

**TICKER LIMITED**

Partners :  
Hiren Buch  
Kailashnath Chaturvedi  
Sandeep Chaturvedi  
Chandrakant Kotian  
Sudesh Shetty  
Ronak Kothari

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# Hiren Buch Associates

## Chartered Accountants

INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF **TICKER LIMITED**  
Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying Standalone Financial Statements of **TICKER LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31<sup>st</sup>, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31<sup>st</sup>, 2025 and its **Loss**, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

### **Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated Standalone Financial Statements, Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Management's and Board of Directors' Responsibilities for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain *professional scepticism throughout the audit*. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management and Board of Directors.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, *individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced.* We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

## **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- 1) As per explanation given to us by the Management of the Company, No litigation is pending against the Company which would impact its financial position as on 31<sup>st</sup> March, 2025.
  - 2) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - 3) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - 4) (a) The Management has represented that, to the best of its knowledge and belief no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The Management has represented, that, to the best of its knowledge and belief no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
3. As required by section 197(16) of the Act based on our audit, we report that the Company have paid remuneration to their respective directors during the year in accordance with the provisions of and limits/approval laid down under section 197 read with Schedule V to the Act.
4. Based on our examination, which include test checks, the Company has used accounting software for maintaining its books of account for the Financials year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated during the year for all material transaction recorded in the software.

Further, during the course of our audit we did not come across any instance of the audit trial feature being tampered with.

As provision to Rule 3(1) of the Companies (Accounts) Rule, 2014 is applicable from April 1, 2023, reporting under rule 11(g) of the Companies (Audit and Auditor) Rules, 2014 on preservation of audit trial as per the statutory requirement for records retention is not applicable for the financials year ended March 31, 2025.

**For Hiren Buch Associates**

Chartered Accountant

FRN: 118424W

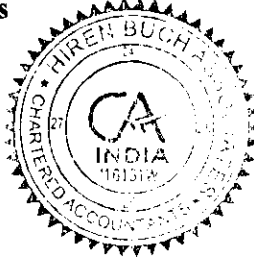


**CA Sandeep Chaturvedi**

Partner

M.No:154248

**UDIN: 25154248BMIGCM7437**



Date: 16<sup>th</sup> May, 2025

Place: Mumbai

## ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of **TICKER LIMITED** of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of subsection 3 of Section 143 of the Companies Act, 2013 (the “Act”)

*We have audited the internal financial controls over financial reporting of **TICKER LIMITED** (the “Company”) as of March 31, 2025 in conjunction with our audit of the standalone Ind AS Standalone Financial Statements of the Company for the year ended on that date.*

### **Management’s Responsibility for Internal Financial Controls**

The Management of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the “ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.



## Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

## Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

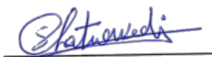
## Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Hiren Buch Associates**

Chartered Accountant

FRN: 116131W

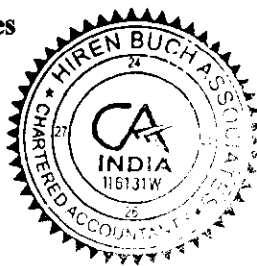


**CA Sandeep Chaturvedi**

Partner

M.No:154248

UDIN : 25154248BMIGCM7437



Date: 16<sup>th</sup> May, 2025.

Place: Mumbai

**ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT** (Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **TICKER LIMITED** of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:

- (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

- (b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

- (c) The Company does not have any immovable properties and hence reporting under clause 3(i)(c) is not applicable to the Company.

- (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

- ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.

(b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

- iii. According to information and explanation given to us and on the basis of our examination of the records of the Company, The Company has not provided guarantee or security or granted any advance in the nature of loans, secured and unsecured, to Companies, firms, Limited Liability Partnership firm or any other parties during the period accordingly clause iii (a)(c)(d)(e) and (f) of the order is not applicable to the Company, as explained to us and on the basis of relevant records of the Company during the period the Company has made Investment in the deposit of the other companies.

- (b) As explained to us and on the basis of relevant records terms and condition of Investment made is not prejudicial to the interest of the Company.
- iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantee and securities provided, as applicable.
  - v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
  - vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
  - vii. In respect of statutory dues:
    - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.  
  
There were no undisputed amounts payable in respect of Goods and Service tax, *Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax*, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.
    - (b) According to the information and explanation provided us, no undisputed amounts payable in respect of provident fund, Employees' state Insurance, Income tax, Sales Tax, Service Tax, Goods and Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and other Statutory Dues were outstanding, at the year end, for a period of more than six month from the date they became payable.
  - viii. According to information and explanation given to us and on the basis of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments *under the Income Tax Act, 1961 (43 of 1961)*.
  - ix.
    - a. The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
    - b. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
    - c. The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

- d. On an overall examination of the Standalone Financial Statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- e. On an overall examination of the Standalone Financial Statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- f. The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x. a. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- b. During the year, the Company has made private placement of shares and related requirement of section 42 and 62 of the Companies Act have complied with and unutilized amount has been kept in and during the year the company has not issued any convertible debentures (fully or partly or optionally).
- xi. a. No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b. According to the information and explanation given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- c. As per Management Representation the has not received any whistle blower complaints during the year and hence clause 3(xi)(c) is not applicable to the Company.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence, provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) and (b) of the Order is not applicable.
- (c) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has incurred cash losses of Rs 2234.82 lakhs in the current and Rs 920.15 lakhs in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. As per section 135 of the Companies Act 2013, the company is not liable to contribute toward CSR, accordingly clause 3(xx)(a)(b) of the order is not applicable to the Company.

**For Hiren Buch Associates**

Chartered Accountant

FRN: 116131W



**CA Sandeep Chaturvedi**

Partner

M.No: 154248

UDIN: 25154248BMIGCM7437



Date: 16<sup>th</sup> May, 2025.  
Place: Mumbai

**Ticker Limited**

(formerly TickerPlant Limited)

**Balance Sheet as at March 31, 2025**

(₹ in lakhs)

Particulars	Note	As at 31.03.2025	As at 31.03.2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	5	125.66	130.29
Other intangible assets	6	58.47	17.96
Capital work-in-progress		-	51.71
Financial assets			
(i) Investments	7	11,152.16	5,446.50
(ii) Other financial assets	9	3.33	3.33
Other non-current assets	10	4.54	1.42
<b>Total non-current assets</b>		<b>11,344.16</b>	<b>5,651.21</b>
<b>Current assets</b>			
Financial assets			
(i) Trade receivables	11	-	30.06
(ii) Cash and cash equivalents	12	223.89	280.10
(iii) Bank Balances other than (ii) above	13	11,325.96	753.65
(iv) Loans	8	68.60	-
(v) Other financial assets	9	585.01	134.74
Current tax assets (net)	18	39.93	94.06
Other current assets	10	1,064.44	856.56
<b>Total current assets</b>		<b>13,307.83</b>	<b>2,149.17</b>
<b>Total assets</b>		<b>24,651.99</b>	<b>7,800.38</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity share capital	14	17,492.95	12,377.89
Other equity		6,183.10	(5,825.92)
<b>Total equity</b>		<b>23,676.05</b>	<b>6,551.97</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Provisions	16	112.03	153.99
<b>Total non-current liabilities</b>		<b>112.03</b>	<b>153.99</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Trade payables	19		
Due to micro and small enterprises		-	-
Due to others		595.89	796.56
(ii) Other financial liabilities	15	213.61	151.95
Provisions	16	7.68	20.98
Other current liabilities	17	46.73	124.93
<b>Total current liabilities</b>		<b>863.91</b>	<b>1,094.42</b>
<b>Total Liabilities</b>		<b>975.94</b>	<b>1,248.41</b>
<b>Total equity and liabilities</b>		<b>24,651.99</b>	<b>7,800.38</b>

See accompanying notes forming part of the financial statements 1 to 39

In terms of our report attached  
**For Hiren Buch Associates**  
Chartered Accountants  
(Firm's Registration No.116131W)  
by the hand of

**Sandeep Chaturvedi**  
Partner  
Membership No: 154248

Place : Mumbai  
Date: May 16, 2025



For and on behalf of the Board

**Joseph Massey**  
Managing Director and CEO  
DIN: 00043586

**Nimish Shukla**  
Director  
DIN: 09428299

**Sunil Laad**  
Company Secretary

**Rakesh Gandhi**  
Chief Financial Officer





# Ticker Limited

(formerly TickerPlant Limited)

## Statement of profit and loss for the Year ended March 31, 2025

(₹ in lakhs)

Particulars	Note	Year Ended 31.03.2025	Year Ended 31.03.2024
<b>Continuing Operations</b>			
Revenue from operations	20	67.99	1,537.29
Other income	21	375.56	169.20
<b>Total Income</b>		<b>443.55</b>	<b>1,706.49</b>
<b>Expenses</b>			
Employee benefits expense	22	1,289.16	2,861.60
Finance costs	23	5.67	7.92
Depreciation and amortisation expenses	24	64.70	112.76
Other expenses	25	1,383.54	2,612.98
<b>Total expenses</b>		<b>2,743.07</b>	<b>5,595.26</b>
<b>Profit/ (Loss) before exceptional item and tax</b>		<b>(2,299.52)</b>	<b>(3,888.77)</b>
Exceptional items	26	-	2,855.87
<b>Profit/ (Loss) before tax</b>		<b>(2,299.52)</b>	<b>(1,032.90)</b>
<b>Tax expense / (credit):</b>			
Current tax		-	-
<b>Total tax expense</b>		<b>-</b>	<b>-</b>
<b>Profit / (Loss) for the year</b>		<b>(2,299.52)</b>	<b>(1,032.90)</b>
<b>Other Comprehensive Income</b>			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of the net defined benefit liability/asset		23.64	(25.19)
<b>Total Other Comprehensive Income (net of tax)</b>		<b>23.64</b>	<b>(25.19)</b>
<b>Total comprehensive income for the year</b>		<b>(2,275.88)</b>	<b>(1,058.09)</b>
<b>Earnings per share:</b>	32		
Basic and Diluted per share (in ₹)		(0.15)	(0.08)
Face Value Per Share (in ₹)		1.00	1.00

See accompanying notes forming part of the financial statements 1 to 39

In terms of our report attached  
**For Hiren Buch Associates**  
Chartered Accountants  
(Firm's Registration No.116131W)  
by the hand of

*Sandeep Chaturvedi*



**Sandeep Chaturvedi**  
Partner  
Membership No: 154248

Place : Mumbai  
Date: May 16, 2025

For and on behalf of the Board

*Joseph Massey*  
**Joseph Massey**  
Managing Director and CEO  
DIN:00043586

*Nimish Shukla*  
**Nimish Shukla**  
Director  
DIN: 09428299

*Sunil Laad*  
**Sunil Laad**  
Company Secretary

*Rakesh Gandhi*  
**Rakesh Gandhi**  
Chief Financial Officer



**Ticker Limited**

(formerly TickerPlant Limited)

**Statement of changes in equity for the Year ended March 31, 2025**

Particulars	Equity Share Capital	Share Application Money pending allotment					Other Comprehensive Income	Total other equity	Total equity attributable to equity holders of the Company
			Securities premium reserve	General Reserve	Share Options Outstanding Account	Retained earnings			
Balance at 01.04.2023	12,172.04	-	7,233.33	-	105.21	(14,357.07)	(27.71)	(7,046.24)	5,125.80
<b>Changes in equity for the year ended 31.03.2024</b>									
Increase in share capital	205.85		-			-	-	-	205.85
Share Application Money recd pending allotment		7.62	-			-	-	7.62	7.62
Security Premium received on issue of share	-		2,154.71			-	-	2,154.71	2,154.71
Share based payment to employees	-				95.82	-	-	95.82	95.82
Transferred on grant / lapsed of ESOP			4.02	1.13	(5.15)	-	-	-	-
Remeasurement of The Net Defined Benefit Liability/Asset	-		-			-	(4.92)	(4.92)	(4.92)
Loss for the year	-		-			(1,032.91)	-	(1,032.91)	(1,032.91)
<b>Balance at 31.03.2024</b>	<b>12,377.89</b>	<b>7.62</b>	<b>9,392.06</b>	<b>1.13</b>	<b>195.88</b>	<b>(15,389.98)</b>	<b>(32.63)</b>	<b>(5,825.92)</b>	<b>6,551.97</b>
Balance at 01.04.2024	12,377.89	7.62	9,392.06	1.13	195.88	(15,389.98)	(32.63)	(5,825.92)	6,551.97
<b>Changes in equity for the year ended 31.03.2025</b>									
Increase in share capital	5,115.06		-		-	-	-	-	5,115.06
Share Application Money recd pending allotment		(3.47)	-		-	-	-	(3.47)	(3.47)
Security Premium received on issue of share	-		14,258.94		-	-	-	14,258.94	14,258.94
Share based payment to employees	-		-		29.43	-	-	29.43	29.43
Transferred on grant / lapsed of ESOP			-	-	-	-	-	-	-
Remeasurement of The Net Defined Benefit Liability/Asset	-		-		-	-	23.64	23.64	23.64
Loss for the year	-		-		-	(2,299.52)	-	(2,299.52)	(2,299.52)
<b>Balance at 31.03.2025</b>	<b>17,492.95</b>	<b>4.15</b>	<b>23,651.00</b>	<b>1.13</b>	<b>225.31</b>	<b>(17,689.50)</b>	<b>(8.99)</b>	<b>6,183.10</b>	<b>23,676.05</b>

**Nature and purpose of reserves:**

**Securities Premium Reserve:** The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve.

**General Reserve:** General Reserve was created by transferring a portion of the net profit of the Company as per the requirements of the Companies Act, 1956.

**Share options outstanding account:** The fair value of the equity-settled share based payment transactions with employees is recognised in Statement of Profit and Loss with corresponding credit to Employee Stock Options Outstanding Account.

**Retained earnings:** Remaining portion of profits earned by the Company till date after appropriations.

In terms of our report attached

For Hiren Buch Associates

Chartered Accountants

(Firm's Registration No.116131W)

by the hand of

*Sandeep Chaturvedi*

Sandeep Chaturvedi

Partner

Membership No: 154248

Place : Mumbai

Date: May 16, 2025



For and on behalf of the Board

*Joseph Massey*

Joseph Massey

Managing Director and CEO

DIN:00043586

*Sunil Laad*

Sunil Laad

Company Secretary

*Nimish Shukla*

Nimish Shukla

Director

DIN: 09428299

*Rakesh Gandhi*

Rakesh Gandhi

Chief Financial Officer





# Ticker Limited

(formerly TickerPlant Limited)

## Cash Flow Statement for the Year ended March 31, 2025

		(₹ in lakhs)	
Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024	
<b>A. Cash flow from operating activities</b>			
Profit / (Loss) before tax	(2,299.52)		(1,032.91)
Adjustments for:			
Depreciation and amortisation expense	64.70	112.76	
Loss on disposal/write off of Property, plant and equipment and other Intangible assets (net)	-	(1.41)	
Profit on transfer of business undertaking as going concern on slump sale basis	-	(2,855.87)	
Finance costs	5.67	7.92	
Expenses on employee stock option (ESOP) schemes	29.43	87.90	
Interest income	(375.56)	(167.79)	(2,816.49)
<b>Operating profit / (loss) before working capital changes</b>	<b>(2,575.28)</b>		<b>(3,849.40)</b>
<b>Changes in working capital:</b>			
Adjustments for:			
Trade receivables, other financial assets and other assets	(451.70)	(218.93)	
Trade payables, other financial liabilities, other liabilities and provision	(254.45)	129.78	(89.15)
<b>Cash used in operations</b>	<b>(3,281.43)</b>		<b>(3,938.55)</b>
Net Income Tax paid	52.63		13.58
<b>Net cash flow from operating activities (A)</b>	<b>(3,228.80)</b>		<b>(3,924.97)</b>
<b>B. Cash flow from investing activities</b>			
Capital expenditure on Property, plant and equipment and other Intangible assets including capital advances	(48.87)		(156.94)
Proceeds from sale of Property, plant and equipment	-		1.94
Purchase of stake in subsidiaries	(5,705.66)		(1,283.49)
Bank deposits not considered as Cash and cash equivalents	(10,572.31)		397.00
Interest income	128.90		138.00
<b>Cash flow from investing activities</b>	<b>(16,197.94)</b>		<b>(903.49)</b>
Income tax paid (net of refund)	-		-
<b>Net cash flow from investing activities (B)</b>	<b>(16,197.94)</b>		<b>(903.49)</b>
<b>C. Cash flow from financing activities</b>			
Proceeds from issue of shares	19,370.53		2,360.57
Share application money received pending allotment	-		7.62
<b>Net cash used in financing activities (C)</b>	<b>19,370.53</b>		<b>2,368.19</b>
<b>Net (decrease) / increase in cash and cash equivalents (A + B + C)</b>	<b>(56.21)</b>		<b>(2,460.27)</b>
Cash and cash equivalents (opening balance)	280.10		2,740.37
Cash and cash equivalents (closing balance)	223.89		280.10

### Notes to cash flow statement:

- Cash and cash equivalents include cash and bank balances in current and deposit accounts, with original maturities not exceeding three months.
- Fixed deposits with banks with maturity period of more than three months are classified and grouped in investing activities and not included in cash and cash equivalents.
- The cash flow statement has been prepared under the indirect method, as per IND AS 7.
- Previous year's figures have been regrouped / reclassified wherever applicable.

In terms of our report attached  
For Hiren Buch Associates  
Chartered Accountants  
(Firm's Registration No.116131W)  
by the hand of



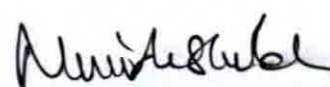
Sandeep Chaturvedi  
Partner  
Membership No: 154248



For and on behalf of the Board



Joseph Massey  
Managing Director and CEO  
DIN:00043586



Nimish Shukla  
Director  
DIN: 09428299



Sunil Laad  
Company Secretary



Rakesh Gandhi  
Chief Financial Officer

Place : Mumbai  
Date: May 16, 2025



# **Ticker Limited**

*(formerly TickerPlant Limited)*

**Notes forming part of the financial statements for the year ended March 31, 2025**

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## **1. Company Overview:**

Ticker Ltd (the 'Company') is domiciled in India. The Company's registered office is at FT Tower, CTS No: 256-257, Chakala, Andheri Kurla Road, Andheri (East), Mumbai – 400 093, India. The Company Certificate of Incorporation Number (CIN) is U72900MH2005PLC151034 dated February 4, 2005, from the Registrar of Companies (ROC)

Ticker Limited is one of the leading global content providers in the financial information services industry and technology solutions provider that integrates and disseminates ultra-low latency data feeds, news and information. Real-time market data and information is distributed in a user friendly and flexible format on Ticker's own state-of-the-art platform as well as on third-party websites, including mobile phones, at competitive prices. Ticker's adoption of open technology standards allows it to integrate content with rich features and analytical tools, enhancing customer experience through customized delivery and display of data and tools. Resilient data management system and dedicated teams of information and technology specialists ensure the highest standards of data security, completeness, quality and authentication.

## **2. Basis of Preparation:**

### **2.1 Statement of compliance and Basis of Preparation**

The financial statements of the company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("the 2013 Act") read with the Companies (Indian Accounting Standards) Rules, 2015, subsequent amendments thereto and the relevant provisions of the 2013 Act.

The financial statements have been prepared on accrual basis using the historical cost measurement except for the following material items that have been measured at fair value as required by relevant Ind AS:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)
- Share based payment transactions
- Defined benefit and other long-term employee benefits

The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These IND-AS compliant financial statements were approved by the Board of Directors on May 16, 2025

### **2.2 Functional and presentation currency :**

These Separate financial statements are presented in Indian Rupees, which is the Company's functional currency. All amounts have been rounded to the nearest rupee, unless otherwise indicated.

### **2.3 Use of Judgments and estimates :**

The preparation of the Consolidated financial statements in conformity with Ind AS, which requires management to make certain estimates, judgements and assumptions. These affect the application of accounting policies, the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the reporting date of the Consolidated financial statements and reported amounts of income and expenses during the period. Accounting estimates could change from period to period and



## Ticker Limited

(formerly TickerPlant Limited)

### Notes forming part of the financial statements for the year ended March 31, 2025

the actual results could differ from those estimates. These are reviewed by the management on an on-going basis and appropriate changes in estimates are made prospectively as management becomes aware of changes in circumstances surrounding the estimates. The management believes that the estimates used in preparation of the consolidated financial statements are just, prudent and reasonable.

The areas involving critical estimates & judgements are:

Note Reference	Critical Estimates & Judgements
Note 3.11	Estimation of income taxes, Recognition and utilisation of deferred tax assets and MAT credit entitlement and utilisation.
Note 3.14	Measurement of contingencies key assumptions about the likelihood and magnitude of an outflow of resources;
Note 3.6	Assessment of carrying value / fair value of financial instruments.
Note 3.10	Measurement of defined benefit obligations: key actuarial assumptions.
Note 3.3 and 3.4	Estimation of useful life of tangible and intangible assets

### 3. Material Accounting Policies

The Company has consistently applied the following accounting policies to all periods presented in these financial statements.

#### 3.1 Revenue Recognition:

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration expected to receive in exchange for those products or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. Revenue also excludes taxes collected from customers.

The revenue from the sale of software products (IPR based licenses) is recognised on delivery/granting of right to use. In respect of service contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized over time. Revenue from fixed price service contracts is recognised based on acts performed as specified in the contracts over the contract period where performance of several acts is required over that period. In the case of time and material contracts, revenue is recognised on the basis of hours completed and material used. Revenue from annual maintenance contracts, lease of licenses, IT infrastructure sharing income and Shared Business Support Services is recognised proportionately over the period in which the services are rendered/licenses is leased. Revenue from sale of goods is recognised on transfer of control over the goods to the customer. Sales are recorded net of returns (if any), trade discounts, rebates, and goods and service tax. Projected losses, if any, are provided in entirety as per Ind AS based on management's current estimates of cost to completion arrived at on the basis of technical assessment of time and effort required and estimates of future expenditure.

Revenues in excess of invoicing are classified as contract assets (which are referred to as unbilled

## **Ticker Limited**

*(formerly TickerPlant Limited)*

**Notes forming part of the financial statements for the year ended March 31, 2025**

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revenue). Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms. Invoicing in excess of revenues are classified as contract liabilities (which are referred to as unearned revenues).

Revenue is stated net of returns, goods and service tax (GST), wherever applicable.

Unbilled revenue represents value of services performed in accordance with the contract terms but not billed.

### **3.2 Interest Income:**

Interest income is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

### **3.3 Property, plant and equipment**

#### **(i) Recognition and measurement**

Property, Plant and Equipment (PPE) are carried at cost less accumulated depreciation and any accumulated impairment losses, if any.

The cost of PPE comprises its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates and any costs directly attributable to bring in the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

PPE which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work-in-progress".

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the assets) is recognised in Statement of Profit & Loss.

#### **(ii) Subsequent expenditure**

Subsequent expenditure relating to PPE is capitalised only when it is probable that future economic benefits with these will flow to the company and cost of the item can be measured reliably. Repairs & maintenance costs are recognised in Statement of Profit and Loss as and when incurred.



## Ticker Limited

(formerly TickerPlant Limited)

Notes forming part of the financial statements for the year ended March 31, 2025

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### (iii) Depreciation

Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives. Leased assets and leasehold improvements are depreciated over the shorter of the lease term and their useful lives.

Depreciation methods, useful lives and residual values are reviewed annually and the effects of any changes in estimates are accounted for on a prospective basis.

Depreciation has been provided on the basis of estimated useful life as follows.

Assets	Useful life
Office Equipment	2 to 5 Years
Electrical Installations	10 Years
Computer Hardware	3 to 6 Years
Furniture and Fixtures	5 to 10 Years
Vehicles	5 Years

Assets costing up to ₹ 5,000/- are fully depreciated in the year of acquisition.

### 3.4 Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment, if any. The cost of intangible assets comprises its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates and any costs directly attributable to bring in use. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. Research costs are expensed as incurred. Amortization methods and useful lives are reviewed annually and the effects of any changes in estimates are accounted for on a prospective basis.

The Company amortises intangible assets using the straight-line method over the estimated useful life as follows:

- Patents, copyright and other rights - 8 years
- Computer software - 6 years

### 3.5 Cash and cash equivalents.

The Company considers all highly liquid investments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

### 3.6 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at recognition.

**Ticker Limited***(formerly TickerPlant Limited)***Notes forming part of the financial statements for the year ended March 31, 2025**

Classification	Initial recognition	Subsequent recognition
<b>Non-derivative financial instruments</b>		
a) Financial assets <b>at amortised cost</b> : if it is held within business model where purpose is to hold asset for contractual cash flows that are solely payments of principal and interest on principal outstanding.	At fair value including directly attributable transaction costs.	Subsequently carried at amortised cost using effective interest rate method less any impairment loss.
b) Financial assets <b>at fair value through other comprehensive income</b> : if it is held within business model where purpose is to hold asset for contractual cash flows that are solely payments of principal and interest on principal outstanding and also selling financial assets.	At fair value including directly attributable transaction costs.	All changes in value excluding interest are recognised in OCI. Interest is recognised on effective interest rate method in Statement of Profit & Loss.
c) Financial assets <b>at fair value through statement of profit and loss</b> : if financial asset is not classified in any of the above categories.	At fair value excluding directly attributable transaction costs. Transaction costs are recognised in Statement of Profit and Loss.	Fair valued at each subsequent reporting date.
d) i) Trade receivable (which do not contain significant financing component.)	At transaction price.	Subsequently held at amortised cost, using the effective interest rate method, net of any expected credit loss.
e) Other Equity investments	At fair value.	And changes through Statement of Profit and Loss.
f) Financial liabilities	At fair value including directly attributable transaction costs.	<b>At amortised cost</b> : using effective interest method except certain items.
<b>Share capital</b>		
	Ordinary shares classified as equity.	

Financial assets are reclassified subsequent to their recognition if and in the period the Company changes its business model for managing financial assets.



**Derecognition of financial instruments:**

A financial asset is derecognised by the Company only when:

- Contractual right to receive cash flows from the assets expires; or
- The Company has transferred the rights to receive cash flows from the financial asset; or
- If the Company has not retained control of the financial asset; or
- The Company has transferred substantially all risks and rewards of ownership of the financial asset.

Any gain or loss on derecognition is recognised in statement of profit and loss including cumulative gain or loss in case of financial assets subsequently valued at fair value through other comprehensive income. In case of financial assets subsequently fair valued through profit or loss, gain or loss is presented on a net basis.

In case of financial liability any gain or loss on derecognition is recognised in statement of profit and loss.

**3.7 Measurement of Fair Value**

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non- financial assets and liabilities. In determining the fair value of its financial instruments as define in Ind AS 113. The Company regularly reviews significant unobservable inputs, valuation adjustments, uses a variety of methods and assumptions that are based on market conditions and risks, existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

**3.8 Impairment**

**(i) Financial Assets:**

As per IND AS 109, the Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

**(ii) Impairment of Non Financial Assets:**

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then asset's / cash generating unit (CGU)'s recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is estimated. An impairment loss is recognised if the carrying amount of an asset / CGU exceeds its recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognized in prior periods are assessed at each reporting date

## **Ticker Limited**

*(formerly TickerPlant Limited)*

**Notes forming part of the financial statements for the year ended March 31, 2025**

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for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

### **3.9 Foreign Currency Translation**

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates at the dates of the transactions or at rates that closely approximate the rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Foreign currency differences are generally recognised in profit or loss.

### **3.10 Employee Benefits**

#### **i. Short-term obligations**

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees is recognised as an expense during the period when the employee renders those services.

#### **ii. Other long-term employee benefit obligations**

##### **Compensated absences:**

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each reporting date using projected unit credit method on the additional amount expected to be paid/availed as a result of the unused entitlement that has accumulated at the reporting date and recognised in Statement of Profit and Loss. Expense on non-accumulating compensated absences is recognized in the year in which the absences occur.

##### **Defined Benefit Plan**

The Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated at each reporting date by actuaries using the projected unit credit method.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised, net of tax impact, in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost. The amount of net interest expense calculated by applying the liability discount rate to the net defined liability or asset is charged or credited to 'Finance Cost' in Statement of Profit and Loss.



## **Ticker Limited**

*(formerly TickerPlant Limited)*

### **Notes forming part of the financial statements for the year ended March 31, 2025**

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#### **Defined contribution plans**

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

#### **iii. Share-based payment arrangements**

The Company recognizes compensation expense relating to share-based payments in net profit using fair-value in accordance with Ind AS 102, Share-Based Payment. The estimated fair value of awards is charged to income on a straight-line basis over the requisite service period for each separately vesting portion of the award as if the award was in-substance, multiple awards with a corresponding increase to share options outstanding account.

### **3.11 Income tax**

Income tax expense comprises current and deferred tax. It is recognised in profit or loss or in OCI.

#### **i. Current tax**

Current tax comprises the expected tax payable or recoverable on the taxable income or loss for the year and any adjustment to the tax payable or recoverable in respect of previous years. The amount of current tax payable or recoverable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. Interest income in respect of income tax is shown under Other Income and accounted on receipt basis. Interest expenses and penalties, if any, are included in Current Tax Expense. Current tax assets and current tax liabilities are offset as per IND AS 12.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period

#### **ii. Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

## **Ticker Limited**

*(formerly TickerPlant Limited)*

### **Notes forming part of the financial statements for the year ended March 31, 2025**

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Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, Associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on business plans of the Company and the reversal of temporary differences. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

#### **3.12 Operating Cycle**

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

#### **3.13 Provisions**

Provision is defined as per Ind AS 37. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessment of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.



## **Ticker Limited**

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**Notes forming part of the financial statements for the year ended March 31, 2025**

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### **3.14 Contingent liabilities and contingent assets, if any, are disclosed in the notes to accounts**

A present obligation that arises from past events, where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. Claims against the Group, where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised or disclosed in the financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

### **3.15 Earnings per share**

Calculation/Formula of Basic & Diluted Earnings Per Share is carried out in line with the principles & practices mentioned in the Ind AS 33. Basic earnings per share is computed by dividing the profit / (loss) after tax attributable to equity shareholder of the company by the weighted average number of equity shares outstanding during the year.

## **4. Recent Accounting pronouncements**

Ministry of Corporate Affairs ("MCA") has not made any amendments to Ind AS which are effective 1st April, 2025.

**Ticker Limited**

(formerly TickerPlant Limited)

**Notes forming part of the financial statements for the year ended March 31, 2025****5 Property, plant and equipment**

(₹ in lakhs)

Particulars	Office Equipment**	Computer Hardware	Furniture and Fixtures	Vehicles	Total
<b>Year ended March 31, 2025</b>					
Gross carrying Value as at April 1, 2024	60.30	276.00	21.34	85.46	443.10
Additions	0.69	48.18	-	-	48.87
Disposals	-	-	-	-	-
<b>Gross carrying Value as at March 31, 2025</b>	<b>60.99</b>	<b>324.18</b>	<b>21.34</b>	<b>85.46</b>	<b>491.97</b>
<b>Accumulated depreciation and impairment as at April 01, 2024</b>	<b>46.06</b>	<b>226.67</b>	<b>10.02</b>	<b>30.06</b>	<b>312.81</b>
Charged during the year	10.71	30.00	4.27	8.52	53.50
Disposals	-	-	-	-	-
<b>Upto March 31, 2025</b>	<b>56.77</b>	<b>256.67</b>	<b>14.29</b>	<b>38.58</b>	<b>366.31</b>
<b>Net carrying amount as at March 31, 2025</b>	<b>4.22</b>	<b>67.51</b>	<b>7.05</b>	<b>46.88</b>	<b>125.66</b>

<b>Year ended March 31, 2024</b>					
Gross carrying Value as at April 1, 2023	59.52	723.77	21.34	57.96	862.59
Additions	1.49	106.66	-	31.00	139.15
Disposals	(0.71)	(554.43)	-	(3.50)	(558.64)
<b>Gross carrying Value as at March 31, 2024</b>	<b>60.30</b>	<b>276.00</b>	<b>21.34</b>	<b>85.46</b>	<b>443.10</b>
<b>Accumulated depreciation and impairment as at April 01, 2023</b>	<b>32.13</b>	<b>553.14</b>	<b>5.75</b>	<b>26.40</b>	<b>617.42</b>
Charged during the year	14.64	80.04	4.27	7.16	106.11
Disposals	(0.71)	(406.51)	-	(3.50)	(410.72)
<b>Upto March 31, 2024</b>	<b>46.06</b>	<b>226.67</b>	<b>10.02</b>	<b>30.06</b>	<b>312.81</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>14.24</b>	<b>49.33</b>	<b>11.32</b>	<b>55.40</b>	<b>130.29</b>

\*\* Includes electrical installations

**Capital Work in Progress**

(₹ in lakhs)

Particulars	Amount in CWIP for period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Year ended March 31, 2025</b>					
Project in progress	-	-	-	-	-
<b>Year ended March 31, 2024</b>					
Project in progress	17.79	33.92	-	-	51.71

## Ticker Limited

(formerly TickerPlant Limited)

### Notes forming part of the financial statements for the year March 31, 2025

#### 6 Other Intangible Assets

(₹ in lakhs)

Particulars	Trade Mark	Computer software	Total
<b>Year ended March 31, 2025</b>			
Gross carrying Value as at April 1, 2024	25.10	1.55	26.65
Additions	-	51.71	51.71
Disposals	-	-	-
<b>Gross carrying Value as at March 31, 2025</b>	<b>25.10</b>	<b>53.26</b>	<b>78.36</b>
<b>Accumulated amortisation and impairment as at April 01, 2024</b>	<b>8.05</b>	<b>0.64</b>	<b>8.69</b>
Charged during the year	3.05	8.15	11.20
Disposals	-	-	-
<b>Upto March 31, 2025</b>	<b>11.10</b>	<b>8.79</b>	<b>19.89</b>
<b>Net carrying amount as at March 31, 2025</b>	<b>14.00</b>	<b>44.47</b>	<b>58.47</b>

<b>Year ended March 31, 2024</b>			
Gross carrying Value as at April 1, 2023	49.03	46.22	95.25
Additions	-	-	-
Disposals	(23.93)	(44.67)	(68.60)
<b>Gross carrying Value as at March 31, 2024</b>	<b>25.10</b>	<b>1.55</b>	<b>26.65</b>
<b>Accumulated amortisation and impairment as at April 01, 2023</b>	<b>21.24</b>	<b>38.57</b>	<b>59.81</b>
Charged during the year	5.32	1.33	6.65
Disposals	(18.51)	(39.26)	(57.77)
<b>Upto March 31, 2024</b>	<b>8.05</b>	<b>0.64</b>	<b>8.69</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>17.05</b>	<b>0.91</b>	<b>17.96</b>

**Ticker Limited**

(formerly TickerPlant Limited)

Notes forming part of the financial statements for the year ended March 31, 2025

7 Investments		(₹ in lakhs)	
Particulars	As at 31.03.2025	As at 31.03.2024	
<b>Non-current investment</b>			
In equity instruments of subsidiaries	11,152.16	5,446.50	
<b>Total</b>	<b>11,152.16</b>	<b>5,446.50</b>	
<b>Total Investments</b>	<b>11,152.16</b>	<b>5,446.50</b>	
<b>Details of investments</b>			
<b>Non-current investments</b>			
<b>Unquoted</b>			
<b>Investments carried at cost</b>			
<b>Investment in equity instrument of subsidiaries</b>			
1 350,000,000 (Previous Year 200,000,000) Equity shares of ₹ 1/- each in 3.0 Verse Limited	3,503.77	2,003.77	
2 15,017 (Previous Year 3,350) Ordinary shares of AED 1000/- each in Three O Verse Global IT Services L.L.C.	3,479.15	773.49	
3 416,900,000 (Previous Year 266,900,000) Equity shares of ₹ 1/- each in Ticker Data Limited	4,169.24	2,669.24	
<b>Total non-current investments</b>	<b>11,152.16</b>	<b>5,446.50</b>	
Aggregate Value of unquoted investment	11,152.16	5,446.50	
8 Loans		(₹ in lakhs)	
Particulars	As at 31.03.2025	As at 31.03.2024	
<b>Current</b>			
Unsecured, considered good			
Loans to employees	68.60	-	
<b>Total</b>	<b>68.60</b>	<b>-</b>	
<b>Total Loans</b>	<b>68.60</b>	<b>-</b>	
9 Other Financial Assets		(₹ in lakhs)	
Particulars	As at 31.03.2025	As at 31.03.2024	
<b>Non-Current</b>			
Security Deposits	3.33	3.33	
<b>Total</b>	<b>3.33</b>	<b>3.33</b>	
<b>Current</b>			
Interest accrued on bank fixed deposits	292.98	46.32	
Security Deposit	25.00	55.00	
Unbilled receivable	41.00	16.67	
<b>Contractually reimbursable expenses</b>			
Considered good	226.03	16.75	
Considered doubtful	-	-	
	226.03	16.75	
Less: Allowance For Doubtful reimburseble expense	-	-	
	226.03	16.75	
<b>Total</b>	<b>585.01</b>	<b>134.74</b>	
<b>Total Other Financial Assets</b>	<b>588.34</b>	<b>138.07</b>	
10 Other Assets		(₹ in lakhs)	
Particulars	As at 31.03.2025	As at 31.03.2024	
<b>Other Non-Current assets</b>			
Advance Income Tax (net of provisions)	2.79	1.31	
Prepaid Expenses	1.75	0.11	
<b>Total</b>	<b>4.54</b>	<b>1.42</b>	
<b>Other current assets</b>			
Prepaid expenses	19.57	73.07	
Balances With Government Authorities	845.37	648.72	
<b>Advances for supply of goods and services</b>			
Considered good	199.50	134.77	
Considered doubtful	-	-	
	199.50	134.77	
Less: Allowance for doubtful advances	-	-	
	199.50	134.77	
<b>Total</b>	<b>1,064.44</b>	<b>856.56</b>	
<b>Total Other Assets</b>	<b>1,068.98</b>	<b>857.98</b>	



**Ticker Limited**

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Notes forming part of the financial statements for the year ended March 31, 2025

**11 Trade receivables**

(₹ in lakhs)

Particulars	As at 31.03.2025	As at 31.03.2024
<b>Current Unsecured</b>		
Undisputed Trade receivables – considered good	-	30.06
Undisputed Trade Receivables – which have significant increase in credit risk	-	-
Undisputed Trade Receivables – credit impaired	-	-
	-	30.06
Less: Allowance for expected credit loss on undisputed trade receivable	-	-
<b>Total Trade Receivables</b>	-	<b>30.06</b>

Trade receivables ageing schedule for the year ended as on March 31, 2025 and March 31, 2024:

Particulars	Not Due Less than 6 Months	6 months to 1 Year	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	-	-	-	-	-
Previous Year	30.06	-	-	-	30.06
Undisputed Trade receivables – credit impaired	-	-	-	-	-
Previous Year	-	-	-	-	-
Disputed Trade receivables – considered good	-	-	-	-	-
Previous Year	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-
Previous Year	-	-	-	-	-
Less: Allowance for credit loss	-	-	-	-	-
<b>Total Trade Receivables</b>	-	-	-	-	-
Previous Year	30.06	-	-	-	30.06

**12 Cash and cash equivalents**

(₹ in lakhs)

Particulars	As at 31.03.2025	As at 31.03.2024
<b>Cash And Bank Balances</b>		
Cash on hand	7.40	7.06
<b>Balances with banks</b>		
In current accounts	112.99	266.29
In deposit accounts with original maturity of less than 3 months	103.50	6.75
	216.49	273.04
<b>Total Cash and Cash equivalents</b>	<b>223.89</b>	<b>280.10</b>

**13 Bank Balances other than (12) above**

(₹ in lakhs)

Particulars	As at 31.03.2025	As at 31.03.2024
<b>Other bank balances</b>		
In deposit accounts with original maturity of more than 12 months	1,980.40	751.24
In deposit accounts with original maturity of more than 3 months but less than 12 months	9,345.56	2.41
<b>Total Bank Balances other than (8) above</b>	<b>11,325.96</b>	<b>753.65</b>

## Ticker Limited

( formerly TickerPlant Limited)

### Notes forming part of the financial statements for the year ended March 31, 2025

#### 14 EQUITY SHARE CAPITAL

Particulars	As at 31.03.2025		As at 31.03.2024	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
<b>Authorised:</b>				
Equity shares of ₹ 1/- each ( Previously ₹ 10/- each)	1,340,000,000	13,400.00	1,340,000,000	13,400.00
<b>Issued, subscribed and fully paid up:</b>				
Equity shares of ₹ 1/- each ( Previously ₹ 10/- each)	1,237,788,798	12,377.89	1,200,536,440	12,005.37
Equity shares issued of ₹ 1/- each during the year*	511,505,667	5,115.06	37,252,358	372.52
<b>Issued, subscribed and partly paid up:</b>				
Equity shares of ₹ 1/- each (partly paid of ₹ 0.5/- each )*	-	-	-	-
<b>Total</b>		<b>17,492.95</b>		<b>12,377.89</b>

Note\*: During the year the company had offered Private Placement of 730,00,000 Equity shares at ₹ 20/- per share (at premium of ₹ 19/- per share), the shares are fully paid at ₹ 20/- per share ( ₹ 1/- towards share capital and ₹ 19/- towards share premium. During the previous year the company had offered Private Placement of 27,00,000 Equity shares at ₹ 12/- per share (at premium of ₹ 11/- per share), the shares are fully paid at ₹ 12/- per share ( ₹ 1/- towards share capital and ₹ 11/- towards share premium). During the year company have made right issue of 419,058,687 shares at ₹ 1/- per share. During the year company have issued 19,446,980 shares (Previous Year 1,219,025 shares) under Employee Stock Option Scheme (ESOS) - 2021.

#### a. Reconciliation of number of shares

Particulars	As at 31.03.2025		As at 31.03.2024	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
<b>Equity Shares</b>				
Opening Balance	1,237,788,798	12,377.89	1,233,869,773	12,172.04
Changes during the period				
Increase during the year	511,505,667	5,115.06	3,919,025	205.85
<b>Closing Balance</b>	<b>1,749,294,465</b>	<b>17,492.95</b>	<b>1,237,788,798</b>	<b>12,377.89</b>

#### b. Rights, preferences and restrictions attached to equity shares:

The Company has only one class of shares referred to as equity shares having a par value of ₹ 1/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend recommended by the Board of Directors is subject to the approval of the shareholders at the ensuing annual general meeting, except in the case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in the proportion of equity shares held.

#### c. Details of equity shares held by each shareholder holding more than 5% equity shares in the Company:

Particulars	As at 31.03.2025		As at 31.03.2024	
	Number of Equity Shares held	% Holding	Number of Equity Shares held	% Holding
63 moons technologies Ltd	1,180,536,380	67.49	930,536,440	75.18

#### d. Details of equity shares held by promoters in the Company:

Particulars	Number of Equity Shares held	% of total shares	% Change during the year
<b>Year ended March 31, 2025</b>			
63 moons technologies Ltd	1,180,536,380	67.49	7.69
<b>Total</b>	<b>1,180,536,380</b>	<b>67.49</b>	<b>7.69</b>
<b>Year ended March 31, 2024</b>			
63 moons technologies Ltd	930,536,440	75.18	0.24
<b>Total</b>	<b>930,536,440</b>	<b>75.18</b>	<b>0.24</b>



**Ticker Limited**

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• Notes forming part of the financial statements for the year ended March 31, 2025

15 Other Financial Liabilities		(₹ in lakhs)	
Particulars	As at 31.03.2025	As at 31.03.2024	
<b>Current</b>			
Payable to employees and other contractual obligations	213.61	151.95	
<b>Total</b>	<b>213.61</b>	<b>151.95</b>	
<b>Total Other Financial Liabilities</b>	<b>213.61</b>	<b>151.95</b>	

16 Provisions		(₹ in lakhs)	
Particulars	As at 31.03.2025	As at 31.03.2024	
<b>Non-Current</b>			
Provision for employee benefits			
Compensated absences	52.64	69.64	
Gratuity	59.39	84.35	
<b>Total</b>	<b>112.03</b>	<b>153.99</b>	
<b>Current</b>			
Provision for employee benefits			
Compensated absences	7.68	20.98	
<b>Total</b>	<b>7.68</b>	<b>20.98</b>	
<b>Total Provisions</b>	<b>119.71</b>	<b>174.97</b>	

17 Other liabilities		(₹ in lakhs)	
Particulars	As at 31.03.2025	As at 31.03.2024	
<b>Current</b>			
Statutory remittances	46.73	124.93	
<b>Total</b>	<b>46.73</b>	<b>124.93</b>	
<b>Total other liabilities</b>	<b>46.73</b>	<b>124.93</b>	

# Ticker Limited

Notes forming part of the financial statements for the year ended March 31, 2025

## 18 Income Tax & deferred tax

### 18.1 Income Tax recognised in Profit or loss:

(₹ in lakhs)

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
<b>Current Tax</b>		
In respect of the current year	-	-
<b>Total tax expense recognised in the current year relating to continuing operations</b>	-	-

### 18.2 Reconciliation of tax expense with the effective tax

(₹ in lakhs)

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
Profit before tax from continuing operations (a)	(2,299.52)	(3,888.77)
Income tax rate as applicable (b)	26.00%	26.00%
Calculated taxes based on above, without any adjustments for deductions [(a) x (b)]	(597.88)	(1,011.08)
<b>Permanent tax differences due to:</b>		
Effect of tax losses on which DTA is not recognised	597.88	1,011.08
Effect of tax losses & credit not recognised	-	-
<b>Income tax expense recognised in profit or loss (relating to continuing operations)</b>	-	-

### 18.3 Tax Losses & Tax

credits

(₹ in lakhs)

Particulars	As at 31.03.2025	As at 31.03.2024
<b>(a) Tax losses</b>		
<b>Deferred tax asset not recognised :</b>		
Unused tax losses	4,599.27	4,001.39
	<b>4,599.27</b>	<b>4,001.39</b>

### 18.4 Current Tax Assets

(₹ in lakhs)

Particulars	As at 31.03.2025	As at 31.03.2024
Current tax	39.93	94.06
<b>Total Current Assets</b>	<b>39.93</b>	<b>94.06</b>

## Ticker Limited

Notes forming part of the financial statements for the year ended March 31, 2025

### 19 Trade payable

(₹ in lakhs)

Particulars	As at 31.03.2025	As at 31.03.2024
Undisputed Dues To Micro And Small Enterprises	-	-
Disputed dues Micro And Small Enterprises	-	-
Total Outstanding Dues Of Creditors Other Than Micro And Small Enterprises	99.75	52.67
Disputed dues – Of Creditors Other Than Micro And Small Enterprises	-	-
Payable to related parties	496.14	743.89
<b>Total Trade payable</b>	<b>595.89</b>	<b>796.56</b>

Trade Payable ageing schedule for the year ended as on March 31, 2025 and March 31, 2024:

Particulars	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade payables – considered good	52.82	209.60	333.47	-	595.89
Previous Year	267.25	349.19	157.70	22.42	796.56
Undisputed Trade payables – credit impaired	-	-	-	-	-
Previous Year	-	-	-	-	-
Disputed Trade payables – considered good	-	-	-	-	-
Previous Year	-	-	-	-	-
Disputed Trade payables – credit impaired	-	-	-	-	-
Previous Year	-	-	-	-	-
Less: Allowance for credit loss	-	-	-	-	-
Previous Year	-	-	-	-	-
<b>Total Trade Payables</b>	<b>52.82</b>	<b>209.60</b>	<b>333.47</b>	<b>-</b>	<b>595.89</b>
<b>Previous Year</b>	<b>267.25</b>	<b>349.19</b>	<b>157.70</b>	<b>22.42</b>	<b>796.56</b>

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

- No amount was due and outstanding to suppliers as at the end of the accounting year i.e. March 31, 2025 and March 31, 2024 on account of Principal and Interest respectively.
- No interest paid during the year.
- No interest is due and payable at the end of the year.
- No amount of interest accrued and unpaid at the end of the accounting year.
- No amount of further interest remaining due and payable even in the succeeding years

The above information regarding Micro and Small Enterprises has been determined to the extent replies to the Company's communication have been received from vendors/suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. This has been relied upon by the auditors.

# Ticker limited

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Notes forming part of the financial statements for the year ended March 31, 2025

20 Revenue from operations	(₹ in lakhs)	
	Year Ended	Year Ended
Particulars	31.03.2025	31.03.2024
Income from Ticker Solutions	-	46.48
Income from Product services	67.99	1,490.80
<b>Total Revenue From Operations</b>	<b>67.99</b>	<b>1,537.29</b>

Revenue disaggregation by geography is as follows:

	(₹ in lakhs)	
	Year Ended	Year Ended
Geography	31.03.2025	31.03.2024
India	27.00	1,264.09
Others	40.99	273.20
	<b>67.99</b>	<b>1,537.29</b>

Geographical revenue is allocated based on the location of the customers

Changes in unearned and deferred revenue are as follows:

	(₹ in lakhs)	
	Year Ended	Year Ended
	31.03.2025	31.03.2024
Balance at the beginning of the year	-	571.15
Revenue recognised that was included in the unearned and deferred revenue at the beginning of the year	-	(555.55)
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	-	504.45
Transferred under Business transfer agreement	-	(520.05)
Balance at the end of the year	-	-

## 21 Other income

	(₹ in lakhs)	
	Year Ended	Year Ended
Particulars	31.03.2025	31.03.2024
Interest received on financial assets-Carried at amortised cost		
On Bank deposits*	368.39	164.21
On Loans to employees*	2.97	-
On Income tax refunds	4.20	3.58
	<b>375.56</b>	<b>167.79</b>
*Interest under effective Interest method		
Profit on sale of fixed assets	-	1.41
<b>Total Other Income</b>	<b>375.56</b>	<b>169.20</b>

## 22 Employee benefits expense

	(₹ in lakhs)	
	Year Ended	Year Ended
Particulars	31.03.2025	31.03.2024
Salaries and wages	1,145.09	2,613.75
Contribution to provident fund and other funds	53.67	108.52
Gratuity	24.54	31.55
Expenses on employee stock option (ESOP) schemes	29.43	87.90
Staff welfare expenses	36.43	19.88
<b>Total Employee Benefits expense</b>	<b>1,289.16</b>	<b>2,861.60</b>

**Ticker limited**

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**Notes forming part of the financial statements for the year ended March 31, 2025**

<b>23 Finance Costs</b>	(₹ in lakhs)	
<b>Particulars</b>	<b>Year Ended</b>	<b>Year Ended</b>
	<b>31.03.2025</b>	<b>31.03.2024</b>
Interest expense		
Others	5.67	7.92
<b>Total Finance Costs</b>	<b>5.67</b>	<b>7.92</b>
<b>24 Depreciation and amortisation expenses</b>	(₹ in lakhs)	
<b>Particulars</b>	<b>Year Ended</b>	<b>Year Ended</b>
	<b>31.03.2025</b>	<b>31.03.2024</b>
Depreciation on property, plant and equipment	53.50	106.11
Amortisation of intangible assets	11.20	6.65
<b>Total Depreciation and Amortisation expenses</b>	<b>64.70</b>	<b>112.76</b>
<b>25 Other expenses</b>	(₹ in lakhs)	
<b>Particulars</b>	<b>Year Ended</b>	<b>Year Ended</b>
	<b>31.03.2025</b>	<b>31.03.2024</b>
Data Feed	-	881.62
Managed Services	-	19.85
Electricity	13.39	15.24
Rent including lease rentals	88.84	132.06
Repairs and maintenance	1.85	26.78
Office Expenses	7.43	6.51
Advertisement, branding & promotion expenses	3.11	56.36
Sales promotion expenses	7.72	7.48
Travelling and conveyance	76.60	67.27
ROC & Other Charges	81.78	2.41
Insurance	22.57	56.64
Software license fees	65.61	294.65
Communication expenses	7.49	68.83
Legal and professional charges	865.29	426.88
Outsourcing charges	36.29	183.29
Remuneration to non-executive directors	25.00	150.00
Miscellaneous expenses	80.57	217.11
<b>Total Other expenses</b>	<b>1,383.54</b>	<b>2,612.98</b>
<b>26 Exceptional items</b>	(₹ in lakhs)	
<b>Particulars</b>	<b>Year Ended</b>	<b>Year Ended</b>
	<b>31.03.2025</b>	<b>31.03.2024</b>
Profit on transfer of business undertaking as going concern on slump sale basis	-	2,855.87
<b>Total Exceptional items</b>	<b>-</b>	<b>2,855.87</b>



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**Notes forming part of the financial statements for the year ended March 31, 2025****27 Financial instruments****Financial instruments by category**

The carrying amounts and fair values of financial instruments by categories as at March 31, 2025 and March 31, 2024 are as follows:

**As at March 31, 2025**

(₹ in lakhs)

Particulars	Amortised Cost / Cost	FVTPL	FVTOCI	Fair Value/ Carrying Value
<b>Assets :</b>				
Investment				
In equity instruments of subsidiary	11,152.16	-	-	11,152.16
Cash and cash equivalents	223.89	-	-	223.89
Bank balances other than above	11,325.96	-	-	11,325.96
Trade receivables	-	-	-	-
Other financial assets	588.34	-	-	588.34
<b>Total Assets</b>	<b>23,290.35</b>	<b>-</b>	<b>-</b>	<b>23,290.35</b>
<b>Liabilities:</b>				
Trade payables	595.89	-	-	595.89
Other financial liabilities	213.61	-	-	213.61
<b>Total Liabilities</b>	<b>809.50</b>	<b>-</b>	<b>-</b>	<b>809.50</b>

**As at March 31, 2024**

(₹ in lakhs)

Particulars	Amortised Cost / Cost	FVTPL	FVTOCI	Fair Value/ Carrying Value
<b>Assets :</b>				
Investment				
In equity instruments of subsidiary	5,446.50	-	-	5,446.50
Cash and cash equivalents	280.10	-	-	280.10
Bank balances other than above	753.65	-	-	753.65
Trade receivables	30.06	-	-	30.06
Other financial assets	138.07	-	-	138.07
<b>Total Assets</b>	<b>6,648.38</b>	<b>-</b>	<b>-</b>	<b>6,648.38</b>
<b>Liabilities:</b>				
Trade payables	796.56	-	-	796.56
Other financial liabilities	151.95	-	-	151.95
<b>Total Liabilities</b>	<b>948.51</b>	<b>-</b>	<b>-</b>	<b>948.51</b>

## Ticker Limited

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### Notes forming part of the financial statements for the year ended March 31, 2025

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The fair value hierarchy is described as under:

1. Level 1 hierarchy includes methods and input that use active quoted prices depending upon type of instrument. Management has used closing prices and values of closing NAV's as applicable in case of financial instruments covered under this level.
2. Under level 2 the fair value of the financial instruments that are not traded in any active market are determined using appropriate valuation techniques with the use of observable market data without relying much on the estimates that are entity specific. The inputs under this level are always observable.
3. In case of level 3 if one or more of the significant inputs are not derived on the basis of observable market data then fair value estimations derived with such inputs are included in level 3.

The Company follows a policy to recognise transfers between the levels only at the end of reporting period and accordingly there are no transfers between levels during the year.

The information based on the above levels is tabulated here below:

Fair value of financial assets and liabilities measured at amortised cost (₹ in lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial assets at amortised cost</b>				
Investment				
In equity instruments of subsidiary	11,152.16	11,152.16	5,446.50	5,446.50
Cash and cash equivalents	223.89	223.89	280.10	280.10
Bank balances other than above	11,325.96	11,325.96	753.65	753.65
Trade receivables	-	-	30.06	30.06
Other financial assets	588.34	588.34	138.07	138.07
<b>Total</b>	<b>23,290.35</b>	<b>23,290.35</b>	<b>6,648.38</b>	<b>6,648.38</b>
<b>Financial liabilities at amortised cost</b>				
Trade payables	595.89	595.89	796.56	796.56
Other financial liabilities	213.61	213.61	151.95	151.95
<b>Total</b>	<b>809.50</b>	<b>809.50</b>	<b>948.51</b>	<b>948.51</b>

The carrying amount of financial assets and financial liabilities above is considered to be the same as their fair value because of their short-term nature. The financial assets and liabilities that are measured at fair value, the carrying amounts are equal to their fair value.

## **Ticker Limited**

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### **Notes forming part of the financial statements for the year ended March 31, 2025**

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## **28 Risk Management**

### **Credit Risk**

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to NIL and ₹ 30.06 lakhs as of March 31, 2025 and March 31, 2024, respectively. Trade receivables and unearned revenue are typically unsecured and are derived from revenue earned from customers primarily located in India. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors such as credit default and the Company historical experience for customers.

### **Liquidity Risk**

The company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The company has no borrowings. The company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

### **Foreign Currency risk**

The Company's exchange risk arises primarily from its trade receivable. The advance in foreign currency are provided for. The exchange rate between the Indian rupee and US dollars has changed substantially in recent periods and may continue to fluctuate in the future. However since, outstanding amount is not material, foreign currency exposures have not been hedged by a derivative instrument or otherwise. The Company's have no foreign currency exposures as on year end.

### **Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's investment are primarily in fixed rate interest bearing deposits and hence do not carry substantial interest rate risk. Company investments in bank deposits are normally for less than one year fixed rate interest and hence subject to repricing risk on maturity.

### **Capital Management**

The primary objective of Company's capital management is to maximize shareholders value and safeguard its ability to continue as a going concern. The Company is predominantly equity financed and has no borrowings.



29 **Contingent liabilities & assets and commitments (to the extent not provided for)** (₹ in lakhs)

Particulars	As at 31.03.2025	As at 31.03.2024
1. Contingent liabilities:	Nil	Nil
2. Contingent Assets:	Nil	Nil
3. Capital and other commitments	Nil	Nil

30 **a) Expenditure in foreign currency** (₹ in lakhs)

Nature of Expenses	Year Ended 31.03.2025	Year Ended 31.03.2024
Legal and professional charges	-	109.68
Data feed	-	492.15
Software license fees	2.64	71.88
Miscellaneous expenses	1.96	2.07
<b>Total</b>	<b>4.60</b>	<b>675.78</b>

**b) Earnings in foreign exchange:** (₹ in lakhs)

Nature of Income	Year Ended 31.03.2025	Year Ended 31.03.2024
Income from Ticker Solutions	-	46.48
Income from Product services	40.99	202.87
<b>Total</b>	<b>40.99</b>	<b>249.35</b>

31 **Legal and professional charges includes payments to statutory auditors (excluding GST )** (₹ in lakhs)

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
For audit	2.25	2.25
For taxation matters	-	-
For limited reviews	0.75	0.75
For other services	-	0.62
<b>Total</b>	<b>3.00</b>	<b>3.62</b>

32 **Earnings Per Share is calculated as follows :**

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
Net profit / (Loss) attributable to the equity shareholders (for basic/diluted EPS) (₹ in lakhs)	(2,299.52)	(1,032.90)
Weighted average number of equity shares		
For Basic EPS	1,551,383,184	1,228,773,089
For Diluted EPS	1,551,383,184	1,228,773,089
Basic earnings per share (in ₹)	(0.15)	(0.08)
Diluted earnings per share (in ₹)	(0.15)	(0.08)
Face value ₹ per share	₹ 1/-	₹ 1/-

33 **Transfer through slump sale:**

During the Previous Year 2023- 2024, the Board in its meeting held on February 03, 2024, had approved the transfer of price dissemination of worldwide financial market business undertaking as going concern on a slump sale basis to Ticker Data Limited, a wholly owned subsidiary of the Company for consideration of Rs. 2,159 Lakhs. The business transfer is complete as agreed under the Business Transfer Agreement (BTA) with a closing date of March 11, 2024. The Company have received shares of Ticker Data Limited towards consideration of Rs. 2,159 Lakhs. The net of assets and liabilities transfer to Ticker Data Limited as per BTA, along with the consideration received have been shown as profit under exceptional item in the Statement of Profit and Loss.

**Ticker Limited**

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**Notes forming part of the financial statements for the year ended March 31, 2025**
**34 Employee benefit plans:**

Defined contribution plans: The Company makes Provident Fund and Employee State Insurance Scheme contributions which are defined contributions plans, for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company has recognised following amounts as contributions in the statement of profit and loss as part of contribution to provident fund and other funds in Note 21 Employee benefits expenses.

Contribution to PF : ₹ 46.26 lakhs (Previous Year ₹ 97.92 lakhs)

Contribution to ESIC : ₹ 0.04 lakhs (Previous Year ₹ 0.56 lakhs)

**Post employment defined benefit plans:**

Gratuity Plan (Included as part of contribution to provident fund and other funds in Note 21 Employee benefits expense): The Company makes annual contributions to the Employee's Group Gratuity Assurance Scheme administered by the Life Insurance Corporation of India ('LIC'), a funded defined benefit plan for qualifying employees. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to fifteen days salary payable for each completed year of service or part thereof in excess of six months. Vesting occurs on completion of five years of service.

The following table sets out the funded status of the gratuity plan and amount recognised in the financial statements.

(₹ in lakhs)

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
<b>I. Change in defined benefit obligation during the year:</b>		
Present Value of defined benefit obligation at the beginning of the year	281.30	387.45
Interest Cost	19.60	28.48
Current Service Cost	24.54	35.73
Benefits Paid	(18.19)	(44.07)
Actuarial (gain) / loss on obligations	35.88	17.58
Obligation transferred	(109.25)	(143.87)
<b>Present Value of defined benefit obligation at the end of the year</b>	<b>233.88</b>	<b>281.30</b>
<b>II. Change in fair value of plan assets during the year:</b>		
Fair Value of the plan asset at the beginning of the year	196.95	285.81
Expected return on plan assets	13.96	21.00
Contributions	31.50	14.78
Benefits paid	(18.19)	(44.07)
Obligation transferred	(109.25)	(93.23)
Actuarial gain/ (loss) on plan assets	59.52	12.66
<b>Fair value of plan assets at the end of the year</b>	<b>174.49</b>	<b>196.95</b>
<b>Excess of obligation over plan assets</b>	<b>(59.39)</b>	<b>(84.35)</b>
<b>III. Components of employer's expense</b>		
Current service cost	24.54	35.73
Interest cost	19.60	28.48
Expected return on plan assets	(13.96)	(21.00)
Net actuarial (gain) / loss recognized	(23.64)	4.92
<b>Total expense / (credit) recognised in the Statement of Profit and Loss</b>	<b>6.54</b>	<b>48.13</b>
<b>IV. Actual return on plan assets</b>	<b>73.48</b>	<b>33.66</b>
<b>V. Composition of Plan Assets as at the end of the year</b>		
Insurer Managed Funds	174.49	196.95
Fund is managed by LIC of India as per IRDA guidelines, category wise composition of planned asset is not available		
<b>Total</b>	<b>174.49</b>	<b>196.95</b>
<b>VI. Actuarial assumptions</b>		
Discount rate	6.57%	7.09%
Salary escalation rate	7.50%	7.50%
Expected rate of return on plan assets	6.57%	7.09%
Attrition rate	For service 4 yrs. & Below 24.00% p.a. & 10.00% p.a. thereafter	For service 4 yrs. & Below 24.00% p.a. & 10.00% p.a. thereafter
Mortality rates	Indian Assured Lives Mortality 2012-14 (Ultimate)	Indian Assured Lives Mortality 2012-14 (Ultimate)

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**Notes forming part of the financial statements for the year ended March 31, 2025****VIII. Sensitivity Analysis**

Description	Year Ended 31.03.2025	Year Ended 31.03.2024
*Projected Benefit Obligation on Current Assumptions	23,387,998	28,130,226
Delta Effect of +1% Change in Rate of Discounting	(1,354,266)	(1,640,218)
Delta Effect of -1% Change in Rate of Discounting	1,509,183	1,832,124
Delta Effect of +1% Change in Rate of Salary Increase	1,559,987	1,905,690
Delta Effect of -1% Change in Rate of Salary Increase	(1,426,997)	(1,738,298)
Delta Effect of +1% Change in Rate of Employee Turnover	(64,704)	(29,510)
Delta Effect of -1% Change in Rate of Employee Turnover	68,438	29,886

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

**IX. Maturity Analysis of Projected Benefit Obligation: From the Fund**

Projected Benefits Payable in Future Years From the Date of Reporting	Year Ended 31.03.2025	Year Ended 31.03.2024
1st Following Year	3,218,779	3,518,881
2nd Following Year	2,166,748	2,752,775
3rd Following Year	2,141,114	2,690,833
4th Following Year	2,077,641	2,625,927
5th Following Year	2,014,483	4,375,827
Sum of Years 6 To 10	12,303,948	12,716,157
Sum of Years 11 and above	13,644,206	18,965,020

The expected rate of return on plan assets is based on expectation of the average long term rate of return expected to prevail over the estimated term of the obligation on the type of the investments assumed to be held by LIC, since the fund is managed by LIC.

The estimate of future salary increases, considered in actuarial valuation, takes into account the inflation, seniority, promotion, increments and other relevant factors, such as supply and demand in the employment market.

The Company expects to contribute ₹ 79.74 lakhs to the plan assets in the immediate next year.

**35 Stock Based Compensation**

During the financial year 2022 - 23, the company pursuant to approval by the shareholders in the Extra Ordinary Annual General Meeting, has authorized the Board to introduce, offer, issue, and provide share-based incentives to eligible employees of the Company, its subsidiary and holding/parent company under the Ticker Limited - Employee Stock Option Scheme (ESOS)-2021 Plan at a price of ₹ 3/- to eligible employees.

**Details of the Option**

Schemes	Grant Date	No. of Options Granted	Exercise Price in ₹	Vesting Period
ESOS 2021	May 18, 2022	49,014,750	3.00	18.05.2022 - 17.05.2023
			3.00	18.05.2023 - 17.05.2024
			3.00	18.05.2024 - 17.05.2025
ESOS 2021	September 21, 2022	975,400	3.00	21.09.2022 - 20.09.2023
			3.00	21.09.2023 - 20.09.2024
			3.00	21.09.2024 - 20.09.2025

Each option entitles the holder to exercise the right to apply for and seek allotment of one equity share of ₹ 1/- each. The options shall vest in three installments of 30%, 30% and 40% at the end of 1st year, 2nd year and 3rd year respectively from the date of the grant and can be exercised within three months from vesting of options or as may be determined by the Remuneration and Compensation Committee.

The particulars of the options granted, lapsed and cancelled under aforementioned schemes are as follows:

Particulars	No of Options	
	Year Ended 31.03.2025	Year Ended 31.03.2024
Options outstanding as at the beginning of the year	47,064,100	49,521,900
Options granted during the year	-	-
Options exercised during the year	(19,446,980)	(1,219,025)
Options lapsed / forfeited / cancelled during the year	(1,739,270)	(1,238,775)
Options outstanding as at the year-end	25,877,850	47,064,100
Options exercisable as at the year-end	7,781,230	13,778,020

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model. The inputs to the model include the share price at date of grant, exercise price, expected volatility, expected dividends, expected term and the risk free rate of interest. The company recorded an employee compensation cost of ₹ 29.43 Lakhs (Previous Year 87.90) in the Statement of Profit and Loss





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**Notes forming part of the financial statements for the year ended March 31, 2025****36 Related Party Disclosure:****(I) Names of related parties and nature of relationship:****(i) Entities whose control exists (Holding Company)**

63 moons technologies limited

**(ii) Entities in which control exists (Subsidiary)**

3.0 Verse Limited

Three O Verse Global IT Services L.L.C.

Ticker Data Limited

**(iii) Fellow Subsidiary**

Financial Technologies Communications Limited

63SATS CyberTech Limited

**(iv) Promoter / Promoter Group, relatives of Promoter and Entity over which Promoter and relative of Promoter can exercise significant influence:**

1 Mr. Manjay Shah

**(v) Key Management Personnel (KMP) as per Ind AS 24****(a) Executive directors :**

- |                     |   |
|---------------------|---|
| 1 Mr. Joseph Massey | : Managing Director & CEO                     |
| 2 Mr. Rushabh Shah  | : Whole-time Director (Upto March 11, 2024)   |
| 3 Mr. Nimish Shukla | : Whole-time Director (Upto January 31, 2025) |
| 4 Mr. Mayur Poddar  | : Whole-time Director (Upto August 31, 2024)  |

**(b) Chief Financial Officer :**

- |                     |                           |
|---------------------|---------------------------|
| 1 Mr. Rakesh Gandhi | : Chief Financial Officer |
|---------------------|---------------------------|

**(c) Company Secretary :**

- |                        |   |
|------------------------|---|
| 1 Aditya Dhanesh Shah  | : Company Secretary (w.e.f. February 06, 2023 upto April 26, 2023)    |
| 2 Ms. Chaitali Pansari | : Company Secretary (w.e.f. September 05, 2023 upto October 20, 2023) |
| 3 Mr. Sunil Laad       | : Company Secretary (w.e.f. November 03, 2023)                        |

**(c) Non-executive directors :**

- 1 Justice Deepak Verma (Retd.)
- 2 Mr. R. B. Barman
- 3 Mr. Mukesh Joshi
- 4 Mr. Ghanshyam Dass (Upto April 30, 2024)
- 5 Mr. R. Vaidyanathan (Upto April 30, 2024)
- 6 Mr. A. Nagarajan (Upto April 30, 2024)
- 7 Mr. P. R. Ramesh
- 8 Mr. Madan Lal Sharma (Upto April 30, 2024)
- 9 Ms. Vijaya Gupta
- 10 Mr. Rushabh Shah (w.e.f. March 12, 2024)
- 11 Mr. Mayur Poddar (w.e.f. September 01, 2024)
- 12 Mr. Nimish Shukla (w.e.f. February 01, 2025)

**II. Details of transactions with subsidiaries during the year ended 31st March, 2025 and balances outstanding as at 31st March, 2025****(a) Party-wise details of transactions with holding company:**

Sr. No.	Particulars	( ₹ in lakhs)	
		Year Ended 31.03.2025	Year Ended 31.03.2024
1	Expenses Charged to the company		
	Managed Services	-	19.85
	Rent and amenties	78.39	122.82
2	Other reimbursement charged to the company	28.54	94.77
3	Other reimbursement charged by the company	-	5.72

Sr. No.	Particulars	( ₹ in lakhs)	
		As at 31.03.2025	As at 31.03.2024
1	Trade payables	495.24	743.89

**Ticker Limited**

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**Notes forming part of the financial statements for the year ended March 31, 2025****III. Transactions with Key Managerial Personnel (KMP), relatives of KMP and Entity over which KMP and relative of KMP can exercise significant influence:**

(₹ in lakhs)

Sr. No.	Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
a)	<b>Key Managerial Personnel (Executive Directors, Chief Financial Officer and Company Secretary)</b>		
	<b>Remuneration</b>		
	Short-term employee benefits**	331.05	455.19
	Post-employment benefits*		
	Other long-term benefits		
	* Post-employment benefits which are actuarially determined on overall basis are not included.		
b)	<b>Key Management Personnel (Non-executive directors)</b>		
	Director Sitting Fees	52.00	86.00
	Director Remuneration**	26.65	150.00

\*\* Includes perquisite value of ESOP as per Income Tax Act, 1961

**IV. Transactions with Promoter / Promoter Group, relatives of Promoter and Entity over which Promoter and relative of Promoter can exercise significant influence:**

(₹ in lakhs)

Sr. No.	Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
a)	<b>Promoter / Promoter Group, Relative of Promoter Group (Excluding KMP)</b>		
	<b>Remuneration</b>		
	Short-term employee benefits	227.22	227.24
	Post-employment benefits*		
	Other long-term benefits		
	* Post-employment benefits which are actuarially determined on overall basis are		

**IV. Transactions with Fellow Subsidiary v.i.z. Financial Technologies Communications Limited**

(₹ in lakhs)

Sr. No.	Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
1	Expenses Charged to the company	-	6.51

**V. Transactions with Fellow Subsidiary v.i.z. 63SATS CyberTech Limited**

(₹ in lakhs)

Sr. No.	Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
1	Expenses Charged to the company	0.83	-

(₹ in lakhs)

Sr. No.	Particulars	As at 31.03.2025	As at 31.03.2024
1	Trade payables	0.90	-

**VI. Transactions with Subsidiary v.i.z. 3.0 Verse Limited**

(₹ in lakhs)

Sr. No.	Particulars	Year Ended 31.03.2025	Year Ended 31.03.2023
1	Income from software services	18.00	18.00
2	Managed Services	9.00	9.00
3	Reimbursement of expenses charged to the company	11.91	7.51
4	Investment made during the year	1,500.00	-

(₹ in lakhs)

Sr. No.	Particulars	As at 31.03.2025	As at 31.03.2024
1	Trade Receivable	-	30.06
2	Other receivable	0.53	0.63

**VII. Transactions with Foreign Subsidiary v.i.z. Three O Verse Global IT services L.L.C.**

(₹ in lakhs)

Sr. No.	Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
1	Income from software services	40.99	16.67
2	Investment made during the year	2,705.66	773.49

**VIII. Transactions with Subsidiary v.i.z. Ticker Data Limited**

(₹ in lakhs)

Sr. No.	Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
1	Investment made during the year	1,500.00	510.00
2	Investment made through Slump Sale	-	2,159.00
3	Other reimbursement charged by the company	-	93.97
4	Other reimbursement charged to the company	-	120.96

(₹ in lakhs)

Sr. No.	Particulars	As at 31.03.2025	As at 31.03.2024
1	Other receivable	212.25	5.03

**Ticker Limited**

(formerly TickerPlant Limited)

**Notes forming part of the financial statements for the year ended March 31, 2025****37 Ratios**

The following are analytical ratios for the year ended March 31, 2025 and March 31, 2024

Particulars	Numerator	Denominator	March 31, 2025	March 31, 2024	Variance
Current Ratio	Current assets	Current liabilities	15.40	1.96	684.43%
Trade receivables turnover ratio	Revenue	Average Trade Receivable	9.33	10.49	-11.06%
Trade payables turnover ratio	Purchases of services and other expenses	Average Trade Payables	1.91	28.70	-93.34%
Net capital turnover ratio	Revenue	Working Capital	0.01	1.46	-99.32%
Return on Investment(ROI)	Income generated from investments	Time weighted average investments	6.89%	5.85%	17.78%
Debt – Equity Ratio	Total Debt	Shareholder's Equity	Not applicable as the Company does not have Debt		
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	Not applicable as the Company does not have Debt		
Return on Equity (ROE)	Net Profits after taxes	Average Shareholder's Equity	Not applicable as the Company does not have Net Profit		
Net profit ratio	Net profit	Revenue	Not applicable as the Company does not have Net Profit		
Return on capital employed (ROCE)	Earning before interest and taxes	Capital Employed	Not applicable as the Company does not have EBIT		

**38 Other Statutory Information**

1. The Company is not classified as wilful defaulter.
2. The Company does not have any charges or satisfaction, which is yet to be registered with Registrar of Companies, beyond the statutory period.
3. The Company doesn't have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 such as, search or survey.
4. The Company has not traded or invested in crypto currency or virtual currency during the year.
5. The Company does not have any Benami property and further, no proceedings have been initiated or are pending against the Company, in this regard.
6. The Company did not have any transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.
7. The Company has not advanced or loan or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities (Intermediaries) with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the company (Ultimate Beneficiaries).
8. The Company has not received any fund from any parties (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

39 Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification / disclosure

In terms of our report attached

**For Hiren Buch Associates**

Chartered Accountants

(Firm's Registration No.116131W)

by the hand of

*Sandeep Chaturvedi*

**Sandeep Chaturvedi**  
Partner  
Membership No: 154248



Place : Mumbai  
Date: May 16, 2025

**For and on behalf of the Board**

*Joseph Massey*

**Joseph Massey**  
Managing Director and CEO  
DIN:00043586

*Sunil Laad*

**Sunil Laad**  
Company Secretary

*Nimish Shukla*

**Nimish Shukla**  
Whole Time Director  
DIN: 09428299

*Rakesh Gandhi*

**Rakesh Gandhi**  
Chief Financial Officer

