e.f. 08 December 2025)	Step down subsidiary

**Note 1: Subsidiaries of Firstcry Management DWC LLC includes the following (Step down subsidiaries of the group):**

Sr. No.	Name of Entity	Relationship
1	Firstcry Retail DWC LLC	Step down subsidiary
2	Firstcry Trading Company	Step down subsidiary
3	Firstcry General Trading LLC	Step down subsidiary





<p align="center"><b>Brainbees Solutions Limited</b>  CIN: L51100PN2010PLC136340  Registered Office: Rajashree Business Park, Survey No. 338, Next to Sohrab Hall, Tadiwala Road, Pune 411 001, Maharashtra, India  <b>Unaudited consolidated financial results for the quarter and nine months ended December 31, 2025</b>  <i>(INR in million except earnings per share)</i></p>						
Particulars	Quarter ended			Nine months ended		Year ended
	December 31, 2025	September 30, 2025	December 31, 2024	December 31, 2025	December 31, 2024	March 31, 2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	Refer note (ii)					
<b>Income</b>						
Revenue from operations	24,236.31	20,990.81	21,723.09	63,852.76	57,292.99	76,596.14
Other income	568.37	382.48	442.78	1,434.93	1,020.09	1,504.77
<b>Total Income</b>	<b>24,804.68</b>	<b>21,373.29</b>	<b>22,165.87</b>	<b>65,287.69</b>	<b>58,313.08</b>	<b>78,100.91</b>
<b>Expenses</b>						
Cost of material consumed	2,016.75	2,578.28	1,928.31	6,688.64	5,088.83	7,317.78
Purchase of Stock-in-trade	11,940.45	11,293.45	12,584.18	32,192.15	34,328.90	45,350.07
Changes in inventories of stock-in-trade, finished goods and work in progress	1,847.62	(582.23)	(820.20)	1,663.89	(3,495.34)	(4,682.12)
Employee benefits expense						
(i) Employee benefits expense	1,404.50	1,448.63	1,489.47	4,284.28	4,271.75	5,741.92
(ii) Employee share based payment expense	568.25	586.08	283.28	1,750.48	719.45	1,542.46
Other expenses	5,488.78	5,045.10	5,179.19	15,350.63	14,238.49	19,026.29
<b>Total expenses</b>	<b>23,266.35</b>	<b>20,369.31</b>	<b>20,644.23</b>	<b>61,930.07</b>	<b>55,152.08</b>	<b>74,296.40</b>
<b>Profit before finance costs, depreciation, amortisation, exceptional items and tax expense</b>	<b>1,538.33</b>	<b>1,003.98</b>	<b>1,521.64</b>	<b>3,357.62</b>	<b>3,161.00</b>	<b>3,804.51</b>
Finance cost	391.92	397.68	421.78	1,192.56	1,206.91	1,583.26
Depreciation and amortisation expense	1,035.21	984.83	1,035.71	3,030.67	2,970.29	4,045.67
<b>Profit/(Loss) before exceptional items and tax expense</b>	<b>111.20</b>	<b>(378.53)</b>	<b>64.15</b>	<b>(865.61)</b>	<b>(1,016.20)</b>	<b>(1,824.42)</b>
Exceptional items (net) (refer note (v))	(163.14)	(34.28)	4.68	(262.00)	(128.16)	(495.53)
<b>Profit/(Loss) before tax</b>	<b>(51.94)</b>	<b>(412.81)</b>	<b>68.83</b>	<b>(1,127.61)</b>	<b>(1,144.36)</b>	<b>(2,319.95)</b>
<b>Tax expense</b>						
Current tax	(142.91)	(94.74)	(112.20)	(306.89)	(337.80)	(351.15)
Deferred tax	(189.19)	2.12	(104.01)	(120.01)	(50.62)	23.03
<b>Total tax expense</b>	<b>(332.10)</b>	<b>(92.62)</b>	<b>(216.21)</b>	<b>(426.90)</b>	<b>(388.42)</b>	<b>(328.12)</b>
<b>Loss for the period/year</b>	<b>(384.04)</b>	<b>(505.43)</b>	<b>(147.38)</b>	<b>(1,554.51)</b>	<b>(1,532.78)</b>	<b>(2,648.07)</b>
<b>Other comprehensive income</b>						
<b>Items that will not be reclassified to Statement of Profit or Loss</b>						
Re-measurement of post-employment benefit obligations	15.78	(2.38)	(0.10)	11.97	0.37	(3.71)
<b>Income tax relating to items that will not be reclassified to Statement of Profit or Loss</b>						
Income tax relating to re-measurement of post-employment benefit obligations	(3.83)	0.60	0.08	(2.87)	0.06	1.32
<b>Items that will be reclassified to Statement of Profit or Loss</b>						
Gains and (losses) arising from translating the financial statements of foreign operations	12.68	14.05	3.56	9.16	6.04	32.01
<b>Income tax effect relating to items that will be reclassified to Statement of Profit or Loss</b>						
Income tax effect of a foreign operation	(3.19)	(3.53)	(2.23)	(2.30)	(2.85)	(8.06)
<b>Total other comprehensive income/(loss)</b>	<b>21.44</b>	<b>8.74</b>	<b>1.31</b>	<b>15.96</b>	<b>3.62</b>	<b>21.56</b>
<b>Total comprehensive loss for the period/year</b>	<b>(362.60)</b>	<b>(496.69)</b>	<b>(146.07)</b>	<b>(1,538.55)</b>	<b>(1,529.16)</b>	<b>(2,626.51)</b>
<b>Loss for the period/year</b>						
Attributable to:						
Owners of the parent	(284.34)	(350.52)	(77.93)	(1,099.15)	(1,147.25)	(1,914.67)
Non-controlling interests	(99.70)	(154.91)	(69.45)	(455.36)	(385.53)	(733.40)
	<b>(384.04)</b>	<b>(505.43)</b>	<b>(147.38)</b>	<b>(1,554.51)</b>	<b>(1,532.78)</b>	<b>(2,648.07)</b>
<b>Total other comprehensive income/(loss)</b>						
Attributable to:						
Owners of the parent	21.09	9.18	1.25	16.15	3.38	21.04
Non-controlling interests	0.35	(0.44)	0.06	(0.19)	0.24	0.52
	<b>21.44</b>	<b>8.74</b>	<b>1.31</b>	<b>15.96</b>	<b>3.62</b>	<b>21.56</b>
<b>Total comprehensive loss for the period/year</b>						
Attributable to:						
Owners of the parent	(263.25)	(341.36)	(76.68)	(1,083.00)	(1,143.87)	(1,893.63)
Non-controlling interests	(99.35)	(155.33)	(69.39)	(455.55)	(385.29)	(732.88)
	<b>(362.60)</b>	<b>(496.69)</b>	<b>(146.07)</b>	<b>(1,538.55)</b>	<b>(1,529.16)</b>	<b>(2,626.51)</b>
<b>Earning per equity share (face value of INR 2 each)*</b>						
Basis earning per share (INR)	(0.59)	(0.73)	(0.16)	(2.27)	(2.49)	(4.11)
Diluted earning per share (INR)	(0.59)	(0.73)	(0.16)	(2.27)	(2.49)	(4.11)
Paid Up Equity Share Capital	966.28	966.08	957.42	966.28	957.42	964.93
Other Equity						46,449.31

\*Earning per share for the quarter and nine months not annualised.



*(Handwritten signature)*





## Notes to Unaudited standalone and consolidated financial results for the quarter and nine months ended December 31, 2025

- (i) In terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) 2015, as amended, these standalone and consolidated financial results ("financial results") for the quarter and nine months ended December 31, 2025 have been recommended by the Audit Committee and have been approved by the Board of Directors of Brainbees Solutions Limited ("Brainbees" or the "Company") at their respective meetings held on February 13, 2026 and have been subjected to review by statutory auditors of the Company.
- (ii) The results for the quarter ended December 31, 2025 are extracted as balancing figures between the Unaudited financial results for nine months ended December 31, 2025 and the unaudited financial results for the half year ended September 30, 2025.
- (iii) These Unaudited standalone and consolidated financial results are prepared in accordance with Indian Accounting Standards ("referred to as Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and the provisions of the Companies Act 2013.
- (iv) The company has consolidated the financial results of its subsidiaries and other entities on which company exercises control as per the applicable Indian Accounting Standards (Ind AS).
- (v) Exceptional items (net)

Particulars	Quarter ended			Nine months ended		Year ended
	December 31, 2025	September 30, 2025	December 31, 2024	December 31, 2025	December 31, 2024	March 31, 2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Loss due to fire at warehouse (refer note (a) below)	-	-	(4.68)	-	128.16	128.16
Impact on retirement benefits (including new labour code (refer note (b) below))	139.56	-	-	139.56	-	-
Loss due to non-recoverability of current assets including inventories (refer note (c) below)	11.41	16.16	-	77.53	-	107.01
Impact of Impairment of intangible assets and gain on remeasurement of liabilities at fair value (refer note (d) below)	-	-	-	-	-	235.19
Others	12.17	18.12	-	44.91	-	25.17
<b>Exceptional Items (net)</b>	<b>163.14</b>	<b>34.28</b>	<b>(4.68)</b>	<b>262.00</b>	<b>128.16</b>	<b>495.53</b>

(a) fire at warehouses of the Group destroyed the entire inventory and property, plant and equipment therein during the quarter and nine months ended 31 December 2024 and year ended March 31, 2025. The Group has recognised a net loss of Rs 128.16 million for the year ended March 31, 2025 and nine months ended December 31, 2024 and net gain of Rs 4.68 million for the quarter ended December 31, 2024, net of the insurance claims for such incidents.

b) On November 21, 2025, the Government of India notified four Labour Codes-the Code on Wages, 2019; the Industrial Relations Code, 2020; the Code on Social Security, 2020; and the Occupational Safety, Health and Working Conditions Code, 2020-thereby consolidating 29 existing labour laws. The Ministry of Labour & Employment subsequently issued draft Central Rules and FAQs to facilitate assessment of the financial impact arising from the regulatory changes.

The Group has evaluated and disclosed the incremental impact of these changes based on the best information available, in line with the guidance issued by the Institute of Chartered Accountants of India. Considering the materiality and the regulatory-driven non-recurring nature of the impact, the Group has presented the incremental impact as "Impact on retirement benefits (including new labour code)" under "Exceptional Items" in the consolidated and standalone financial results for the quarter and nine months ended December 31, 2025.

The Group continues to monitor the finalisation of Central and State Rules, as well as further clarifications from the Government, and will recognise appropriate accounting effects based on such developments, as and when required.

(c) Based on a one off / non-recurring event, a step down subsidiary has written off current assets including inventories amounting to Rs 11.41 million and Rs 77.53 million during quarter and nine months ended December 31 2025 respectively and Rs 16.16 million and Rs 107.01 million for quarter ended September 30, 2025 and year ended March 31, 2025 respectively.

(d) During year ended March 31, 2025, The Group has reviewed carrying value of intangible assets and has recognised impairment loss of Rs. 1,971.72 million (net of tax effect). Further, the Group has also reviewed the fair valuation of consideration payable to selling shareholders of certain subsidiaries. Based on actual performance and future projections, the Group has reassessed the financial liability and the resultant gain amounting to Rs 1,736.53 million has been recognised as exceptional item.

- (vi) Financial results of Brainbees Solutions Limited (Standalone)

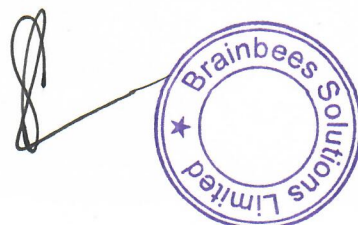
Particulars	Quarter ended			Nine months ended		Year ended
	December 31, 2025	September 30, 2025	December 31, 2024	December 31, 2025	December 31, 2024	March 31, 2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Revenue from operations	7,497.96	7,108.57	7,106.03	20,511.73	18,548.23	24,708.56
Profit before tax	603.95	376.86	536.23	1,021.55	601.81	799.01
Profit for the period/year	462.12	280.10	377.98	772.89	449.32	598.76

- (vii) The Company received net proceeds of INR 16,017.35 million from the issuance of 35,834,699 shares through its Initial Public Offering ("IPO"). The table below provides details of the utilization of these funds in accordance with the objectives outlined in the Offer as of December 31, 2025:

Sr. No.	Particulars	Amount Allocated as stated in the offer document	Amount utilized till December 31, 2025	Amount unutilised as at December 31, 2025
I.	Expenditure by our Company for: (i) setting up new modern stores under the 'BabyHug' brand; and (ii) setting up a warehouse, in India			
	Of which:			
a)	Setting up new modern stores under the 'BabyHug' brand	939.00	97.56	841.44
b)	Setting up a warehouse	142.00	142.00	-
II.	Expenditure for lease payments for our existing identified modern stores owned and operated by our Company, in India	931.00	505.76	425.24
III.	Investment in our Subsidiary, Digital Age Retail Private Limited for (i) setting up new modern stores under the FirstCry brand and other home brands of our Company; and (ii) lease payments for our existing identified modern stores owned and controlled by Digital Age, in India			
	Of which:			
a)	Setting up new modern stores under the FirstCry brand and other home brands of our Company*	1,690.00	511.27	1,178.73
b)	Lease payments for our existing identified modern stores owned and controlled by Digital Age in India*	1,306.00	753.03	552.97
IV.	Investment in our Subsidiary, FirstCry Trading for overseas expansion by: (i) setting up new modern stores; and (ii) setting up warehouse(s), in KSA			
	Of which:			
a)	Setting up new modern stores **	726.00	19.22	706.78
b)	Setting up warehouse(s) **	830.00	94.06	735.94
V.	Investment in our Subsidiary, Globalbees Brands towards acquisition of additional stake in our step-down Subsidiaries	1,690.00	1,048.11	641.89
VI.	Sales and marketing initiatives	2,000.00	1,647.80	352.20
VII.	Technology and data science cost including cloud and server hosting related costs	576.00	392.06	183.94
VIII.	Funding inorganic growth through acquisition and other strategic initiatives and general corporate purposes	5,187.35	2,540.61	2,646.74
	<b>Total Net Proceeds</b>	<b>16,017.35</b>	<b>7,751.48</b>	<b>8,265.87</b>

\*Amount of Rs. 2,995.98 million has been given to Digital Age Retail Private Limited against which the above mentioned amounts is utilized & remaining amount has been kept under separate bank account.

\*\* Amount of SAR 9 million has been given to Firstcry Trading Company against which the above mentioned amount is utilized & remaining amount has been kept under separate bank account (SAR to INR Rate - 23.043).





## (viii) Consolidated Segment Information:

The Board of Directors is the Chief Operating Decision Maker (CODM) and monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

For management purposes, the Group is organised into business units based on its products and services and has following reportable segments, as follows:

i) **India multi-channel** - This segment includes business of manufacturing, buying, selling, advertising, promoting baby and kids products in India.

ii) **International segment** - This includes business of buying, selling, advertising, promoting baby and kids products outside India, which primarily includes United Arab Emirates and Kingdom of Saudi Arabia.

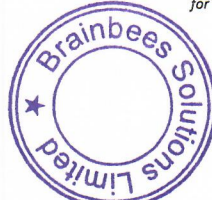
iii) **Globalbees segment** - This is a direct-to-consumer (D2C) venture that aggregates and invests in e-commerce brands and helps the brands scale and transform their digital impression.

iv) **Others** - This includes other businesses which are not material to the Group.

Particulars	Quarter ended			Nine months ended		Year ended
	December 31, 2025	September 30, 2025	December 31, 2024	December 31, 2025	December 31, 2024	March 31, 2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
<b>Revenue from Operations</b>						
India multi-channel	16,457.62	13,811.31	15,105.95	42,634.60	39,411.47	52,784.90
International	2,795.91	2,356.89	2,613.75	7,225.69	6,531.74	8,585.52
Globalbees	5,150.36	4,928.46	4,222.53	14,343.63	11,792.58	15,777.02
Others	107.79	111.07	105.12	350.21	316.01	425.03
Inter Company Adjustments	(275.37)	(216.92)	(324.26)	(701.37)	(758.81)	(976.33)
<b>Total</b>	<b>24,236.31</b>	<b>20,990.81</b>	<b>21,723.09</b>	<b>63,852.76</b>	<b>57,292.99</b>	<b>76,596.14</b>
<b>Segment Results before depreciation and amortisation expense</b>						
India multi-channel	1,638.16	1,254.02	1,688.62	3,958.79	3,746.58	4,996.74
International	(296.73)	(189.06)	(395.36)	(700.53)	(1,093.59)	(1,400.78)
Globalbees	148.31	104.35	60.16	293.70	191.03	220.56
Others	33.53	29.37	23.88	93.10	73.10	103.86
Inter Company Adjustments	14.94	8.90	8.13	28.11	12.81	14.16
<b>Total</b>	<b>1,538.21</b>	<b>1,207.58</b>	<b>1,385.43</b>	<b>3,673.17</b>	<b>2,929.93</b>	<b>3,934.54</b>
<b>Segment Results</b>						
India multi-channel	932.13	581.98	1,008.05	1,913.94	1,798.90	2,332.91
International	(374.38)	(243.86)	(442.68)	(881.06)	(1,228.36)	(1,583.34)
Globalbees	(64.96)	(107.09)	(200.84)	(380.21)	(556.42)	(791.30)
Others	30.91	27.29	21.45	86.27	65.87	94.26
Inter Company Adjustments	(20.70)	(35.56)	(36.26)	(96.44)	(120.35)	(163.66)
<b>Total</b>	<b>503.00</b>	<b>222.76</b>	<b>349.72</b>	<b>642.50</b>	<b>(40.36)</b>	<b>(111.13)</b>
<b>Add / (Less) :</b>						
Finance cost	(391.92)	(397.68)	(421.78)	(1,192.56)	(1,206.91)	(1,583.26)
Employee share based payment expense	(568.25)	(586.08)	(283.28)	(1,750.48)	(719.45)	(1,542.46)
Other income	568.37	382.48	442.78	1,434.93	1,020.09	1,504.77
Salaries, wages, bonus and other allowances as per Ind-AS 103	-	-	(23.29)	-	(69.57)	(92.34)
<b>Profit/(Loss) before exceptional items and tax expense</b>	<b>111.20</b>	<b>(378.52)</b>	<b>64.15</b>	<b>(865.61)</b>	<b>(1,016.20)</b>	<b>(1,824.42)</b>

These financial results are available on Stock exchange websites, www.nseindia.com and www.bseindia.com, and on the Company's website, www.firstcry.com.

Place: Pune  
Date: February 13, 2026



for and on behalf of the Board of Directors  
Brainbees Solutions Limited

*Supam Maheshwari*  
Supam Maheshwari  
Managing Director & CEO  
DIN : 01730685

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**Walker ChandioK & Co LLP**

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Maharashtra, India

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**Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date 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 Brainbees Solutions Limited**

1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of **Brainbees Solutions Limited** ('the Company') for the quarter ended 31 December 2025 and the year to date results for the period 01 April 2025 to 31 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) ('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 the 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 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 consists 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 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 that might be identified in an audit. Accordingly, we do not express an audit opinion.

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Chartered Accountants

Offices in Ahmedabad, Bengaluru, Chandigarh, Chennai, Dehradun, Goa, Gurugram, Hyderabad, Indore, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

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Walker ChandioK & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India



## Walker Chandiok & Co LLP

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 Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For Walker Chandiok & Co LLP**

Chartered Accountants

Firm Registration No: 001076N/N500013



**Shashi Tadwalkar**

Partner

Membership No. 101797

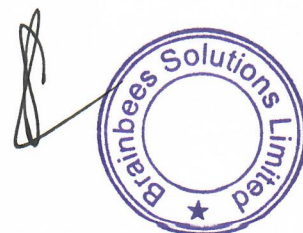
**UDIN: 26101797ZJOTCW8109**

Place: Pune

Date: 13 February 2026

Brainbees Solutions Limited CIN: L51100PN2010PLC136340 Registered Office: Rajashree Business Park, Survey No. 338, Next to Sohrab Hall, Tadiwala Road, Pune 411 001, Maharashtra, India						
Unaudited standalone financial results for the quarter and nine months ended December 31, 2025 (INR in million except earnings per share)						
Particulars	Quarter ended			Nine months ended		Year ended
	December 31, 2025	September 30, 2025	December 31, 2024	December 31, 2025	December 31, 2024	March 31, 2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	Refer note (ii)					
<b>Income</b>						
Revenue from operations	7,497.96	7,108.57	7,106.03	20,511.73	18,548.23	24,708.56
Other income	424.92	425.25	521.91	1,312.43	1,180.89	1,662.98
<b>Total Income</b>	<b>7,922.88</b>	<b>7,533.82</b>	<b>7,627.94</b>	<b>21,824.16</b>	<b>19,729.12</b>	<b>26,371.54</b>
<b>Expenses</b>						
Purchase of Stock-in-trade	3,947.54	4,781.60	4,783.72	13,229.91	13,689.23	17,716.01
Changes in inventories of stock-in-trade, finished goods and work in progress	999.75	(277.07)	(249.20)	58.21	(1,713.51)	(2,033.31)
Employee benefits expense						
(i) Employee benefits expense	603.19	650.80	647.48	1,882.84	1,922.31	2,567.36
(ii) Employee share based payment expense	432.80	444.92	367.22	1,329.24	749.14	1,363.01
Other expenses	1,236.18	1,099.92	1,064.47	3,298.94	3,077.90	4,070.27
<b>Total expenses</b>	<b>7,219.46</b>	<b>6,700.17</b>	<b>6,613.69</b>	<b>19,799.14</b>	<b>17,725.07</b>	<b>23,683.34</b>
<b>Profit before finance costs, depreciation, amortisation and tax expense</b>	<b>703.42</b>	<b>833.65</b>	<b>1,014.25</b>	<b>2,025.02</b>	<b>2,004.05</b>	<b>2,688.20</b>
Finance cost	147.76	122.80	133.87	393.56	387.43	509.33
Depreciation and amortisation expense	355.69	321.86	348.94	1,000.36	1,023.82	1,375.97
<b>Profit before exceptional items and tax expense</b>	<b>199.97</b>	<b>388.99</b>	<b>531.44</b>	<b>631.10</b>	<b>592.80</b>	<b>802.90</b>
Exceptional items (net)	403.98	(12.13)	4.79	390.45	9.01	(3.89)
<b>Profit before tax</b>	<b>603.95</b>	<b>376.86</b>	<b>536.23</b>	<b>1,021.55</b>	<b>601.81</b>	<b>799.01</b>
<b>Tax expense</b>						
Current tax	-	-	-	-	-	-
Deferred tax	(141.83)	(96.76)	(158.25)	(248.66)	(152.49)	(200.25)
<b>Total tax expense</b>	<b>(141.83)</b>	<b>(96.76)</b>	<b>(158.25)</b>	<b>(248.66)</b>	<b>(152.49)</b>	<b>(200.25)</b>
<b>Profit for the period/year</b>	<b>462.12</b>	<b>280.10</b>	<b>377.98</b>	<b>772.89</b>	<b>449.32</b>	<b>598.76</b>
<b>Other comprehensive income</b>						
<b>Items that will not be reclassified to Statement of Profit or Loss</b>						
Re-measurement of post-employment benefit obligations	9.34	(0.94)	(0.15)	7.46	(0.15)	(3.75)
<b>Income tax relating to items that will not be reclassified to Statement of Profit or Loss</b>						
Income tax relating to re-measurement of post-employment benefit obligations	(2.35)	0.23	0.04	(1.88)	0.04	0.94
<b>Total other comprehensive (loss)/income</b>	<b>6.99</b>	<b>(0.71)</b>	<b>(0.11)</b>	<b>5.58</b>	<b>(0.11)</b>	<b>(2.81)</b>
<b>Total comprehensive income for the period/year</b>	<b>469.11</b>	<b>279.39</b>	<b>377.87</b>	<b>778.47</b>	<b>449.21</b>	<b>595.95</b>
<b>Earning per equity share (face value of INR 2 each)*</b>						
Basis earning per share (INR)	0.886	0.537	0.728	1.481	0.895	1.182
Diluted earning per share (INR)	0.885	0.536	0.724	1.480	0.889	1.175
Paid Up Equity Share Capital	1,044.02	1,043.81	1,038.36	1,044.02	1,038.36	1,042.67
Other Equity						59,423.50

\*Earning per share for the quarter and nine months not annualised.



Date – 6<sup>th</sup> February 2026

To

The Board of Directors,  
Brainbees Solutions Limited  
Corporate/Registered Office: Rajashree Business Park,  
Plot No. 114, Survey No. 338, Tadiwala Road,  
Nr. Sohrab Hall, Pune – 411001.

**Subject: Resignation as Non-executive Director of Brainbees Solutions Limited (the “Company”)**

Dear Sir/ Madam,

I, Puneet Renjhen (DIN: 09498488) hereby tender my resignation as Non-executive Director of the Company due to recasting of board nomination by Mahindra & Mahindra Ltd.

I hereby request the Board of Directors of the Company to relieve myself from the duties of Non-executive Director of the Company with effect from February 13, 2026.

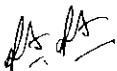
I hereby convey my sincere thanks to the Board of Directors of the Company for their unstinted support and cooperation extended during my tenure as Non-executive Director.

Further, I request you to arrange to file the requisite forms with the Registrar of Companies, Pune, to give effect to this resignation.

Kindly acknowledge.

Thanking you.

**Yours sincerely**



**Puneet Renjhen**  
**DIN: 09498488**