SECURING DIGITAL LIFE

Annual Report 2025-26

63 moons®

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Venkat Chary (IAS, Retd.)
Chairman, Non-Executive Director

Justice Deepak Verma (Retd.)
Independent Non-Executive Director

Mrs. Chitkala Zutshi (IAS, Retd.)
Independent Non-Executive Director

Mr. Kanekal Chandrasekhar
Independent Non-Executive Director

Mr. Maheswar Sahu (IAS, Retd.)
Non-Executive Director

Mr. Sunil Shah
Non-Executive Director

Mr. Devender Singh Rawat
Non-Executive Director

Mr. Satyananda Mishra (IAS, Retd.)*
Govt. Nominee Director

Dr. Malini Vijay Shankar (IAS, Retd.)*
Govt. Nominee Director

Mr. Parveen Kumar Gupta*
Govt. Nominee Director

Mr. S. Rajendran
Managing Director & CEO

Mr. Devendra Agrawal
Whole-time Director & CFO

*Appointment of Nominee Directors by Ministry of Corporate Affairs has been stayed by the Hon'ble Supreme Court vide its order dated 9th March 2022.

REGISTERED OFFICE

63 moons technologies limited
Shakti Tower- II, 4th Floor, Premises-J, 766,
Anna Salai, Chennai - 600 002,
Tamilnadu, India.
T: +91 44 4395 0850/51
F: +91 44 4395 0899

CORPORATE OFFICE

63 moons technologies limited
FT Tower, CTS No. 256 & 257, Suren Road, Chakala,
Andheri (East), Mumbai - 400 093, Maharashtra, India.
T: +91 22 6686 1010
F: +91 22 6725 0257
info@63moons.com
www.63moons.com
CIN: L29142TN1988PLC015586

AUDITORS

Chaturvedi Sohan & Co.
Chartered Accountants

SHARE TRANSFER AGENTS

KFin Technologies Limited
Selenium Tower- B, Plot No. 31 & 32, Gachibowli,
Financial District, Nanakramguda, Serilingampally,
Hyderabad – 500 032, Telangana, India.
einward.ris@kfintech.com
www.kfintech.com

BANKERS

Axis Bank Limited
HDFC Bank Limited
Union Bank of India
Kotak Mahindra Bank Limited
ICICI Bank Limited

CONTENT

SECURING DIGITAL LIFE

Human progress has always depended on trust. From physical infrastructure to financial systems and now to digital ecosystems, every era of expansion has required a corresponding architecture of protection.

Technology is now embedded in how we communicate, transact, work and access essential services. As digital and physical life increasingly converge, the opportunities are immense but so are the risks.

Cyber threats have evolved from isolated attacks into intelligent, continuous and increasingly personalised risks. Artificial intelligence has made them faster, more adaptive and harder to anticipate. At the same time, technology is reshaping defence, enabling cybersecurity systems that can detect, respond and adapt in real time.

Cybersecurity can no longer remain confined to governments, institutions or enterprises. Every individual participating in the digital economy is now part of an interconnected ecosystem and therefore part of its expanding attack surface.

A malicious link, a fraudulent call, a compromised application or an unsafe transaction can threaten not only information, but also identity, privacy, savings and trust.

The attack surface is no longer merely institutional.

It is personal.

For 63 moons technologies limited, this evolution is the natural progression of a technological journey spanning more than two decades.

We have built and operated platforms where reliability, precision, resilience and trust are non-negotiable. Our technology has supported critical financial infrastructure and institutional workflows where continuity is essential and failure is not an option.

This foundation has shaped how we approach technology not merely as a product or service, but as trusted infrastructure that must remain dependable under pressure, scalable by design and secure at its core.

Over time, this capability extended into cybersecurity through the 63SATS ecosystem.

CyberDome brings advanced cybersecurity capabilities to governments and critical national infrastructure. CSF—Cyber Security Force—extends this protection across enterprise digital ecosystems through comprehensive and continuous defence.

Yet, as the digital ecosystem expanded, the next evolution became clear.

Protection had to move beyond infrastructure and enterprises.

It had to reach the individual.

CYBX – the world's first cybersecurity super app with embedded insurance – represents this decisive extension of our cybersecurity journey and our entry into the consumer domain. It translates capabilities developed across the 63SATS ecosystem into a platform designed to protect everyday digital life.

By combining intelligent threat detection, real-time safeguards, privacy-focused controls and embedded protection, CYBX seeks to make advanced cybersecurity accessible to every individual navigating the digital world.

This is not a departure from our past.

It is the culmination of it.

The same technological discipline that enabled us to support mission-critical financial infrastructure is now being applied across the spectrum of digital protection—from national infrastructure and enterprises to individual devices, identities, communications and transactions.

- CyberDome protects critical infrastructure.

- CSF protects the enterprise.

- CYBX protects the individual.

Together, they represent a unified philosophy: cybersecurity must be continuous, intelligent and present wherever digital risk exists.

The evolution of 63 moons has always been guided by the ability to anticipate what comes next and to build the technological architecture required before the future fully arrives.

As digital and physical life become inseparable, cybersecurity can no longer be limited to protecting systems, networks or transactions in isolation.

It must protect the individual's entire digital existence.

The next frontier is clear.

It is securing digital life.

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Letter From

CHAIRMAN'S DESK

DEAR SHAREHOLDERS,

It gives me great pleasure to present this year's Letter from the Chairman's Desk. Every annual report marks a defining milestone in your Company's journey. From being **Indomitable** in the face of challenges, to **Expanding Horizons** through emerging technologies, and remaining **Unflinching** as we entered a transformative new chapter, each theme has reflected a defining stage in our evolution.

This year, our focus is **"Securing Digital Life."** It marks the natural progression of that journey. Having built with strength, grown with conviction, and remained unflinching through change, we now turn our attention to a responsibility that will define the future. As technology becomes increasingly woven into every aspect of our lives, securing the digital world is no longer simply an opportunity. It is an imperative.

Today, our digital lives are inseparable from our everyday lives. We bank, communicate, work, learn, invest, and access essential services through connected devices that have become extensions of our identity. As this digital ecosystem continues to expand, so does the need to protect it. We believe the future will belong to organisation's that build trust alongside technology, and this conviction continues to guide every step your Company takes.

During the year, your Company continued to strengthen its technological capabilities while expanding the digital infrastructure that underpins our businesses. Across Web3, Artificial Intelligence, Blockchain, LegalTech, and Cybersecurity, our focus has remained unwavering: to develop intelligent, scalable solutions that solve meaningful challenges while creating sustainable value for our shareholders.

Among these, Cybersecurity has emerged as one of the defining priorities of our time. Through **63SATS**, your Company is building a comprehensive cybersecurity ecosystem designed to safeguard individuals, enterprises, and critical infrastructure against an increasingly sophisticated threat landscape.

Following the successful path established by **Cyber Security Force (CSF)** for enterprises and **Cyberdome** for critical infrastructure, we have extended this vision to every Indian citizen through **CYBX**. More than a consumer-facing cybersecurity super app, CYBX reflects our belief that digital security should be simple, proactive, and accessible to all. By securing the smartphone,

VENKAT CHARY
Chairman

now the primary gateway to an individual's digital life, CYBX aims to strengthen the confidence of every Indian as they embrace an increasingly connected future. It is another important step towards building a nation where digital progress is founded on trust.

Beyond Cybersecurity, your Company continues to advance its broader vision across emerging technologies, consistently investing in innovation that enables a safer, smarter, and more connected digital ecosystem. Every initiative we undertake is guided by a common purpose: to harness technology responsibly while creating enduring value for society and our shareholders.

These achievements are a reflection of the remarkable people who power your Company. Their expertise, passion, and unwavering commitment continue to transform ambitious ideas into meaningful innovation. I extend my sincere appreciation to every member of our team whose dedication has strengthened our foundation and accelerated our growth.

Above all, I thank you, our shareholders, for your enduring trust and confidence. Your support has enabled us to pursue long-term innovation while remaining steadfast in our commitment to building technologies that create lasting impact. It is this trust that inspires us to think beyond today's opportunities and prepare for tomorrow's possibilities.

As digital adoption accelerates across every aspect of society, securing digital life will become one of the defining responsibilities of our generation. Your Company is well positioned to lead this transformation with purpose, innovation, and responsibility.

In the years ahead, technology will continue to redefine how we live, work, and connect. Our responsibility is to ensure that every digital advancement is accompanied by greater trust, greater resilience, and greater security. That, to us, is the true meaning of **Securing Digital Life**.

Thank you for your continued support.

VENKAT CHARY
Chairman
63 moons technologies limited

Message From

MANAGING DIRECTOR & CEO

DEAR SHAREHOLDERS,

The year 2025-26 marked another important phase in your Company's transformation into a technology-led enterprise focused on securing the digital economy. As digital adoption accelerates across industries and everyday life, our priority has been to build technology platforms that combine innovation with resilience, enabling individuals, enterprises, and institutions to participate in the digital world with greater confidence.

This year's theme, "Securing Digital Life," reflects the responsibility that accompanies technological progress. As India advances towards becoming one of the world's largest digital economies, trust and security will be fundamental to sustaining this transformation. Guided by this vision, your Company continues to strengthen its capabilities across Cybersecurity, Exchange Technology, Risk Solutions, LegalTech, Artificial Intelligence, Blockchain, and Web3.

REVIEW OF BUSINESS VERTICALS

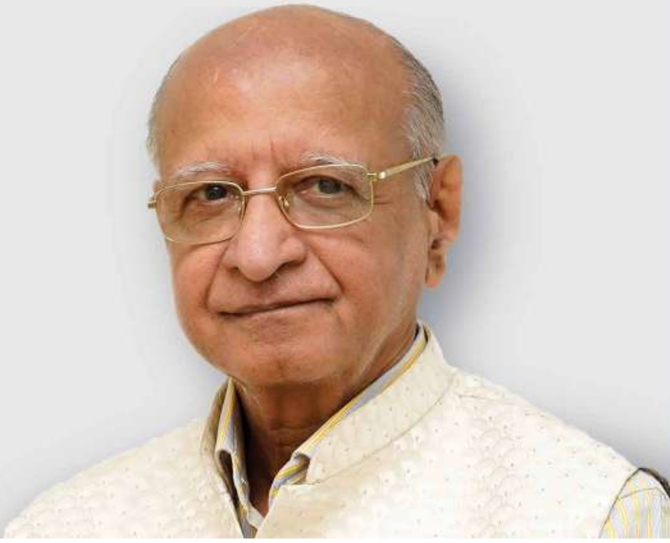
We give below an overview of the business verticals that continue to strengthen your Company's position as a trusted technology partner.

- **63SATS**

As digital adoption accelerates, cybersecurity has become an essential layer of everyday digital life. Recognising this shift, your Company continues to strengthen 63SATS as a comprehensive cybersecurity ecosystem designed to protect critical infrastructure, enterprises, and individuals. Through Cyberdome, your Company delivers defence-grade cybersecurity solutions for mission-critical public infrastructure. Cyber Security Force (CSF) continues to help enterprises proactively defend against an increasingly sophisticated threat landscape.

Building on this strong foundation, your Company has extended this vision to every Indian citizen through CYBX, our consumer cybersecurity platform. By securing the smartphone, the primary gateway to an individual's digital life, CYBX combines intelligent threat detection, secure communications, identity protection, embedded insurance, and real-time cyber risk intelligence within a single integrated platform.

Together, Cyberdome, CSF, and CYBX establish 63SATS as a holistic cybersecurity ecosystem that protects national infrastructure, enterprises, and citizens alike. Our vision is to strengthen confidence



S. RAJENDRAN
Managing Director & CEO

in every digital interaction and contribute meaningfully to a safer digital India. This vertical is run by 63SATS, a subsidiary Company.

• **Exchange Technology Solutions**

The Exchange Technology Division continues to provide reliable, scalable, and mission-critical technology solutions to its client, **Metropolitan Stock Exchange of India Ltd.**, supporting seamless exchange operations and large trading volumes. Leveraging decades of domain expertise, the Division continues to enhance its marketplace technology capabilities while exploring opportunities to deploy its proven technology platforms across newer market segments, creating long-term value through innovation and operational excellence.

• **Risk Solutions**

The Risk Solutions Division continues to strengthen its enterprise software portfolio for regulators, central banks, housing finance institutions, and the broader Banking, Financial Services, and Insurance (BFSI) sector. During the year, the Division further enhanced its flagship platforms, **DataCollector** and **Riskalculator**, with intelligent workflow capabilities and advanced analytics while progressively integrating Artificial Intelligence, Machine Learning, and Blockchain technologies.

DataCollector continues to evolve as a comprehensive enterprise information and workflow management platform, enabling organisations to streamline data collection, validation, compliance, and decision-making. Riskalculator remains a robust risk computation and regulatory compliance solution, supporting financial institutions with accurate, scalable, and efficient risk management capabilities.

• **QiLegal**

QiLegal continues to evolve as your Company's integrated LegalTech platform, bringing together intelligent digital solutions designed to modernise India's legal ecosystem. Just as cybersecurity builds trust in digital interactions, QiLegal seeks to strengthen trust in the administration of justice through technology through its cloud-based platform, AI-enabled capabilities, and integrated suite of legal practice management solutions.

THE ROAD AHEAD

The next decade of digital transformation will not be defined solely by innovation. It will be defined by trust.

We have spent decades building mission-critical technology platforms for financial markets, regulators, and enterprises. Today, we are applying that expertise to one of the defining opportunities of our time and building the trust infrastructure for the digital economy.

With the continued evolution of 63SATS and our other broader portfolio of technology platforms, we remain committed to developing secure, intelligent, and scalable solutions that empower individuals, strengthen enterprises, support national infrastructure, and create long-term value for our stakeholders.

As the digital economy continues to expand, your Company will remain steadfast in its commitment to developing technologies that make this growth safer, more trusted, and more inclusive.

Because Securing Digital Life is not merely this year's focus. It is the future we are building.

S. RAJENDRAN

Managing Director & CEO

63 moons technologies limited

BOARD OF DIRECTORS

VENKAT CHARY (IAS, RETD.)

Chairman - Non-Executive Director

Mr. Venkat Chary is the Chairman, Non-Executive Director of 63 moons technologies limited (the Company). He has been associated with the Company since October 2013. After serving for two terms as an Independent Director on the Board of the Company, he was appointed as Non-Executive Director w.e.f. 23rd September, 2021. He was the FMC approved Independent Director and Chairman, Multi Commodity Exchange (MCX), India's No.1 commodity futures exchange and the very first exchange in India to be listed on a stock exchange. He was the first Chairman, Indian Energy Exchange (IEX), India's 1st power exchange, and former Member, Advisory Board, Metropolitan Stock Exchange of India Limited (formerly MCX-SX).

Earlier, he was a member of the Indian Administrative Service (IAS). While in the IAS, he was the Secretary, Maharashtra State Electricity Board, General Manager, Bombay Electric Supply & Transport Undertaking (BEST), Divisional Commissioner (Bombay and Konkan), Municipal Commissioner, Greater Mumbai Municipal Corporation, Joint Secretary & Industries Commissioner, Maharashtra, Secretary to the Chief Minister of Maharashtra, Finance Secretary, Planning Secretary, Home Secretary and officiating Chief Secretary of Government of Maharashtra, in Mumbai. He was Chairman, Forward Markets Commission, the country's commodity regulator, and Deputy Director of the prestigious Lal Bahadur Shastri National Academy of Administration, Mussoorie, Government of India, and post-retirement, Member, Maharashtra Electricity Regulatory Commission, the State's electricity regulator. During his career in the IAS, Mr. Chary has also been Chairman, Vice-Chairman, MD and CEO, and Government Director on as many as 15 Central and State Government public sector companies.

While working with the Government of India, Cabinet Secretariat, in New Delhi, Mr. Chary was deputed in 1972 for doing a post-graduate Diploma in Economics and Finance at the 'Ecole National d'Administration' or ENA, the elite training institution for French senior civil servants. In 1978-79, he did another specialized course on International Economic Relations at the same institution.

Mr. Chary is a Governor's nominee on the Indian Red Cross Society (Maharashtra Chapter), is a Member of the Advisory Board of 'One India One People Foundation' (the Foundation brings out a niche monthly magazine and conducts constructive activities for school students), and a Member of the Directing Committee for the grant of the prestigious Jamnalal Bajaj Awards. He is past-president Indo-French Technical Association, consisting of engineers, scientists (including nuclear scientists), finance experts, etc., who have either studied or worked in France.

Mr. Chary also holds a degree in Law and practices as an Advocate in the Bombay High Court.

He is empanelled with the Indo-French Centre for Mediation and Arbitration, Lyon, France, and can mediate in disputes between Indian and French Companies.

JUSTICE DEEPAK VERMA (RETD.)

Independent Non-Executive Director

Justice Deepak Verma (Retd.) has been associated with the Company since December 2016 and has been an Independent Director on the Board of the Company since March 2017. He is an Arts Graduate with a B.A. from St. Aloysius College, Jabalpur. He completed L.L.B. from Jabalpur University. He is a former Judge of the Supreme Court of India. Justice Verma has four decades of rich experience in various judicial positions. He held senior positions including Judge of the Supreme Court of India, Chief Justice of the Rajasthan High Court, Judge of the High Court of Madhya Pradesh, Judge of the Karnataka High Court, Bangalore.

Mr. Verma was additionally appointed as Welfare Commissioner, Bhopal Gas Victims, to disburse the amount of compensation to the Gas Victims of Bhopal. Almost all the victims have been awarded compensation during his tenure except for those who were not traceable despite notices.

CHITKALA ZUTSHI (IAS, RETD.)

Independent Non-Executive Director

Ms. Chitkala Zutshi has been associated with the Company since December 2016 and has served as an Independent Director on the Board of the Company since March 2017. She holds a postgraduate degree in Sociology from the University of Rajasthan. She retired from the Indian Administrative Service (IAS) with four decades of experience in diverse fields.

She held various posts with the Government of India and the Government of Maharashtra including Additional Chief Secretary, Home Department, Government of Maharashtra; Principal Secretary, Finance Department, Government of Maharashtra; Projects Chief with the Ministry of Textiles, Government of India; Member of the Maharashtra Water Resources Regulatory Authority, a statutory body. She has led Government delegations to the US, UK, Canada, Australia, France, Japan and about 40 other countries.

KANEKAL CHANDRASEKHAR

Independent Non-Executive Director

Mr. Kanekal Chandrasekhar has been associated with the Company since September 2017. Initially, he held the position of Non-Executive, Non-Independent Director. Subsequently, to comply with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 w.r.t. number of Independent Directors on the Board, he was appointed as Independent Director w.e.f. 18th September, 2021. On completion of his first term, he was re-appointed as Independent Director for a second term of 5 consecutive years at the 35th AGM of the Company held in September 2023. Mr. Kanekal Chandrasekhar is an accomplished and multifaceted professional with demonstrated capabilities in corporate planning and driving marketing strategy. With his vast experience of over three decades in the banking sector, Mr. Chandrasekhar has expertise in revenue maximization, resource management and financial as well as administrative operations in a competitive environment. He also has in-depth knowledge and practical exposure in various departments such as credit, treasury, foreign exchange, agriculture and general administration.

Mr. Chandrasekhar was associated with Union Bank of India for over 34 years and had held various positions including General Manager (MSME) and Field General Manager among others. He has also held directorships in companies such as CIBIL, NABFINS and Ace Derivative and Commodity Exchange Limited. He is also a qualified Insolvency Professional.

MAHESWAR SAHU (IAS, RETD.)

Non-Executive Director

Mr. Maheswar Sahu holds a degree in Electrical Engineering and Master's of Public Administration from University Birmingham, UK.

Mr. Sahu's career span includes more than 22 years of service in Government & in Infrastructure sector in the areas of Strategic Planning, Policy Making and Implementation of Infrastructure Projects. He has more than 10 years of active involvement in Central Government in Industry and Infrastructure sector and has worked for more than 3 years in UN Organizations.

He has worked as a Nominee Director in more than 15 Central/State PSUs and worked as Chairman of more than 8 Corporations dealing with various industries.

His area of specialization includes Strategic Planning, Decision Making, Leadership, Connect & Influence, Coaching, Organization & Institution Building, Large Scale Project Management, Environment Management, Policy Making, and Corporate Social Responsibility.

SUNIL SHAH

Non-Executive Director

Mr. Sunil Shah has been associated with the Company since November 2014 as a Non-Executive Director. He is an Alumni of Indian Institute of Management, Ahmedabad. Mr. Sunil Shah is the Managing Director of Motivation Engineer and Infrastructure Pvt. Ltd. He is also the Chairman of GIS Foundation (Sec 8 Co), Founder Chairman of Gujarat Innovation Society (Trust), Chairman of Vibrant Motivation and Development Foundation (Sec 8 Co). Mr. Shah serves as an Advisor to various Organisations and Educational Institutions. He has served as a mentor at Power of Idea IIM Ahmedabad and Times of India initiative since inception. He is a Guest Speaker on Innovation and Entrepreneurship at Management Institution, Association and at various events both at National and International level. He was Vice President of Ahmedabad Management Association. He has served as Board member of Dr. Baba Saheb Ambedkar Open University and Member at State Innovation.

DEVENDER SINGH RAWAT

Non-Executive Director

Mr. Devender S. Rawat has been associated with the Company since February 2019 as a Non-Executive Director. Mr. Rawat, a Commerce Graduate with MA in Economics started his professional career with the country's regional apex Chamber PHD Chamber of Commerce & Industry in various capacities and as Senior Director served the PHD Chamber for 20 years. He moved to the oldest Apex Chamber ASSOCHAM and served as Assistant Secretary General for two years and thereafter became the CEO & The Secretary General and achieved the distinction of serving ASSOCHAM for the longest period of 14 years. During his tenure, ASSOCHAM service base increased from 400 to 4,50,000 units, established 10 national offices and 27 international offices. Its own building known as ASSOCHAM Global Headquarters was set up in National Capital. He took voluntary retirement in September 2018. Mr. Rawat was on Government Committees of various Ministries and public sectors such as ITPO, NSDC, S&T, GST, etc. Mr. Rawat has travelled globally and addressed various international forums such as UNDP, ILO, UNIDO, etc.

Mr. Rawat is currently associated as President of the CCI India Chamber, Vice Chairman of MSME Export Promotion Council, Chairman of Confederation of Organic Food Producers and Marketing Agencies of India and Vice Chairman of The Foundation for Millennium Sustainable Development Goals. He has brought out a large number of studies and contributed in many publications. He has been interacting at the highest level nationally and internationally.

S. RAJENDRAN

Managing Director & CEO

Mr. S. Rajendran has been associated with the Company since November 2013. He holds the position of MD & CEO of the Company since February 2017. He is a post-graduate in Commerce and a CAIIB, with over four decades of rich experience as a senior banking professional and multi-functional experience covering most areas of commercial banking and Enterprise-wise Risk Management in particular including guiding banks on moving to Advanced Approaches. He has extensive experience in Corporate Credit, Treasury and Investment Management, International Banking, Overseas Expansion, Skill Development and Training, Business Development, Branch banking set-up and operations and Customer Relationship Management, Internal controls, Regulatory Compliance and Audits and Training, Research and Knowledge Management. He had been MD & CEO of Technology Company for more than 4 years engaged in creation of Data Warehouse for Banking Industry.

DEVENDRA AGRAWAL

Whole-time Director & Chief Financial Officer

Mr. Devendra Agrawal has been associated with the Company since 2006. He presently holds the position of Whole-time Director & CFO of the Company since May 2017. Mr. Agrawal is a Chartered Accountant by qualification with around three decades of professional experience in finance, accounts, MIS and taxation. He has a rich experience of working with organizations such as Aditya Birla Group of Companies and Reliance Industries Limited in his past assignments spread over 12 years. Mr. Agrawal is a versatile personality with excellent managerial abilities and human approach.

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DIRECTORS' REPORT

DIRECTORS' REPORT

To,

The Members,

Your Directors present the Thirty-eighth Annual Report of your Company together with the Audited Financial Statements for the year ended March 31, 2026.

FINANCIAL PERFORMANCE

Financial Results Standalone and Consolidated

The financial statements for the year ended March 31, 2026 has been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("Act") read with the Companies (Indian Accounting Standards) Rules, 2015 and the relevant provisions of the 2013 Act, as applicable.

(₹ in lakhs, except per share data)

	Standalone		Consolidated	
Particulars	**Current Year 2025-26**	**Previous Year 2024-25**	**Current Year 2025-26**	**Previous Year 2024-25**
Total Income*	26,671.55	27,425.05	39,495.91	32,692.65
Total Operating expenditure	17,866.52	22,987.31	49,381.89	36,148.58
EBITDA	**8,805.03**	**4,437.74**	**-9,885.98**	**-3,455.93**
Finance costs	82.18	93.85	140.41	105.33
Depreciation/amortization	1,262.62	1,406.14	3,258.92	3,229.59
Profit / (Loss) before exceptional item and tax	**7,460.23**	**2,937.75**	**-13,285.31**	**-6,790.85**
Exceptional Item	11,692.43	-2,150.29	9,598.94	2,349.71
Profit / (Loss) before tax	**19,152.66**	**787.46**	**-3,686.37**	**-4,441.14**
Provision for taxation	1,687.11	192.61	1,611.56	406.70
Profit after Tax/Net Profit for the year	**17,465.55**	**594.85**	**-5,297.93**	**-4,847.84**
Add: Net share of profit / (Loss) of associates	-	-	-91.23	120.75
Add: Net minority interest in profit of subsidiaries	-	-	-3,145.79	-1,410.05
Profit after Tax/Net Profit for the year	**17,465.55**	**594.85**	**-2,243.37**	**-3,317.04**
Earnings per share				
Basic	37.90	1.29	-4.87	-7.20
Diluted	37.90	1.29	-4.87	-7.20

* Includes amounts relating to discontinued operations

RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

Standalone Financials (including discontinued operations)

The total revenue from operations for the year ended March 31, 2026 was at ₹ 10,944.13 lakhs as compared to ₹ 11,816.02 lakhs for the year ended March 31, 2025.

For the year under review, your Company has reported profit before finance cost, depreciation, exceptional items and tax of ₹ 8,805.03 lakhs compared to profit of ₹ 4,437.74 lakhs in the previous year. Profit before tax was ₹ 19,152.66 lakhs compared to ₹ 787.46 lakhs in the previous year.

The net Profit after tax was ₹ 17,465.55 lakhs as compared to profit of ₹ 594.85 lakhs in the previous year.

Consolidated Financials (including discontinued operations)

The consolidated Net loss for the year ended March 31, 2026 was at ₹ 2,243.37 lakhs as against loss of ₹ 3,317.04 lakhs in the previous year ended March 31, 2025. Shareholders' funds as at the year ended March 31, 2026, was at ₹ 3,64,952.24 lakhs as against ₹ 3,43,555.95 lakhs as at March 31, 2025. Shareholders' fund includes non-controlling interest of ₹ 9,768.82 lakhs as compared to ₹2,122.41 lakhs in previous year.

BUSINESS OVERVIEW: FISCAL YEAR 2025-26

The year 2025-26 marked another important phase in your Company's transformation into a technology-led enterprise focused on securing the digital economy. This year your Company's focus is on "Securing Digital Life". During the year, your Company continued to strengthen its technological capabilities while expanding the digital infrastructure that provides the foundation for your Company's business. Across Web3, Artificial Intelligence, Blockchain, LegalTech and Cybersecurity, your Company's focus remained unwavering to develop intelligent, scalable solutions that solve meaningful challenges while creating sustainable value for the shareholders.

Your Company has ventured into new areas through its subsidiary 63SATS Cybertech Limited (63SATS), in the direction of providing Cybersecurity, which is providing an umbrella of Cybersecurity technology solutions across various layers: individual-level, enterprise-level, and government level to combat cyber threats. Your Company is expanding its operations with current tools and by acquiring new technological advancements and is determined to surpass the benchmarks it has set in the past. Your Company's efforts have broadened its horizon during the year by adopting newer technologies in its existing operations and upcoming ventures.

Sale of STP-Gate Business Undertaking:

During the year under review, the sale of STP Gate Business Undertaking was completed on September 09, 2025 on slump sale basis, after fulfilment of all Condition Precedent (CPs).

EXCHANGE TECHNOLOGY BUSINESS

The Exchange Technology division continues to serve to Metropolitan Stock Exchange of India Ltd. It has also made significant stride in developing and deploying Market Place technology software, successfully onboarding new client and generating incremental revenue for the Company. Building on this momentum, the division is exploring and expanding opportunities, with a view to leveraging existing talent for enhanced revenue realisation and sustainable growth in 2025-26 and beyond.

RISK SOLUTIONS

During FY 2025–26, the division significantly strengthened its regulatory technology footprint by onboarding half a dozen Housing Finance Companies (HFCs) onto the regulatory data submission platform developed for the Regulator of (HFCs), underscoring growing market acceptance and reinforcing the platform's position as a reliable backbone for regulatory reporting.

The division also delivered key enhancements for the Regulator of Housing Finance Companies, including the implementation of a Securitization Data Capture Module and a Comparison Module, enabling more robust data capture, validation, and analytical capabilities. These initiatives have materially improved transparency, data consistency, and supervisory efficiency in the securitization domain.

The division played a critical role in supporting the National Financial Regulator by facilitating large-scale data migration to newly established, mission-critical source systems. This engagement ensured seamless transition, strengthened data integrity, and minimized operational disruption in a high-stakes regulatory environment.

Additionally, the division is facilitating a Foreign Bank in the development of a Global data warehouse, aimed at consolidating enterprise-wide data into a unified platform. This initiative is expected to enhance data accessibility, strengthen analytical capabilities, and support more informed, data-driven decision-making on a global scale.

As part of its innovation agenda, the division developed an NLP-based Business Intelligence utility to enable self-service reporting for the Financial Regulators. By leveraging natural language interfaces, the solution enhances accessibility to data insights, accelerates decision-making, and reduces dependency on manual reporting processes.

In line with evolving regulatory priorities on sustainability and governance, the division is actively developing a Business Responsibility and Sustainability Reporting (BRSR) and BRSR core application to facilitate upstream and downstream partner's ESG footprints aligned with global standard practice. The solution is designed to help organizations streamline ESG data capture, ensure compliance, and strengthen transparency in sustainability disclosures.

Collectively, these initiatives position the division as a trusted technology partner to regulators, financial institutions, and market infrastructure entities in driving next-generation data governance, compliance, and digital transformation.

QILEGAL

QiLegal continues to evolve as your Company's integrated LegalTech platform, bringing together intelligent digital solutions designed to modernize India's legal ecosystem. Just as cybersecurity builds trust in digital interactions, QiLegal seeks to strengthen trust in the administration of justice through technology through its cloud-based platform, AI-enabled capabilities, and integrated suite of legal practice management solutions.

ONE-TIME SETTLEMENT (OTS)

As you are aware, during the previous FY 2024-25, National Spot Exchange Limited (NSEL) with the support of your Company i.e. Holding Company 63 moons technologies limited (63 moons) had filed a Scheme of Settlement before the Hon'ble National Company Law Tribunal (NCLT), Mumbai, for a one-time amicable full and final settlement with 5682 traders. The OTS was originally proposed by the NSEL Investors Forum (NIF), an association representing large number of traders. The Hon'ble NCLT has sanctioned the OTS Scheme on November 28, 2025 and your Company is taking necessary steps as advised by the Legal Counsel of the Company.

As per the Scheme of Settlement, an amount of ₹ 1,950 crores shall be paid to 5682 traders in proportion to their outstanding as on July 31, 2024. This settlement would mean closure of Civil legal cases against the Group along with assignment of all rights of traders in favour of 63 moons. Hon'ble NCLT vide its order dated April 8, 2025 had ordered e-voting of the traders on the proposed resolution for approving the Scheme of Settlement. The voting commenced on April 17, 2025 and concluded on May 17, 2025. The Report on results of e-voting submitted by the Scrutinizer and approved by the Chairperson on May 19, 2025 states that a whopping 92.81% of traders in number and 91.35% in value voted in favour of the resolution thereby giving their assent to the Scheme of settlement. This settlement would bring major relief for the traders whose monies were stuck in the NSEL payment crisis which happened in July 2013.

This will be the first-of-its-kind settlement and with support from the Central and the State Government, your Company is confident that the settlement will go through as approved by NCLT.

NEW VISION

Considering digital adoption across industries and everyday life, your Company's priority has been to build technology platforms that combine innovation with resilience enabling individuals and institutions to participate in the digital world with greater confidence. Your Company is vigorously pursuing its strategic vision, directing its renewed energy into pioneering the next generation of technology solutions. 2025-26 saw significant advancements across critical domains particularly in Web3, Artificial Intelligence, Blockchain, LegalTech and Cybersecurity. These achievements are a direct reflection of the dedication and brilliance of our talented team. The people working at 63 moons are truly the driving force behind every innovation, every leap forward, and every successful endeavour we undertake. Their expertise, passion, and unwavering commitment are the bedrock of our progress.

Your Group Company have significantly strengthened the offerings under 63SATS under the robust Cybersecurity solution, developing a comprehensive suite of products, services, and platforms designed to empower individuals, enterprises, and critical infrastructure with the expertise needed to defend against cyberattacks. Our feature-rich solutions include CYBX for direct-to-consumer mobile security, Cyber Security Force (CSF) providing robust defence for enterprises and organisations, and Cyberdome, delivering military-grade solutions for critical public infrastructure. Your Group Company has extended its vision of cybersecurity to every Indian citizen through CYBX the consumer cybersecurity platform. By securing the smartphone, the primary gateway to an individual's digital life, CYBX combines intelligent threat detection, secure communications, identity protection, embedded insurance, and real-time cyber risk intelligence within a single integrated platform.

With the continued evolution of 63SATS and other broader portfolio of technology platforms, your Company remain committed to developing secure, intelligent and scalable solutions that empower individuals, strengthen enterprises, support national infrastructure and create long-term value for the stakeholders. As the digital economy continues to expand, your Company will remain committed for developing technologies that make this growth safer, more trusted and more inclusive.

LEGAL MATTERS

In a civil suit filed by L.J. Tanna Private Limited & Ors. relating to NSEL payment default, the Hon'ble Bombay High Court passed an ad interim order in a Notice of Motion ("NOM") restraining the Company from distributing any dividend or depositing the same in the dividend distribution account as per Companies Act, 1956, until the final hearing and disposal of the NOM. In compliance of the order, the Company has not distributed the final dividend to the shareholders. The Company filed an application pursuant to the Scheme and the said civil suit has been withdrawn with liberty for restoration in terms of the Scheme.

The Union of India, through the Ministry of Corporate Affairs ("MCA") filed a Company Petition before the Company Law Board (now NCLT), inter-alia seeking removal and supersession of the Board of Directors of the Company. As an interim arrangement, the National Company Law Tribunal ("NCLT"), with consent, formed a 5-member committee for certain matters. Upon appeal, the NCLT dismissed MCA's request for the removal and supersession of the entire Board and instead ordered MCA to nominate three directors to the Board which was upheld by the National Company Law Appellate Tribunal ("NCLAT"). The Company filed civil appeal before Hon'ble Supreme Court challenging the orders passed by NCLAT & NCLT. In the interim, Hon'ble Supreme Court granted stay on appointment of nominee directors on the board of the Company. On application by the Company pursuant to the Scheme, the Hon'ble Supreme Court has kept the NCLT and NCLAT orders in abeyance to facilitate implementation of the Scheme.

The Company filed Writ Petitions before the Hon'ble Bombay High Court, challenging the validity of certain Notifications issued under the Maharashtra Protection of Interest of Depositors (in Financial Establishments) Act, 1999 ("MPID Act"). Pursuant to the NSEL One Time Settlement Scheme (OTS) approved by NCLT, Mumbai, vide its order dated November 28, 2025, the Company had filed applications seeking the release of its properties attached under the provisions of MPID Act before the Designated Court. By Order dated July 29, 2026, the Hon'ble MPID Court allowed one of the said applications and directed the release of the Company's assets, subject to the terms and conditions specified therein. The remaining applications are pending for order before the Hon'ble Court.

The Directorate of Enforcement ("ED") attached properties of Company by issuing provisional attachment orders under the Prevention of Money Laundering Act, 2002 ("PMLA") which was confirmed by the Adjudicating Authority. The Appellate Tribunal quashed the provisional attachment orders subject to conditions. Company filed an appeal before the Hon'ble Bombay High Court challenging the conditions in the order of the Appellate Tribunal. ED also filed a cross appeal. Pursuant to the Scheme, an application filed by the Company was allowed by the Hon'ble Bombay High Court by passing an order for release of the attached properties

Except as stated above, no material changes and commitments have occurred after the close of the financial year till the date of this Report, which significantly affects the financial position of the Company.

EXPLANATION TO THE QUALIFICATIONS IN AUDITOR REPORT

A. Audit Report on Standalone Financial Statements

The Management explanation for qualification made by the Statutory Auditors in their Independent Auditors Report dated May 18, 2026 on the Standalone Financial Statements for the year ended March 31, 2026 is as under:

1) With respect to qualification A in Auditors Report, explanation of the Management is as under:

a) The Post July-2013, civil suits have been filed against the Company in relation to the counter party payment default on the exchange platform of NSEL, wherein the Company was also been made a party. In these proceedings certain reliefs have been claimed against the Company, inter-alia, on the ground that the Company is the holding company of NSEL. These matters are pending before the Hon'ble Bombay High Court for adjudication. The Company has always denied the claims and contentions in its reply. There is no privity of contract between the Company and the Plaintiffs therein. The management is of the view that the parties who have filed the Civil Suits would not be able to sustain any claim against the Company. Pursuant to the Scheme, the Company has filed applications for disposal of the said suits. Orders for disposal/dismissal/withdrawal have been passed in respective suits.

b) Pursuant to the payment default on NSEL platform, First Information Report (FIR) was registered against various parties, including the Company, with the Economic Offences Wing, Mumbai (EOW) in connection with the counter party payment default on NSEL platform. After investigation, EOW, filed various charge-sheets in the matter and inter-alia arrayed the Company. The State Government attached various assets of the Company under MPID Act by issuing Gazette Notifications. The matter is pending before the Designated MPID Court. The Company has filed applications for release of its properties pursuant to the Scheme and the same are pending.

c) The SFIO filed a complaint with the Hon'ble Sessions Court under IPC and the Companies Act, against several persons/entities including the Company relating to NSEL payment default. The Company challenged the issuance of process order before the Hon'ble Bombay High Court and the proceedings in the matter has been stayed by the Hon'ble High Court. The matter is pending for hearing before Hon'ble Bombay High Court.

d) The Enforcement Directorate('ED') attached certain assets of the Company vide Provisional Attachment Orders under the provisions of the Prevention of Money Laundering Act, 2002(PMLA). The Hon'ble Appellate Tribunal while quashing the provisional attachment orders imposed certain conditions. The Company filed appeal before the Hon'ble Bombay High Court for the limited purpose for challenging the conditions put by the Hon'ble Appellate Tribunal. The Hon'ble Court was pleased to admit the appeal. ED also filed a cross appeal, which is tagged with the Company's appeal Meanwhile, ED filed a prosecution complaint before the Spl. PMLA Court, Mumbai against the Company and the same is pending for trial. Pursuant to the Scheme an application filed by the Company was allowed by the Hon'ble Bombay High Court by passing an order for the release of attached properties.

e) CBI also filed charge-sheets against various persons and entities including the Company in connection with the counterparty payment default on NSEL platform based on the FIRs filed by the public sector undertakings - PEC Ltd. & MMTC Ltd for alleged loss suffered by PEC Ltd. & MMTC Ltd on NSEL platform and aforesaid cases are pending for trial before the Court.

B. Audit Report on Consolidated Financial Statements

The Management explanation for qualifications made by the Statutory Auditors in their Independent Auditors Reports dated May 18, 2026 on the Consolidated Financial Statements for the year ended March 31, 2026 are as under:

1. With respect to item no. 1 which pertains to the Company refer paragraph (A) above.

2. With respect to item no. 2 which are pertaining to the qualifications made by the Statutory Auditors of a subsidiary viz National Spot Exchange Limited (NSEL) in their Independent Auditors Report on NSEL's Consolidated Financial Statements for the year ended March 31, 2026 which has been reproduced by the Statutory Auditors of the Company (63moons) in their Independent Auditors Report (Auditors Report) dated May 18, 2026 on the Consolidated Financial Statements for the year ended March 31, 2026, the explanation given by the management of NSEL are as under: ("Company" in the response below refer to NSEL)

(i) With respect to qualification 2a in Auditors Report, explanation of NSEL's Management is as under:

NSEL is taking all steps to defend its position, however since all matters are sub-judice, the Company is unable to quantify the impact, if any, of such legal proceedings on the financial statements of the Company. There are no claims/litigations/potential settlements involving the Company directly or indirectly, which may require adjustments in the Consolidated Ind AS Financial Statements.

(ii) With respect to qualification 2b in Auditors Report, explanation of NSEL's Management is as under:

Majority value of the trade and other receivables etc. are under litigation/subject to court orders. Company has already made provision for majority of the values or disclosed the reason for non-provisioning. Company is making full efforts for recovery of the amounts

DIVIDEND

Your Directors have recommended a dividend of ₹ 2/- per share (i.e. 100%) on the face value of ₹ 2/- per share for the F.Y. 2025-26. The distribution of said dividend shall be subject to the approval of shareholders at the forthcoming Annual General meeting and appropriate judicial orders.

As the Shareholders are aware, the following dividends are pending for distribution due to the Hon'ble Bombay High Court order dated September 30, 2015 in Notice of Motion no. 1490 of 2015 in Suit no. 121 of 2014 – L.J. Tanna Shares & Securities Pvt. Ltd. and Ors., Vs. Financial Technologies (India) Limited inter-alia directed that pending hearing and final disposal of Notice of Motion "FTIL shall not distribute any dividend amongst its shareholders and shall also not deposit any amount in compliance with Section 123 sub - clause (iv) of the Companies Act, 1956", (to be read as Companies Act, 2013):

a. The final dividend of ₹ 5/- per share for the FY 2014-15, approved by the shareholders at the Annual General Meeting held on September 30, 2015.
b. Payment of ₹ 2/- per share for FY 2016-17 approved by the shareholders at the 29th AGM held on September 27, 2017, is pending subject to appropriate judicial orders.
c. Payment of ₹ 2/- per share for FY 2017-18 approved by the shareholders at the 30th AGM held on September 27, 2018, is pending subject to appropriate judicial orders.
d. Payment of ₹ 2/- per share for FY 2018-19 approved by the shareholders at the 31st AGM held on September 18, 2019, is pending subject to appropriate judicial orders.
e. Payment of ₹ 2/- per share for FY 2019-20 approved by the shareholders at the 32nd AGM held on December 09, 2020, is pending subject to appropriate judicial orders.
f. Payment of ₹ 2/- per share for FY 2020-21 approved by the shareholders at the 33rd AGM held on September 18, 2021, is pending subject to appropriate judicial orders.
g. Payment of ₹ 2/- per share for FY 2022-23 approved by the shareholders at the 35th AGM held on September 27, 2023, is pending subject to appropriate judicial orders.
h. Payment of ₹ 2/- per share for FY 2023-24 approved by the shareholders at the 36th AGM held on September 27, 2024, is pending subject to appropriate judicial orders.
i. Payment of ₹ 1.20 per share for FY 2024-25 approved by the shareholders at the 37th AGM held on September 24, 2025, is pending subject to appropriate judicial orders.

The Company has informed the IEPF Authority about the above pending dividends for distribution to shareholders in view of the Hon'ble Bombay High Court Order as stated above.

Prior to the above mentioned High Court order, your Company has paid consecutive dividends for the past 38 quarters which is in accordance with the sustainable dividend pay-out policy of the Company and linked to its long term growth objectives. The Dividend Distribution Policy is available on the website of the Company which can be accessed at the link: https://www.63moons.com/investors/corporate-governance/policies/Dividend-Distribution-Policy.pdf

Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of the Shareholders w.e.f. April 01, 2020. As the payment of Dividend for FY 2025-26 is subject to appropriate judicial order, relevant communication relating to TDS would be sent to Shareholders after receipt of applicable judicial order.

TRANSFER TO RESERVES

We do not propose to transfer any sum to General Reserve for the year under review.

SHARE CAPITAL

There was no change in the Share Capital of the Company during the year under review. As on March 31, 2026, the paid-up equity Share Capital of your Company stood at ₹ 921.57 lakhs comprising of 46,078,537 equity shares of ₹ 2/- each. During the year under review the Company has not issued any shares with differential voting rights nor has it granted any Stock Option or Sweat Equity.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), is provided in a separate section forming part of this Annual Report.

DETAILS OF SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES AND THEIR PERFORMANCE HIGHLIGHTS

The Company has 18 subsidiaries (including step-down subsidiaries) as on March 31, 2026. There are no Associate company and joint venture companies within the meaning of Section 2(6) of the Act. There has been no material change in the nature of business of the subsidiaries. During the year, the Board of Directors reviewed the affairs of the subsidiaries. Pursuant to the provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of Company's subsidiaries, associate companies and joint ventures is given in Form AOC-1 as "Annexure – I" and the same forms part of this report. The statement also provides the details of highlights of performance of subsidiaries. The financial statements of each of the subsidiaries may also be accessed on the website of the Company www.63moons.com. The voluntary liquidation process of IBS Forex Ltd. is yet to be completed.

During the year under review, Ticker Limited, Subsidiary of the Company, has incorporated a wholly owned subsidiary viz., Quantblock Technovation Private Limited (Formerly known as 9Point Capital Private Ltd.) resulting in creation of one more step down subsidiary for 63 moons technologies limited.

Further, during the year, as per the terms of the Agreement and as directed by MPID Court, NTT Data Corporation, Japan has acquired balance 21,00,86,610 equity shares of NTT Data Payment Services India Private Limited (NTT Data) (Formerly ATOM Technologies Limited) held by 63 moons, the transaction was concluded on February 18, 2026. On completion of the said transaction, NTT Data ceased to be an Associate of the Company.

The Policy for determining material subsidiaries as approved by the Board may be accessed on the Company's website at the link: https://www.63moons.com/investors/corporate-governance/policies/Material-subsidiary-policy.pdf

CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by SEBI. The report on Corporate Governance as stipulated under the Listing Regulations is annexed hereto, and forms part of this Annual Report. A Certificate from the Auditors of the Company confirming compliance with Corporate Governance norms is annexed to the report on Corporate Governance.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

In terms of Regulation 34(2)(f) of the Listing Regulations, the Business Responsibility and Sustainability Report, in the prescribed format, forms an integral part of the Annual Report.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

In line with the requirements of the Act and Listing Regulations, as amended, your Company has formulated a Policy on Related Party Transactions which can be accessed on Company's website at https://www.63moons.com/investors/corporate-governance/policies/Related-Party-Transactions-Policy.pdf. The Policy is to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties.

All arrangements / transactions entered by your Company with its related parties during the year were in ordinary course of business and on an arm's length basis. During the year, the Company has made investments in its subsidiary i.e. NSEL amounting to ₹ 3000 lakhs in terms of the shareholders' approval obtained in 2025. Except the aforesaid transaction, the Company did not enter into any arrangement / transaction with related parties during the year, which could be considered material, in accordance with the Act, and Listing Regulations. Further, during the year, your Company has also invested ₹ 4500 lakhs in 63SATS upon call made on Zero Coupon Unsecured Optionally Fully Convertible Debentures (ZOFCDs) subscribed in the year 2024. All transactions with related parties were reviewed and approved by the Audit Committee. Prior omnibus approvals are granted by the Audit Committee for related party transactions which are of repetitive nature, entered in the ordinary course of business and are on arm's length basis in accordance with the provisions of the Act read with the Rules framed thereunder and the Listing Regulations. Pursuant to Regulation 23(9) of the Listing Regulations, your Company has filed the reports on related party transactions with the Stock Exchanges.

Further, pursuant to Regulation 23 of the Listing Regulations, the Company has obtained shareholders' approval dated June 20, 2026 vide Postal Ballot for material related party transaction(s) with India Gold Metaverse Private Limited for providing technology and maintenance services and have further sent Postal Ballot notice dated July 21, 2026 to the shareholders' for seeking approval of material related party transaction(s) between Financial Technologies Singapore Pte. Ltd., a wholly owned overseas subsidiary of the Company and Ticker Limited, subsidiary of the Company for issue and subscription of preferential equity shares.

There were no material related party transactions during the year under review with the Promoters, Directors or Key Managerial Personnel. The details of the transactions with related parties are provided in the accompanying financial statements.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The CSR activities of the Company are as per the requirements of Section 135 of the Act and the CSR Policy approved by the Board. The key areas of CSR activities of the Company include education and skill development, healthcare and Senior citizen welfare, empowerment of women, rural development, environmental stewardship, ecological conservation, watershed improvement, etc.

For details regarding the CSR Committee, please refer to the Corporate Governance Report, which is an integral part of this report. The CSR policy is available on the website of the Company which can be accessed at the link: https://www.63moons.com/investors/corporate-governance/policies/csr-policy.pdf.

The Report on CSR activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is set out as "Annexure – II" and the same forms part of this report.

RISK MANAGEMENT

The Board of Directors of the Company has formed a Risk Management Committee to monitor the risk management plan for the Company.

The risk management system identifies and monitors risks which are related to the business and overall internal control systems of the Company. The Audit Committee has oversight responsibility in the areas of financial risks and controls. The risk management committee is responsible for reviewing the risk management policy and ensuring its effectiveness and assisting the Board in ensuring that all material compliances, control, safety, operations and financial risks have been identified and adequate risk mitigations are in place to address these risks.

The Audit Committee and the Board have also noted the risks prevailing in respect of what is stated in the paras relating to legal matters and explanation to the Qualifications in Auditors Report above that may affect the business of the Company.

CYBER SECURITY

Cybersecurity is an important part of your Company's risk management processes. The Risk Management Committee regularly reviews and discusses the Company's cybersecurity framework and programs. The Company's cybersecurity risk management program is managed by a separate department headed by the Chief Information Security Officer. In view of the increased cyberattack threats, cybersecurity is reviewed periodically and the processes and technologies are enhanced on regular basis to mitigate the probable risk arising out of cyberattacks. Your Company's robust cybersecurity risk management framework is implemented to identify, evaluate, monitor and report cyber risks for the Company's IT infrastructure. There were no major cybersecurity incidents or breaches, or loss of data or documents that occurred, during the year under review.

INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY

Your Company has in place internal financial control systems, which are commensurate with its size and the nature of its operations. The internal control system is reviewed by the Risk Management Committee and modified on an ongoing basis to meet the changes in business conditions, accounting and statutory requirements. Internal Audit plays a key role to ensure that all assets are safeguarded and protected and that the transactions are authorized, recorded and reported properly. The internal auditors independently evaluate the internal controls. The findings and recommendations of the internal auditors are reviewed by the Audit Committee and followed up till implementation wherever required. Further, as per the requirement of clause (i) of sub-section (3) of section 143 of the Act, the statutory auditors have reported on the internal financial controls and opined that the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

As on March 31, 2026, the Company has nine Directors comprising of two Executive Directors and seven Non-Executive Directors, out of which three are Independent Directors. There is one Women Director.

Based on the recommendation of the Nomination and Remuneration Committee (NRC) the Board of Directors at its meeting held on May 20, 2025, appointed Mr. Maheswar Sahu (IAS, Retd.) (DIN: 00034051) as an Additional Director (Non-executive, Non-independent) of the Company. Further, the Shareholders have also approved the appointment of Mr. Sahu, as Director (Non-executive, Non-independent), by way of postal ballot, effective from July 24, 2025. At the Annual General Meeting of the Company held on September 24, 2025, Mr. Venkat Chary (DIN: 00273036) and Mr. Sunil Shah (DIN: 02569359) who were liable to retire by rotation were re-appointed as the Directors of the Company.

Pursuant to the approval of members by way of Postal Ballot obtained on June 20, 2026, Mr. Rajendran Soundaram (DIN: 02686150) was re-appointed as Managing Director & CEO for a period of one year commencing from June 01, 2026 till May 31, 2027, not liable to retire by rotation and Mr. Devendra Agrawal (DIN: 03579332) was re-appointed as Whole-time Director & CFO for a period of three years commencing from May 27, 2026 till May 26, 2029, liable to retire by rotation.

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties. The Board is of the opinion that all the Independent Directors are having good integrity and possess the requisite expertise and experience. All the Independent Directors have confirmed that they are in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules 2014, with respect to registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. During the year under review, the Non-Executive Directors of the Company have no pecuniary relationship or transactions with the Company, other than sitting fees, remuneration and reimbursement of expenses, if any.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Devender Singh Rawat (DIN: 02587354) and Mr. Maheswar Sahu (DIN:00034051) retire by rotation at the forthcoming Annual General Meeting and being eligible, offer themselves for re-appointment. The Board recommends their re-appointment for the consideration of the Members of the Company at the ensuing Annual General Meeting.

The other Directors continue to be on the Board of your Company.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on March 31, 2026, are as follows –

1. Mr. S. Rajendran, Managing Director and Chief Executive Officer
2. Mr. Devendra Agrawal, Whole-time Director and Chief Financial Officer
3. Mr. Hariraj Chouhan, Company Secretary.

BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, the performance of

Board committees and individual directors taking into consideration the various aspects of the Board's functioning, execution and performance of specific duties, obligations and governance. The performance of the Board, Chairman and Independent Directors was evaluated by the Board after seeking inputs from all the Directors. The criteria for performance evaluation of the Board included aspects such as Board composition and structure, effectiveness of Board processes, contribution in treasury and risk management, legal challenges faced by the Company, general corporate governance, strategic planning etc. The performance of the Committees was evaluated by the Board after seeking inputs from the committee members as well as other directors. The criteria for performance evaluation of the Committees included aspects such as composition of the committees, effectiveness of committee meetings, etc. The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Independent Director whose performance was being evaluated.

The Independent Directors of the Company met on March 20, 2026, without the presence of Non-Independent Directors and members of the management to review the performance of Non-independent Directors including Whole-time Directors and the Board of Directors as a whole, and to assess the quality, quantity and timeliness of the flow of information between the Management and the Board of Directors. The NRC and the Board in evaluating the performance of Executive Directors have appreciated their good leadership role for ensuring effective risk and human resource management despite the various financial and legal challenges faced by the Company. On review of the Board as a whole, members expressed satisfaction on the diversity of experience, composition of group, and induction process of new members, and competency of directors. The members expressed appreciation on functioning of Audit committee, NRC, CSR, Stake holders, Risk Management and Investment Committee in discharging their expected role and expressed their satisfaction with the evaluation process.

MEETINGS OF THE BOARD

The Board of Directors of the Company met 4 (Four) times during the financial year. The necessary quorum was present for all the meetings. The maximum interval between any two meetings did not exceed 120 days. The details of Board Meetings are provided in the Corporate Governance Report, which forms part of this Annual Report.

As permitted by the relevant rules and regulations, the Board and Committee meetings also took place virtually through video conferencing and the applicable provisions were complied with for such virtual meetings.

AUDIT COMMITTEE

The details pertaining to the composition of the Audit Committee, its terms of reference, attendance at its meetings and other details are provided in the Corporate Governance Report, which forms part of this report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT BY COMPANY

Details of loans, guarantees and investments have been disclosed in the Financial Statements, which form part of the Annual Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in "Annexure – III" and the same forms part of this Report. During the year under review, several initiatives have been taken, including higher energy efficiencies in heating, ventilation and air conditioning systems, which have resulted in energy saving of 302.33 kWh.

ANNUAL RETURN

The Annual Return as required under Section 92 and Section 134 of the Act read with applicable Rules is available on the website of the Company and can be accessed at https://www.63moons.com/investors/shareholders/annual-reports.html.

PARTICULAR OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures with respect to the remuneration of Directors, KMPs and employees as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in "Annexure – IV" to this Report.

Details of employee remuneration as required under the provisions of Section 197(12) of the Act read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are available electronically 21 days before the Annual General Meeting and members seeking to inspect such documents can send an email to info@63moons.com. Such details are also available on your company's website and can be accessed at https://www.63moons.com/investors/shareholders/annual-reports.html. None of the employees listed in the said Annexure is a relative of any Director of the Company. None of the employees hold (by himself or along with his spouse and dependent children) more than two percent of the equity shares of the Company.

CODE FOR PREVENTION OF INSIDER TRADING:

Your Company has adopted a Code of Conduct to regulate, monitor and report trading by designated persons and their immediate relatives as per the requirements under SEBI (PIT) Regulations, 2015, as amended from time to time. The Code covers the Company's obligation to maintain a Structured Digital Database (SDD), mechanism for prevention of insider trading and handling of UPSI.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has a whistle blower policy and has a necessary vigil mechanism in compliance with the Act and Listing Regulations to report genuine concerns or grievances. The Whistle Blower Policy has been disseminated within the Company and also posted on the website of the Company and can be accessed at: https://www.63moons.com/investors/corporate-governance/policies/Whistle-Blower-Policy.pdf.

No employee was denied access to the Audit Committee.

NOMINATION AND REMUNERATION POLICY

The Board of Directors has framed a policy for selection and appointment of Directors including determining qualifications, independence of a Director, Key Managerial Personnel, Senior Management Personnel and their remuneration as part of its charter and other matters provided under Section 178(3) of the Act. The details of the policy are provided in the Corporate Governance Report, which forms part of this Annual Report. The Nomination and Remuneration Policy has been placed on the website of the Company and can be accessed at https://www.63moons.com/investors/corporate-governance/policies/Nomination-and-Remuneration-Policy.pdf.

MAINTENANCE OF COST RECORDS

The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Act.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has a policy on prevention, prohibition and redressal of complaints related to sexual harassment of women at the workplace. The said policy is available on the internal portal of the Company for information of all the employees.

The details pertaining to complaints received on matter pertaining to sexual harassment during the financial year 2025-26, are as below:

(a) Number of complaints of sexual harassment received in the year: Nil

(b) Number of complaints disposed off during the year: Nil

(c) Number of cases pending for more than ninety days: Nil

COMPLIANCE WITH MATERNITY BENEFIT ACT, 1961:

During the year under review, your Company has complied with the provisions of the Maternity Benefit Act, 1961.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

Except as stated in the para relating to legal matters mentioned above, there are no other significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operations in future. The details of litigation including tax matters are disclosed in the notes to the Financial Statements which forms part of this Annual Report.

PROCEEDINGS UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

No proceedings have been initiated or are pending against the Company under the Insolvency and Bankruptcy Code, 2016.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that:

a. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

c. the Directors have taken proper and sufficient care to maintain adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the Directors have prepared the annual accounts on a going concern basis.

e. the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and are operating effectively; and

f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

EMPLOYEES STOCK OPTION PLAN (ESOP)

The Nomination & Remuneration Committee of the Board of Directors of the Company, inter alia, administers and monitors the Employees Stock Option Plan of the Company in accordance with the applicable SEBI Guidelines. The ESOP Scheme 2020 is yet to be implemented and stock options are yet to be granted and hence no stock options are outstanding as on March 31, 2026.

SECRETARIAL STANDARDS

The Company is in compliance with applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

AUDITORS

At the Thirty-Sixth AGM held on September 27, 2024, the Members approved the appointment of M/s. Chaturvedi Sohan & Co., Chartered Accountants (Regn No. 118424W), Mumbai as the Statutory Auditors of the Company for a period of five consecutive years from the conclusion of the 36th Annual General Meeting till the conclusion of 41st Annual General Meeting of the Company to be held in the year 2029.

DETAILS OF FRAUD, IF ANY REPORTED BY THE AUDITORS

There have been no instances of fraud reported by the Auditors pursuant to Section 143(12) of the Act.

SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Act read with rules made thereunder, M/s BNP & Associates (Firm Registration No. P2014MH037400), Practising Company Secretaries, were appointed as the Secretarial Auditors of the Company.

The Secretarial Auditors were appointed at the 37th AGM of the Company held on September 24, 2025, for a term of five consecutive years commencing from F.Y. 2025-26 till FY 2029-30 in compliance with Regulation 24A of the Listing Regulations and Section 204 of the Act.

The Secretarial Audit Report in Form MR-3 for the financial year ended March 31, 2026, is annexed herewith and marked as "Annexure – V" and the same forms part of this report. The Secretarial Auditors' report does not contain any qualifications, reservations or adverse remarks.

During the FY 2025-26, the Company had one material step-down subsidiary viz. Ticker Data Limited and as required under Regulation 24A of Listing Regulations, the Secretarial Audit Report of the material unlisted subsidiary of the Company as received from CS Abdul Karim Kazi, Practising Company Secretary, is annexed as "Annexure – V(a)" and the same forms part of this report.

ANNUAL SECRETARIAL COMPLIANCE REPORT

The Company has undertaken an audit for the financial year 2025-26 for all applicable compliances as per Securities and Exchange Board of India Regulations and Circulars / Guidelines issued thereunder.

The Annual Secretarial Compliance Report has been submitted by your Company to the Stock Exchanges.

AWARDS AND RECOGNITIONS

At 63 moons, our achievements reflect the dedication and passion of our employees. The recognition we receive is a testament to our commitment to innovation, excellence, and leadership in the industry.

Your Company is proud to share some of the prestigious accolades earned by the organization and our leadership team during FY 2025-26:

National Best Employer Brands Award 2025 (Best Employer Brands) - Presented at the 34th Edition of World HRD Congress 2026.

This recognition reinforces our unwavering focus on innovation, people centric growth, strategic leadership and creating a workplace culture, where excellence thrives.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- Details relating to deposits covered under Chapter V of the Act.
- Issue of equity shares with differential voting rights as to dividend, voting or otherwise.
- Neither the Managing Director nor the Whole-time Director of the Company receive any remuneration or commission from any of its subsidiaries.
- There was no instance of one-time settlement with any bank or financial institution.

HUMAN RESOURCES

Your Company is an equal opportunity provider which ensures non-discrimination at the workplace. The Company remains committed to its employees and values each one's contribution in the collective growth. At 63 moons, we believe in providing a great workplace/ a conducive work culture to emphasize that employees have freedom to ideate towards its core philosophy of entrepreneurship and innovation while having fun and joy at work. As of March 31, 2026, the Company has employee strength of 414, which is increased by 10% as compared to previous year, out of which 74 are women employees.

The Company strongly believes and promotes transparent communication policy. The Human Resources Dept. (HR dept.) has an open-door policy to encourage employees to reach out HR. The HR dept. is trained to, always, be on alert and available for any help sought by the employees.

Most of our Systems and Processes are automated to ensure that required information is available anytime to our employees. At 63 moons, we believe in celebrating the differences and diversity. The organization has mix of people diversely different from each other in terms of age, experience, qualification, race, cultures, geographic locations etc. Each one of us is unique and special and we as an organization cherish and celebrate these differences. In line with the revised regulatory requirements, the Company's salary structure has been aligned with the new Wage Code to ensure compliance and enhance employees' retiral benefits. To facilitate a smooth transition, transparent communication and necessary support were provided to help employees understand the revised salary structure and its implications. The reimbursement policy has been revised in accordance with the latest Income Tax provisions, enabling employees to avail greater tax exemption benefits.

At 63 moons, employee engagement is driven through a diverse range of initiatives designed to foster participation, inclusion, and workplace satisfaction. Every celebration is curated around a unique theme, ensuring employees with varied interests, talents, and capabilities have opportunities to actively participate and contribute. Festivals and organizational events such as International Women's Day, Holi, Independence Day, Ganesh Chaturthi, Navratri, Diwali, JOSH (Annual Sports Event), Juniors' Day, and the Annual Party are celebrated with equal enthusiasm and commitment.

To promote employee well-being, the organization regularly conducts wellness programs and awareness initiatives, including Yoga and Zumba sessions, Eye Check-up Camps, Blood Donation Drives, Scalp & Skin Care consultations, and expert talks on various health-related topics. These initiatives contribute to a healthier, happier, and more productive workforce.

As a socially responsible organization, 63 moons actively participates in Corporate Social Responsibility (CSR) initiatives which creates meaningful impact in the community. Employees are encouraged to engage in activities such as the Tata Mumbai Marathon, Blood Donation Camps, and Tree Plantation Drives. The Company collaborates with its NGO partner, Srujana, to support women empowerment by providing skill-development opportunities that help economically disadvantaged women earn a sustainable livelihood. Additionally, 63 moons partners with Anviksha Blood Bank, an organization that has been serving patients in need of blood and blood products for over 28 years.

The organization believes that an engaged employee understands the business context, collaborates effectively with colleagues, and contributes beyond assigned responsibilities to drive organizational success. Employee engagement is closely linked to commitment, job involvement, and overall workplace effectiveness.

Strong internal communication further strengthens employee engagement. The HR team actively shares daily updates, organizational news, and important announcements through established communication channels and social media platforms. MoonQuest, the Company's monthly digital magazine, serves as an informative platform that delivers organizational updates and knowledge-rich content on a variety of subjects.

These initiatives have significantly strengthened employee relationships, enhanced workplace well-being and fostered a positive and inclusive work culture. The organization's focus on employee health, engagement, and professional growth contributes to making 63 moons a preferred workplace.

At 63 moons, Learning & Development (L&D) is an integral part of the organizational culture. The Company conducts functional and behavioral training programs aimed at enhancing employees' professional capabilities and enabling them to perform their roles more effectively. Training interventions include classroom-based learning, on-the-job training, and experiential outbound programs.

Soft skill development programs focus on essential competencies such as communication, presentation skills, interpersonal effectiveness, and collaboration. Experiential outbound training sessions are designed to strengthen team bonding while fostering a resilient, engaged, and high-performing workforce. These sessions incorporate interactive group activities and practical learning exercises aligned with role-specific skill development requirements.

To ensure learning effectiveness, employees are assessed after training programs to evaluate knowledge acquisition and application. The organization also conducts periodic training and refresher sessions for members of the Internal POSH Committee, including newly inducted members, ensuring continued awareness and compliance with statutory requirements.

The employee experience begins from the very first day of joining. New employees receive their access cards upon arrival and participate in an informal tea/coffee interaction with the HR team, followed by the onboarding process. A structured induction program is conducted to familiarize new hires with the Company's vision, growth journey, key policies, culture, and operational processes. This comprehensive orientation helps employees integrate smoothly into the organization while strengthening their core professional skills and understanding of the business.

The Company is equally concerned about the holistic wellbeing of all employees. Several employee beneficial programs (Insurance, health care etc.) have been initiated/ are well placed including new insurance coverage benefits. Chatbot facility is enabled for smooth transition of claim process and assisting employees to get quick information during medical emergency. We have managed to negotiate the best premium for all insurance policies including Parental policy (lesser than previous year) inspite of high claim ratio. Additionally, we have arranged a full body check-up for our senior management. We have also introduced Insurance Top-Up scheme for Mediclaim and Term Life coverage for our employees and their families which has enabled them to have enhanced sum insured coverage. From current year Voluntary Mediclaim top up policy for new corporate salary accounts has been discounted at half price as compared to the earlier premium rate. Considering employee welfare and well-being, we have enhanced the coverage under the Accidental, Term Life, and Critical Illness insurance policies.

Structured interventions like our grievance redressal process of Prevention of Sexual Harassment (POSH), Information Security Awareness (ISA) and Innovative Thinking for our employees help us to proactively identify and mitigate risks on human rights and any other organization processes.

There are different channels through which employees are made aware of the importance of opting for provident fund, National Pension Scheme. The Company has registered under the National Apprenticeship Training Scheme (NATS), under which a minimum of 2.5% of the workforce is required to be engaged as apprentices. Demonstrating our strong commitment to skill development and talent building, we maintain an apprenticeship strength of over 7% of our employee base. Upon successful completion of the apprenticeship period, apprentices become eligible to receive a government-recognized certification, enhancing their employability and career prospects.

On the policies and process, the organization is most compliant and employee friendly. As far as Annual leaves are concerned, the HR at 63 moons has taken 'sharing is caring' to the next level by introducing 'AVADAAN', a Leave Donation Program that allows employees to donate their accumulated/excess leave voluntarily to their colleagues who are in need in their difficult time/ health exigencies.

At 63 moons we care for employees' work-life balance hence in addition to the Privilege leaves, the company has 'Family Bliss' leaves for the anniversary and birthday so that they can spend time with their near and dear ones on their special day. A religion-specific holiday has been introduced so that employees can take leave for their respective religious festival.

63 moons continue to trust the ability and quality of its Human Resources and has already started working on the next phase of the Company's growth. The Company treats its employees as integral partners of the organization's growth story. The Company's attrition rate improved from 17% to 13%, reflecting our continued focus on retaining high-performing and niche talent.

At 63 moons, HR team always try to implement the plans and strategies aligning with the vision of the organisation and grateful to the Top Management for their continued faith, support and confidence in us that always brings out our best for the betterment of the employees.

ACKNOWLEDGEMENT

Your Directors take this opportunity to thank all the Shareholders, Regulatory Authorities, business associates for their continued support.

Your Directors place on record their deep appreciation for all the employees for their hard work, dedication and commitment.

Your Directors also place on record their gratitude to the Central Government, State Government, clients, vendors, financial institutions, bankers and business associates for their continued support and the trust reposed in the Company.

For and on behalf of the Board of Directors

	Venkat Chary	**S. Rajendran**
Place : Mumbai	Chairman	Managing Director & CEO
Date : August 12, 2026	DIN: 00273036	DIN: 02686150

Annexure - I

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(₹ in lakhs)

Sr. No.	Name of the Subsidiary (includes step down subsidiaries) company		Date since when subsidiary was acquired	Reporting Currency	Exchange Rate as at March 31, 2026	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Invest-ments	Turnover	Profit / (Loss) before taxation	Provision for taxation	Profit / (Loss) after taxation	Proposed dividend	% of share-holding	Country
1	Ticker Limited (Ticker)		04/02/2005	INR	-	17,492.94	2,608.89	21,144.11	1,042.27	14,814.07	27.00	(3,581.58)	-	(3,581.58)		67.49%	India
2	Ticker Data Limited	Subsidiary of Ticker Limited	13/07/2023	INR	-	4,619.00	(2,538.23)	3,526.27	1,445.50	-	1,282.32	(1,431.24)	-	(1,431.24)		100.00%	India
3	3.0 Verse Limited	Subsidiary of Ticker Limited	21/06/2022	INR	-	3,500.00	(482.70)	3,292.57	275.27	1,820.83	5.73	(264.98)	33.30	(298.27)		100.00%	India
4	Quantblock Technovation Private Limited (9Point Capital Private Limited)	Subsidiary of Ticker Limited	09/05/2025	INR	-	910.00	(548.32)	415.41	53.72	-	-	(548.32)	-	(548.32)		100.00%	India
5	FT Knowledge Management Company Limited (FTKMCL)		07/09/2007	INR	-	375.00	(308.67)	66.79	0.45	-	-	2.56	0.40	2.16		100.00%	India
6	National Spot Exchange Limited (NSEL)		30/09/2005	INR	-	41,197.91	(42,646.98)	29,613.78	31,062.85	2,001.91	-	(10,243.43)	-	(10,243.43)		99.99%	India
7	Indian Bullion Market Association Limited (IBMA)	Subsidiary of NSEL	15/06/2007	INR	-	1,453.89	(10,728.91)	1,190.26	10,465.28	-	-	(48.19)	-	(48.19)		60.88%	India
8	Westernghats Agro Growers Company Limited(WGAGL)	Subsidiary of NSEL	05/09/2012	INR	-	5.00	(42.92)	1.63	39.55	-	-	0.58	-	0.58		84.00%	India
9	Farmer Agricultural Integrated Development Alliance Ltd (FAIDA)	Subsidiary of NSEL	01/08/2012	INR	-	10.00	(16.47)	0.06	6.53	-	-	4.50	-	4.50		100.00%	India
10	63SATS Cybertech Limited		05/03/2007	INR	-	10,112.50	19,637.79	31,114.34	1,364.05	8,692.99	8,716.13	(635.73)	(132.72)	(503.01)		65.27%	India

(₹ in lakhs)

Sr. No.	Name of the Subsidiary (includes step down subsidiaries) company		Date since when subsidiary was acquired	Reporting Currency	Exchange Rate as at March 31, 2026	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Invest-ments	Turnover	Profit / (Loss) before taxation	Provision for taxation	Profit / (Loss) after taxation	Proposed dividend	% of share-holding	Country
11	Financial Technologies Communications Limited (FTCL)		13/03/2007	INR	-	5.00	638.20	644.23	1.03	-	-	43.48	10.87	32.61		100.00%	India
12	FT Projects Limited. (FTPL)		18/05/2010	INR	-	22.50	2,981.53	3,004.91	0.88	-	-	(0.99)	-	(0.99)		100.00%	India
13	Apian Finance & Investment Limited (Apian)		25/04/2008	INR	-	431.44	546.85	1,483.58	505.28	559.06	27.42	48.99	12.60	36.39		100.00%	India
14	Financial Technologies Singapore Pte Limited (FTSPL)		15/04/2009	USD	94.65	77,941.60	(59,519.73)	18,436.87	15.00	-	291.65	(1,050.92)	-	(1,050.92)		100.00%	Singapore
15	Knowledge Assets Pvt. Ltd. (KAPL)		29/03/2007	USD	94.65	9.47	(231.89)	9.48	231.90	-	-	(12.80)	-	(12.80)		100.00%	Mauritius
16	ICX Platform (Pty) Limited (ICX)		07/04/2008	ZAR	5.52	0.01	(334.84)	2.19	337.02	-	-	16.14	-	16.14		100.00%	South Africa
17	FT Group Investments Pvt. Ltd. (FTGIPL)		29/03/2007	USD	94.65	117,428.13	(121,526.50)	109.61	4,207.99	-	-	(39.16)	-	(39.16)		100.00%	Mauritius
18	Three O Verse Global IT Services L.L.C., Dubai-United Arab Emirates	Subsidiary of Ticker Limited	14/10/2022	AED	25.45	6,419.18	(5,412.75)	1,042.09	35.67	-	364.50	(3,177.04)	-	(3,177.04)		100.00%	U.A.E

Note 1: The following companies are under liquidation

1 IBS Forex Limited (IBS)

Note 2: Indian rupee equivalents of the figures in foreign currencies in the accounts of the subsidiary companies, are based on the exchange rates as on March 31, 2026

Part "B": Associates and Joint ventures

The Company ceased to have any associate/joint venture during the financial year pursuant to the divestment of its entire investment in NTT Data Payment Services India Private Limited on February 18, 2026 and accordingly, as on 31 March 2026, the Company does not have any associate or joint venture. Hence, disclosure under Part B of Form AOC-1 is not applicable.

For and on behalf of the Board of Directors

Venkat Chary Chairman DIN: 00273036	**S. Rajendran** Managing Director & CEO DIN: 02686150	**Hariraj Chouhan** Company Secretary	**Devendra Agrawal** Whole-time Director & CFO DIN: 03579332

Place : Mumbai
Date : August 12, 2026

ANNEXURE II

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company

The Company has framed a CSR policy in compliance with the provisions of the Companies Act, 2013 (“Act”).

The Company undertakes activities relating to rural development / tribal development, promoting education, employment enhancing livelihood skills etc. and such other areas as may be decided by the CSR Committee and covered under the CSR Rules.

2. Composition of CSR Committee

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Chitkala Zutshi	Chairperson / Member, Independent, Non-Executive Director	4	4
2	Mr. Sunil Shah	Member, Non-Executive Director	4	4
3	Mr. S. Rajendran	Member, MD & CEO	4	4

3. The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company:

https://www.63moons.com/investors/corporate-governance/policies/CSR-policy.pdf

https://www.63moons.com/investors/CSR/project-activities.pdf

4. Executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable:

The Company will carry out impact assessment of projects, as and when applicable and will provide details as part of its future reports pursuant to Rule 8(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

5. (a) Average net profit of the Company as per sub-section (5) of section 135: ₹ 14,109.00 Lakhs
   (b) Two percent of average net profit of the Company as per sub-section (5) of section 135: ₹ 282.18 Lakhs
   (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Not applicable
   (d) Amount required to be set off for the financial year, if any: Not applicable
   (e) Total CSR obligation for the financial year [5(b)+5(c)-5(d)]: ₹ 282.18 Lakhs

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 184 Lakhs
   (b) Amount spent in Administrative Overheads: ₹ 12.06 Lakhs
   (c) Amount spent on Impact Assessment, if applicable: Not applicable
   (d) Total amount spent for the Financial Year [6(a)+6(b)+6(c)]: ₹ 196.06 Lakhs
   (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (₹ In Lakhs)	Amount Unspent (₹ In Lakhs)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount (₹ In Lakhs)	Date of transfer	Name of the Fund	Amount	Date of transfer
184	86.12	22/04/2026	Nil	Nil	Nil

(f) Excess amount for set-off, if any:

Sr. No	Particular	Amount (₹ in lakhs)
(i)	Two percent of average net profit of the Company as per sub-section (5) of section 135	282.18
(ii)	Total amount spent for the Financial Year	196.06
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

7. Details of Unspent CSR amount for the preceding three Financial Years:

Sr. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (₹ In Lakhs)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (₹ In Lakhs)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in the succeeding Financial Years (₹ In Lakhs)	Deficiency, if any
					Amount (₹ In Lakhs)	Date of Transfer		
1.	FY-1	207.06	Nil	181.50	Nil	Nil	25.56	Nil
2.	FY-2	-	-	-	-	-	-	-
3.	FY-3	-	-	-	-	-	-	-

8. Whether any capital assets have been created or acquired through CSR amount spent in the Financial Year:

O Yes O No ✓

If Yes, enter the number of Capital assets created/acquired:

Furnish the details relating to such asset(s) so created or acquired through CSR amount spent in the Financial Year:

Sr. no.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity / Authority / beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5).

The amount remaining unspent pertains to "ongoing projects" and has been transferred to the unspent CSR Account on 22/04/2026 and it will be utilized in the next financial year(s).

On behalf of the CSR Committee

S. Rajendran
Managing Director & CEO
DIN: 02686150

Chitkala Zutshi
Chairperson CSR Committee
DIN: 07684586

Place : Mumbai
Date : August 12, 2026

ANNEXURE III

Conservation of energy, technology absorption, foreign exchange earnings and outgo

[Pursuant to Clause (m) of sub-section 3 of Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014]

(A) Conservation of energy

(i) The steps taken or impact on conservation of energy:

- LED lights are fitted at all the floors at Corporate Office to reduce lighting energy consumption since last Nine years leading to considerable energy savings in lighting system.
- 302.33 kWh of energy saved in lighting due to LED fittings in last one year, (April-25-March-26) resulting in net savings of ₹ 24,71,993/- Per annum.
- We have installed 50 KW Solar panel System at FT Tower, wherein we have generated around 60,137 Units i.e. ₹ 5,10,563.13/-in FY-2025-26.
- Two passenger lifts are being switched off on all Saturdays / Sundays leading to optimum utilisation of lifts and resultant conservation of energy.
- Air conditioning run time has been reduced by rescheduling the start / stop timing of air conditioning system from BMS system.
- We have replaced 36 Nos. old HVAC Outdoor Units (636 HP) & 7 Indoor units with energy efficient units in FY 2025-26, which help us to save energy.

  In addition to the above we are in process of replacing few more old HVAC Outdoor Units phase wise with New latest technology energy efficient Outdoor units which will help us to save more energy.
- Lights and Air conditioning in all cabins in the building are on sensor mode leading to savings in energy consumption.

(ii) The steps taken by the company for utilizing alternate sources of energy besides what is stated in (i):

Water Conservation Initiatives:

- The water supply to urinals and WCs are being controlled to minimal by using urinal sensors and controlled flush valves in WCs. Displayed water savings awareness posters in the Washrooms and pantry to save water.

Other Initiatives:

- Due to fitment of DGU glasses on façade and window glasses of the building, lot of heat load is reduced, resulting in savings in energy consumption of air-conditioning system.
- The lighting energy is being saved by installation of New transparent type centre canopy on terrace top.
- Planned Preventive Maintenance of all electrical equipment's / systems are being done to save considerable electrical energy.
- Waste Segregation: Dry and wet garbage segregated as per BMC norms on daily basis.

(B) Technology absorption

(i) Cybersecurity:

Email Security: - Smart SPF

63moons has adopted a cloud-based smart SPF solution to enhance email security by preventing domain spoofing and phishing attacks. Smart SPF enables 63 Moons Technologies Ltd. to maintain secure, reliable, and trusted email communications while reducing cyber risk and protecting its digital reputation.

KEY BENEFITS

- **Prevents Email Spoofing and Phishing:** Ensures only authorised mail servers can send emails using the 63moons domain, reducing impersonation attacks.
- **Improves Email Deliverability:** Increases the likelihood that legitimate business emails reach customers' and partners' inboxes instead of being marked as spam.
- **Protects Brand Reputation:** Safeguards the 63moons trusted brand identity by minimising fraudulent email activities.
- **Enhances Customer and Vendor Trust:** Provides confidence to customers and vendors that communications received from 63moons are genuine and secure.
- **Strengthens Cybersecurity Posture:** Adds an important layer to email security alongside DKIM and DMARC controls.

- **Supports Regulatory and Compliance Requirements:** Helps meet security and governance expectations for financial and technology organisations.
- **Simplifies Email Infrastructure Management:** Smart SPF optimisation helps 63moons to avoid SPF lookup limitations and improves management of multiple email services.
- **Reduces Risk of Business Email Compromise (BEC):** Minimises the chances of attackers exploiting the 63moons domain for financial or reputational fraud.

Gurucul – Security Information and Event Management (SIEM), Security Orchestration, Automation, and Response (SOAR), User Entity and Behavior Analytics (UEBA), Threat Intelligence (TI)

AI-enabled Gurucul SIEM, SOAR, UEBA, and Threat Intelligence enabled 63moons Technologies Ltd. to strengthen cyber resilience, improve threat detection accuracy, automate security operations, and reduce overall cyber risk while supporting business continuity and regulatory compliance.

BENEFITS:

- **Enhanced Threat Detection:** Gurucul SIEM correlates logs and security events across the 63moons infra to identify advanced threats and suspicious activities in real time.
- **Reduced Incident Response Time:** SOAR automates investigation and response workflows, enabling faster containment and minimising the impact of security incidents.
- **Insider Threat and Anomaly Detection:** UEBA leverages machine learning to detect abnormal user and entity behaviour, helping identify insider threats, compromised accounts.
- **Proactive Threat Hunting:** Integrated Threat Intelligence enriches alerts with external threat data, allowing 63moons security teams to detect and block emerging threats before they impact the business.
- **Lower Alert Fatigue:** AI-driven risk scoring and alert prioritization help 63moons SOC analysts focus on high-risk incidents, improving operational efficiency.
- **Improved Visibility Across Hybrid Environments:** Provides centralized monitoring of 63moons on-premises infrastructure, cloud platforms, applications, and endpoints through a single console.
- **Regulatory Compliance Support:** Assists in meeting audit and compliance requirements by maintaining security logs, incident records, and reporting capabilities.
- **Scalable Security Operations:** Supports the growing digital ecosystem of 63moons Technologies while enabling a more mature and resilient Security Operations Center (SOC).

Kaspersky – Expert XDR

Kaspersky Expert EDR provided 63moons with enhanced endpoint visibility, faster threat response, and stronger protection against advanced cyber threats, thereby improving cyber resilience and safeguarding critical business operations..

BENEFITS:

- **Advanced Threat Detection:** Identifies sophisticated attacks, ransomware, fileless malware, and zero-day threats across endpoints.
- **Faster Incident Response:** Enables security teams to quickly investigate, contain, and remediate security incidents, reducing business impact.
- **Comprehensive Endpoint Visibility:** Provides centralised visibility into endpoint activities, attack chains, and Indicators of Compromise (IOCs).
- **Proactive Threat Hunting:** Supports advanced threat hunting capabilities to detect hidden threats before they escalate.
- **Automated Response and Remediation:** Reduces manual effort through automated containment, isolation, and remediation actions.
- **Reduced Risk of Ransomware and APTs:** Strengthens protection against targeted attacks and business disruptions affecting critical financial platforms.
- **Enhanced Regulatory Compliance:** Supports cybersecurity governance and audit requirements through detailed logs and forensic capabilities.
- **Integration with Existing Security Ecosystem:** Works alongside SIEM, SOC, and threat intelligence platforms to improve overall security operations.
- **Lower Mean Time to Detect (MTTD) and Respond (MTTR):** Improves SOC efficiency and accelerates incident resolution.
- **Improved Business Resilience:** Helps ensure continuous and secure operations for 63moons' mission-critical services.

Hackedlist.IO:- Cyber Threat Intelligence Platform

HackedList.io empowers 63 Moons Technologies Limited with proactive breach intelligence and continuous credential exposure monitoring, enabling faster risk mitigation and strengthening 63moons overall cybersecurity posture through continuous external threat visibility.

BENEFITS:

- **Early Exposure Detection:** Identifies leaked employee credentials and compromised email accounts appearing in public breach databases.
- **Reduced Account Takeover Risk:** Enables proactive password resets and remediation before attackers can exploit exposed credentials.
- **Continuous External Threat Monitoring:** Provides visibility into cyber risks originating outside the 63moons perimeter.
- **Improved Incident Response:** Helps 63moons infosec teams quickly investigate and contain potential compromise scenarios.
- **Enhanced Third-Party Risk Awareness:** Detects exposures related to vendors, partners, and external identities associated with 63moons.
- **Supports Compliance and Cyber Hygiene:** Demonstrates proactive monitoring of credential leaks and strengthens security governance.
- **Protects Brand Reputation:** Reduces the likelihood of data breaches and phishing incidents impacting customers and stakeholders.

(ii) The efforts made towards technology absorption:

ColorTokens :- Network Segmentation

ColorTokens Network Segmentation helped 63moons strengthen cyber resilience, protect critical financial systems, and reduce the risk and business impact of ransomware and other advanced cyber threats.

BENEFITS

- **Limits Lateral Movement:** Prevents attackers from spreading across the 63moons network by enforcing granular micro-segmentation policies.
- **Reduces Cyber Risk:** Contains ransomware and advanced threats, minimising the impact of security incidents.
- **Improves Visibility and Control:** Provides real-time insight into east-west traffic and application dependencies across the environment.
- **Supports Zero Trust Architecture:** Enables least-privilege access and policy-based communication between 63moons critical workloads and users.
- **Simplifies Compliance:** Helps meet compliance and audit requirements through stronger segmentation and policy enforcement.
- **Accelerates Incident Response:** Enables rapid isolation of compromised systems without disrupting the broader business environment.

(iii) The benefits derived like product improvement, cost reduction, product development or import substitution:

SOLUTIONS

Technology Upgrade – Checkpoint Firewall Upgrade.

The Check Point firewall upgrade helped 63moons to strengthen cyber resilience, improve performance, and ensure secure, uninterrupted operations for its mission-critical services ecosystem.

BENEFITS

- **Enhanced Cybersecurity Protection:** Provides advanced threat prevention against ransomware, malware, zero-day attacks, and sophisticated cyber threats.
- Higher Performance and Scalability: Supports 63moons business with improved throughput and lower latency.
- **Improved Business Continuity:** Ensures high availability and resilient network operations for critical applications.
- **Advanced Threat Intelligence:** Leverages AI-driven threat prevention and real-time threat intelligence to proactively block emerging attacks.
- **Better Visibility and Control:** Enables centralised security management, granular policy enforcement, and comprehensive monitoring across the environment.
- **Support for Modern Hybrid Infrastructure:** Secures on-premises, cloud, and remote user environments with consistent security policies.

- **Regulatory Compliance:** Helps meet security and audit requirements applicable to financial services organisations.
- **Future-Ready Architecture:** Provides capacity for 63moons business expansion and integration with next-generation security technologies.

(iv) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) –

No Technology imported.

(v) The expenditure incurred on Research and Development:

The aggregate amount of revenue expenditure incurred during the year on Research and Development as per allocation made by the management and shown in the respective heads of the account is ₹ 1,047.25 lakhs (Previous Year ₹ 1,562.32 lakhs). This has been relied upon by the auditors.

C) Foreign exchange earnings and outgo

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

a) Expenditure in foreign currency (including foreign branches)

a) Expenditure in foreign currency (₹ in lakhs)

Nature of Expenses	Year Ended 31.03.2026	Year Ended 31.03.2025
Travelling expenses	6.99	42.27
Legal and professional charges	6.98	8.21
Software license fees	143.37	152.23
Miscellaneous expenses	3.62	46.19
TOTAL	**160.95**	**248.89**

b) Earnings in foreign exchange (₹ in lakhs)

Nature of Income	Year Ended 31.03.2026	Year Ended 31.03.2025
Income from software services (Project based)	71.66	62.63
Interest on loans to subsidiaries*	6.37	6.10
TOTAL	**78.03**	**68.73**

*The Company has made provision for expected credit loss for the same.

For and on behalf of the Board of Directors

	Venkat Chary	**S. Rajendran**
Place : Mumbai	Chairman	Managing Director & CEO
Date : August 12, 2026	DIN: 00273036	DIN: 02686150

ANNEXURE IV

Details of Ratio of Remuneration of Director [Section 197(12), r/w Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014]

<table>
<tr><td rowspan="6">1</td><td>The ratio of the remuneration of each directors' and KMP to the median remuneration of the employees of the Company for the financial year ended 31st March 2026</td><td>Name of the Director(s) and Key Managerial Personnel</td><td>Designation</td><td>Ratio to Median remuneration of employees</td><td>% Increase / (Decrease) in remuneration@</td></tr>
<tr><td></td><td>S. Rajendran</td><td>MD & CEO (KMP)</td><td>14.78</td><td>0%</td></tr>
<tr><td></td><td>Devendra Agrawal</td><td>Whole-time Director & CFO (KMP)</td><td>6.06</td><td>0%</td></tr>
<tr><td></td><td>Hariraj Chouhan</td><td>CS (KMP)</td><td>3.29</td><td>0%</td></tr>
<tr><td colspan="5">@Pursuant to the Hon'ble Bombay High Court Order dated 30.09.2015, in the Notice of Motion no. 1490/2015, in suit No. 121 of 2014, - L. J. Tanna Shares & Securities Pvt. Ltd. And Ors., Vs. 63 moons technologies limited [earlier Financial Technologies (India) Ltd.], the Company has not paid any remuneration at the increased rate to its Managing Director / Whole-time Directors / KMPs / Senior employees and no increments has been given, pending hearing and final disposal of the aforesaid Notice of Motion.</td></tr>
<tr><td colspan="5">Note:
• The Non-Executive Directors of the Company are entitled for sitting fees / commission as per the statutory provisions and within the limits approved by the Members. The details of remuneration of Non-Executive Directors are provided in the Corporate Governance Report and is governed by the Remuneration Policy, as detailed in the said report. The ratio of remuneration and percentage increase for Non-Executive Directors Remuneration is therefore not considered for the purpose above.
• Sitting fees paid to Non-Executive Directors and Independent Directors are mentioned elsewhere in Annual Report.</td></tr>
<tr><td>2</td><td>The percentage increase in the median remuneration of employees in the financial year</td><td colspan="4">The percentage increase in the median remuneration during the financial year is 1.57%. This has been arrived at, by comparing the median remuneration of the cost-to-the Company as on March 31, 2025, and the median remuneration of the cost-to-the Company as on March 31, 2026.</td></tr>
<tr><td>3</td><td>The number of permanent employees on the rolls of Company</td><td colspan="4">The total number of employees as on March 31, 2026 was 414.</td></tr>
<tr><td>4</td><td>Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration</td><td colspan="4">Average % increase for eligible employees was 10.68%.
The Executive Directors remuneration for the FY 2025-26 has been computed in terms of Schedule V of the Companies Act, 2013. KMP's increase / decrease, if any, in remuneration has been reflected in para 1 above.</td></tr>
<tr><td>5</td><td>Affirmation that the remuneration is as per the remuneration policy of the Company</td><td colspan="4">Yes. The remuneration is as per the Remuneration Policy of the Company.</td></tr>
</table>

For and on behalf of the Board of Directors

Venkat Chary
Chairman
DIN: 00273036

S. Rajendran
Managing Director & CEO
DIN: 02686150

Place : Mumbai
Date : August 12, 2026

ANNEXURE V

FORM MR-3

SECRETARIAL AUDIT REPORT

For the financial year ended 31st March, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members

63 Moons Technologies Limited

Shakti Tower - II, 4th Floor,

Premises J, 766, Anna Salai,

Chennai 600002

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **63 Moons Technologies Limited** having **CIN No. L29142TN1988PLC015586** (hereinafter called 'the Company') for the audit period covering the financial year ended on **31st March, 2026** (the 'audit period').

We have conducted Secretarial Audit in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

We are issuing this report based on:

(i) Our verification of the Company's books, papers, minute books, forms and returns filed, statutory records provided and other records maintained by the company;

(ii) Compliance certificate confirming compliance with corporate laws applicable to the Company given by the Key Managerial Personnel / Senior Managerial Personnel of the Company and taken on record by the Company's Board of Directors; and

(iii) Representations made, documents produced and information provided by the Company, its officers and authorized representatives during our conduct of Secretarial Audit.

We hereby report that in our opinion, during the audit period covering the financial year ended on 31st March, 2026, the Company has:

(i) Complied with the statutory provisions listed hereunder, and

(ii) Board-processes and compliance mechanism are in place

to the extent, in the manner and subject to the reporting made hereinafter.

1. COMPLIANCE WITH SPECIFIC STATUTORY PROVISIONS

We further report that:

1.1 We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company during the financial year in terms of the applicable provisions/clauses of:

(i) The Companies Act, 2013 ('the Act') and the Rules made thereunder;

(ii) Securities Contracts (Regulation) Act, 1956 and the Rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investments.

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR);

b. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

c. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; *

d. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025;

e. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021

*The Company has also maintained Structured Digital Database ("SDD") pursuant to the requirement of regulation 3 (5) and 3 (6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015.

(vi) Secretarial Standards relating to Board Meetings and General Meetings issued by the Institute of Company Secretaries of India (Secretarial Standards) and notified by the Central Government under Section 118 (10) of the Act which have mandatory application.

1.2 During the audit period, and also considering the compliance related actions taken by the Company after 31st March, 2026, but before the date of issue of this report, the Company has, to the best of our knowledge and belief and based on the records, information, explanations and representations furnished to us:

(i) Complied with all the applicable provisions of all the aforesaid Acts, Rules, Regulations, Guidelines and Secretarial Standards as mentioned above.

(ii) Complied with the applicable provisions/ clauses of:

a) The Act and rules mentioned under paragraph 1.1 (i); and

b) The Secretarial Standards on meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) mentioned under paragraph 1.1 (vi) above in respect of meetings of the Board and Committees constituted by the Board held during the audit period, and the 37th Annual General Meeting held on 24th September, 2025 ("37th AGM") and the postal ballot conducted by the Company dated 24th July, 2025. The compliance of the provisions of the Rules made under the Act with regard to participation of Directors through video conferencing for the Board/Committee meeting(s) held during the year, were verified based on the copies of the minutes of the meetings provided by the Company.

1.3 During the period under review, provisions of the following Acts / Regulations were not applicable to the Company and it was consequently not required to maintain any books, papers, minute books or other records or file any form/ returns thereunder:

(i) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

(ii) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

(iii) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

(iv) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and

(v) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of External Commercial Borrowings.

1.4 Based on the nature of business activities of the Company, the following specific Act is applicable to the Company the provisions of which have been duly complied with:

(i) The Information Technology Act, 2000.

2. BOARD PROCESSES OF THE COMPANY

We further report that:

2.1 The Board of Directors of the Company as on 31st March, 2026, comprised of:

(i) Three Independent Directors including one Independent Woman Director i.e., Justice Deepak Verma (Retd.) (DIN: 07489985), Mr. Chandrasekhar Kanekal (DIN: 06861358) and Mrs. Chitkala Zutshi (DIN: 07684586).

(ii) Four Non- Executive Non- Independent Directors i.e. Mr. Sunil Hasmukhlal Shah (DIN: 02569359), Mr. Venkat Chary (DIN: 00273036), Mr. Devender Singh Rawat (DIN: 02587354) and Mr. Maheswar Sahu (DIN: 00034051).

(iii) One Managing Director & CEO i.e. Mr. Rajendran Soundaram (DIN: 02686150).

(iv) One Whole Time Director & CFO i.e. Mr. Devendra Kumar Agrawal (DIN: 03579332).

(v) (*) Three Nominee Directors (nominated by MCA) i.e. Mr. Satyananda Mishra (DIN: 01807198), Mr. Parveen Kumar Gupta (DIN: 02895343) and Mrs. Malini Vijay Shankar (DIN: 01602529).

(*) Note: The appointment of above three Nominee Directors by the Ministry of Corporate Affairs (MCA) based on the Hon'ble NCLAT order dated 12th March, 2020 has been stayed by the Hon'ble Supreme Court vide its order dated 09th March, 2022 and the stay continues as on the date of this Report. We are further informed, the Hon'ble Supreme Court has kept the Hon'ble NCLT and Hon'ble NCLAT order(s) in abeyance.

2.2 The processes relating to the following changes in the composition of the Board of Directors and Key Managerial Personnel during the year were carried out in compliance with the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015:

(i) Re-appointment of Mr. Sunil Hasmukhlal Shah (DIN: 02569359) as Non-Executive, Non-Independent Director, who retired by rotation at 37th Annual General Meeting held on 24th September, 2025.

(ii) Re-appointment of Mr. Venkat Chary (DIN: 00273036) as Non-Executive, Non-Independent Director, who attained the age of 75 years and who retired by rotation at 37th Annual General Meeting held on 24th September, 2025, by way of Special Resolution.

(iii) Based on the recommendations of the Nomination and the Remuneration Committee and the approval of the Board of Directors of the Company at its meeting held on 20th May, 2025, the Members of the Company by way of Postal Ballot which concluded on 24th July, 2025 have approved the appointment of Mr. Maheswar Sahu (IAS, Retd.) (DIN: 00034051) with effect from 20th May 2025, as Director (Non-Executive and Non-Independent Director), liable to retire by rotation.

2.3 Adequate notices of the meetings of the Board and its committees were sent to all the Directors to enable them to plan their schedule for the meetings of the Board or its Committees, at least seven days in advance, except where consent of Directors was received for holding the meeting/s at shorter notice and necessary compliance as required under Section 173 (3) of the Act and SS-1 was in place.

2.4 Agenda and detailed notes on agenda were sent to the Directors at least seven days before the meetings of the Board and its committees and necessary compliance as required under Section 173 (3) of the Act and SS-1 was in place.

2.5 Agenda and detailed notes on agenda for the following items were either circulated separately less than seven days before or at the meetings of the Board and its Committees and consent of the Board for so circulating them was duly obtained as required under SS-1.

(i) Supplementary agenda notes and annexures in respect of unpublished price sensitive information such as audited financial statement/ results, unaudited financial results and connected papers, and

(ii) Additional subjects/ information/ presentations and supplementary notes.

2.6 A System exists for Directors to seek and obtain further information and clarifications on the agenda items before the meetings and for their meaningful participation at the meetings.

2.7 We note from the minutes examined that, at the Board meetings held during the year:

(i) Decisions are taken through the majority of the Board; and

(ii) No dissenting views were expressed by any Board member on any of the subject matters discussed, which were required to be captured and recorded as part of the minutes.

3. COMPLIANCE MECHANISM:

There are adequate systems and processes prevalent in the Company, which are commensurate with its size and operations, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

4. MANAGEMENT'S RESPONSE ON STATUTORY AUDITOR'S QUALIFIED OPINION:

The Statutory Auditors vide their Independent Auditors Report dated 18th May, 2026, on the financial results of the Company for the year ended 31st March, 2026, have made an observation which is reproduced as under:

'As stated by the Management of the Company in Note 7 (a) to the Statement, Civil Suits have been filed against the Company in relation to event occurred on National Spot Exchange Limited trading platform. These matters are pending at various stages of adjudication. As stated in the said note, the management of the Company does not foresee that the parties who have filed Civil Suits would be able to sustain any claim against the Company. In addition, as stated by the management in Note 7 (b, c, d, e) to the Statement, there are First Information Reports ("FIR") / complaints / charge-sheets / orders / notices registered / received against various parties including the Company from / with the Economic Offences Wing of the Mumbai Police (EOW), Central Bureau of Investigation (CBI), Home Department - Government of Maharashtra under MPID Act, the Directorate of Enforcement and the Serious Fraud Investigation Office (SFIO). Above matters are pending at various stages of adjudication / investigation.

Pursuant to NSEL Settlement scheme, the Company has filed applications to appropriate judicial forums for disposal of the said suits and releasing of its properties. Orders for disposal/dismissal/withdrawal have been passed in certain suits/ matters in terms of the scheme.

In this regard, the Management and those charged with Governance have represented to us that other than as stated in the said notes to the Statement, there are no claims, litigations which require adjustments to/disclosures in the Statement.

Accordingly, in view of the above representations regarding legal matters at various stages of adjudication and subject to NSEL Settlement Scheme and ongoing investigations/ matters, the outcome of which is not known and is uncertain at this stage, we are unable to comment on the consequential impact in respect of the same on the results for the quarter and year ended 31 March, 2026.'

5. SPECIFIC EVENTS/ ACTIONS:

No major corporate event has occurred during the year which has a major bearing on the Company affairs in pursuance of applicable laws, rules, regulations, guidelines, standards etc. except the following;

1. The Scheme of Arrangement between National Spot Exchange Limited (NSEL) and its Specified Creditors stood approved as per the Scrutinizer's Report dated 19.05.2025 submitted by NSEL to the Company.
2. M/s. 63SATS Cybertech Limited ("63SATS"), a Subsidiary of the Company, raised an amount aggregating to ₹ 10.62 crores by way of issue and allotment of 10,62,00,000 (Ten Crore Sixty-Two Lakh) equity shares of face value of

Re.1/- each, at par, on private placement basis, to various investors on 05th May, 2025 and subsequent to the said allotment, 63SATS ceased to be a Subsidiary of the Company. However, the Management control of 63SATS remains with the Company, as per the Articles of Association of the Company.

3. In terms of the Undertaking dated 11th April 2019, submitted by the Company to the Hon'ble Supreme Court and the Shareholder's approval dated 24th July 2025, obtained through Postal Ballot, the National Company Law Tribunal (NCLT) Committee at its meeting held on 13th August, 2025, approved the Company's subscription to the Rights Issue offered by its non-material subsidiary viz. National Spot Exchange Limited (NSEL), for ₹ 30 crores and the same was duly approved by the Audit Committee and Board of Directors of the Company.
4. Subsequent to SEBI order dated 03.12.2020, approval of shareholders was sought for sale of STP Gate Business Undertaking vide postal ballot Notice dated 25.10.2024. Pursuant to the postal ballot approval obtained from shareholders, the Company has completed the sale of Company's Straight Through Processing Messaging Solution, which enables brokers, fund houses for post trade straight through settlement of obligations ("STP-Gate Business Undertaking") has been completed to Synapsewave Innovations Private Limited (Synapsewave), on slump sale basis. All the closing formalities and Conditions Precedent were fulfilled, and the said transaction was completed on 09th September, 2025.
5. M/s. 63SATS raised an amount aggregating to ₹ 180 crores by way of issue and allotment of 18,00,00,000 (Eighteen Crores) equity shares of face value of Re.1/- each, at a premium of ₹ 9/- per share on private placement basis to various investors, on 09th September, 2025.
6. M/s. 63SATS raised an amount aggregating to ₹ 65.05 crores by way of issue and allotment of 6,50,50,000 (Six Crores Fifty Lakh and Fifty Thousand) equity shares of face value of Re.1/- each, at a premium of ₹ 9/- per share on private placement basis to various investors, on 10th October, 2025.
7. M/s. 63SATS issued and allotted 60 crores equity shares of face value Re. 1/- each to the Company, upon conversion of 6000 Zero Coupon Unsecured Optionally Fully Convertible Debentures (ZOFCDs) of face value ₹ 1,00,000/- each held by the Company on 12th December, 2025, subsequent to the said allotment, the shareholding of the Company in 63SATS increased to 65.27% and M/s. 63SATS again became a subsidiary of the Company.
8. The Company has received INR equivalent of USD 18,432,925 from NTT Data Group Corporation and 21,00,86,610 equity shares held by the Company in NTT Data Payment Services India Private Limited, have been transferred to the Account of NTT Data Group Corporation. As directed by the MPID Court Order dated 30th December,2025, the said consideration amount, after deducting applicable taxes, has been deposited by the Company in the designated bank account of the Competent Authority NSEL MPID as security in lieu of attachment. With the completion of the above sale of shares, NTT Data Payment Services India Private Limited has ceased to be an Associate of 63 moons technologies limited.
9. The Company at its 37th AGM, appointed M/s. BNP & Associates, Practising Company Secretaries, Mumbai (Firm Registration Number P2014MH037400) as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30.
10. The Shareholders of the Company, have approved the following items by way of Special Resolutions through Postal Ballot w.e.f. 24th July, 2025:
    (i) Appointment of Mr. Maheswar Sahu (IAS, Retd.) (DIN: 00034051) as Director (Non-Executive, Non-Independent) of the Company.
    (ii) Payment of remuneration to Mr. Maheswar Sahu (IAS, Retd.) (DIN: 00034051), Director (Non-Executive, Non-Independent) of the Company.
    (iii) Investment etc. in subsidiary of the Company / Approval of Related Party Transaction.
11. The Company received formal Warning Letters from BSE and NSE dated 20th February, 2026, stating that the disclosure filed on 27th January, 2026, regarding MSE's trading engine is not in compliance with Regulation 4(1)(c) of SEBI LODR Regulations and the same has been replied by the Company with clarifying statements and filed formal acknowledgements to both the Stock Exchanges.

For BNP & Associates
Company Secretaries
[Firm Regn. No. P2014MH037400]
PR No. 7353/2025

Place: Mumbai
Date: 12th August, 2026

Venkataraman Krishnan
Partner
ACS No: 8897 /COP No.: 12459
UDIN: A008897H001082882

*Note: This report is to be read with our letter of even date which is annexed as **"Annexure A"** and forms an integral part of this report.*

Annexure A

To,
The Members
63 Moons Technologies Limited

Our Secretarial Audit Report of even date is to be read along with this letter.

1. The Company's management is responsible for maintenance of secretarial records and compliance with the provisions of corporate and other applicable laws, rules, regulations and standards. Our responsibility is to express an opinion on the secretarial records produced for our audit.

2. We have followed such audit practices and processes as we considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.

3. We have considered compliance related actions taken by the Company based on independent legal/professional opinion obtained as being in compliance with law.

4. We have verified the secretarial records furnished to us on a test basis to see whether the correct facts are reflected therein. We also examined the compliance procedures followed by the company on a test basis. We believe that the processes and practices we followed, provides a reasonable basis for our opinion.

5. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

6. We have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.

7. Our Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For BNP & Associates
Company Secretaries
[Firm Regn. No. P2014MH037400]
PR No. 7353/2025

Place: Mumbai
Date: 12th August, 2026

Venkataraman Krishnan
Partner
ACS No: 8897 /COP No.: 12459
UDIN: A008897H001082882

ANNEXURE V(a)

AUDIT REPORT ON SECRETARIAL COMPLIANCES
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2026

To,
Ticker Data Limited
4th Floor, FT Tower,
CTS 256 & 257, Suren Road,
Chakala, Andheri (E),
Mumbai - 400093

I have conducted an audit of the secretarial compliances of the applicable statutory provisions and the adherence to good corporate practices by Ticker Data Limited (*hereinafter called the Company*). The Audit was conducted in a manner that provided me with a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the period ended on 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period under review according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

I have also examined compliance with the applicable clauses of the following:

i. Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

On the basis of the information provided to me, the Company received advances in the normal course of business, not more than 365 days old.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

There following changes were made in the composition of the Board of Directors during the year under review:-

a. Mrs. Ujjwala Deshpande (DIN: 07556885) was appointed as an Additional Independent Director, w.e.f 23rd February 2026, subject to approval of members;

b. Mr. Krupesh Bhansali was redesignated as an Independent Director, w.e.f 23rd February 2026, subject to approval of members.

Mrs. Poonam Venkatanrayanan ceased to be Whole Time Company Secretary of the Company w.e.f 2nd November 2025. Mrs. Priyanka Kunwar was appointed as the Whole Time Company Secretary w.e.f 23rd February 2026.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance. Where the meeting of the Board was called at shorter notice to transact urgent business, at least one Independent Director was present at such meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, if any.

The Company increased its paid-up share capital during the year under review by making the following allotment :-

a. 3,00,00,000 equity shares on rights basis;

b. 1,50,00,000 equity shares on preferential basis.

Further, 250 Zero Coupon Compulsorily Convertible Debentures of ₹ 10 Lakhs each were issued to identified persons on preferential basis.

The following eforms were filed with Ministry of Corporate Affairs with additional filing fees :-

a. MGT 14 for filing the Board resolution passed for revision in remuneration of the Managing Director;

b. MGT 14 for filing the Board resolution passed by the Board in the meeting held on 23rd February 2026, for appointment of Directors & Whole Time Company Secretary;

c. DIR 12 for the Directors and CS appointed in the Board meeting held on 23rd February 2026.

CS Abdul Karim Kazi
Practicing Company Secretary
Membership No : FCS 9088
CP No : 9538

Date : 31st July 2026
Place : Mumbai
UDIN : F009088H000994699

MANAGEMENT DISCUSSION & ANALYSIS

MANAGEMENT DISCUSSION & ANALYSIS

OVERVIEW

The current economic scenario is turbulent one emanating from geopolitical tensions of the ongoing wars in the Middle East that broke out in February 2026 and the Russia-Ukraine war continuing in its fifth year. These, nothing but the full-fledged wars, have disrupted various supply chains, including that of crude oil supplies, Gas, fertilizer, etc., that translate into disruptions to the energy sector, export of various commodity, among other sectors. The US-imposed high tariffs in the past year right from the start of CY2025 (calendar year 2025) have accentuated the general inflationary pressure impacting the overall economic activities, including trade. The current scenario, though, appears a bit precarious but has been well-managed by governments and central bankers across the world.

Amidst this disturbing economic environment, the global economy has maintained its steady growth, supported mainly by an uptick in investments in technology-driven segments. While the crisis has exacerbated the uncertainties by impacting crude oil supplies through the Hormuz Strait, leading to shortages and thereby escalating the prices, resulting in an inflationary spiral.

The Indian economy has maintained its growth momentum steady through this rough patch, and, indeed, it is a great feat to record a 7.7% growth during FY26 (fiscal year 2025–26) amidst these war-crisis-infested circumstances. This firm growth is largely attributed to robust consumption in the household segment, especially led by GST rate-slab revision by the Indian government in the second half of FY26, which gave a necessary push, and an uptrend is also witnessed in investment despite the visible and widespread cost pressures. India's exports remained strong, despite supply chain disturbances, particularly of services exports, supported by merchandise exports despite the haunting global crisis through 2025, and it continues to shroud the economic performance.

GLOBAL ECONOMIC OVERVIEW

Global economic growth has kept its steady momentum during CY25 to post a 3.4% growth to be just at par with CY24; this stable growth was supported by brisk investment in the technology sector on one hand and accommodative fiscal and monetary policies in several economies that have bolstered the economic sentiments while easing trade uncertainties to a large extent on the other. The constant growth witnessed the world over could be attributed to major economies facing elections during the year, giving a boost to the overall expenditure.

Growth outcomes diverged across economies, with Advanced Economies (AEs) witnessing a constant GDP growth of 1.8% in CY25 and in CY24, while Emerging Markets and Developing Economies (EMDEs) witnessed a marginal increase in growth at 4.7% in CY25 from 4.6% recorded in CY24.

Among the AEs, the US' GDP growth moderated to 2.1% in CY25 from 2.8% growth in CY24, which was largely attributed to the uneven global trade, as well as the longer US government shutdown, leading to a severe slowdown in government expenditure. However, some economic activities were stimulated a bit owing to an uptick in investments and spending in the technology sector, including the AI-related segment, that bolstered growth during Q4 of CY25.

The Euro economies continued to improve their growth, with 1.4% recorded in CY25 as against 0.9% growth during CY24, which was partly led by a sharp improvement in Germany, which recorded a growth of 0.2% in CY25, supported by enhanced fiscal expenditure by the government that helped reverse a decline of -0.5% posted in CY24 on one hand, while on the other hand, growth in France eased to 0.9% in CY25 from 1.1% recorded in the preceding year.

Among other major economies such as Japan and the UK, GDP growth improved. Japan's GDP growth reversed a decline of -0.2% in CY24 to a growth of 1.2% in CY25, while the UK's GDP grew at 1.3% in CY25, as compared with 1.1% growth in the previous year.

Among EMDEs, China recorded stable growth of 5% in CY25 on the back of the government's stimulus and an improvement in exports, while Brazil's economy moderated at 2.3% in CY25 against 3.4% growth during CY24.

Despite the war situation, global inflation eased to 3.4% in CY25 from 6.2% in CY24, which was largely led by a sharp decline in oil prices. In AEs, moderation was witnessed at 4.0% in CY25 as compared to 5.0% inflation in CY24, while EMDEs saw a much sharper moderation at 5.2% in CY25 from 8% recorded in the previous year.

As regards global trade, despite the disturbances following the tariff war, trading volumes sustained their pick-up during CY25, indicating an expansion of 5.1% over CY24. The improvement in trading activities was largely led by exports of technology-related products and other equipment; however, other merchandise exports witnessed muted growth.

As per the IMF's assessment, the global economy witnessed a steady expansion in the pace of economic activity during Q4 of CY25; however, the geopolitical conflict in the

Middle East is expected to once again derail the recovery. The direct and high impact of the crisis is expected to be felt across all economies in the coming times due to higher commodity prices. The inflationary pressure is expected to indirectly exert a strong influence from the second-order impact of higher inflation expectations, as well as volatility in global financial markets. Albeit the impact is unlikely to be uniform, with EMDEs being much more vulnerable due to high dependence on crude oil imports, along with rapidly depreciating currencies, the actual impact will depend on the duration and intensity of the conflict.

INDIAN ECONOMIC REVIEW

The Indian economy's performance demonstrated resilience, primarily driven by robust private consumption and investment trends that maintained its momentum despite the cost pressures resulting from high tariffs imposed by the US.

India, after a long wait, released the rebased gross domestic product (GDP) series to the new base year of 2022-23, replacing the earlier 2011-12 series as per the 2nd Advance Estimates. Based on the new series, GDP in FY26 is expected to grow at a solid pace of 7.7% compared with growth of 7.1% in FY25. This more-than-anticipated growth is attributable to the remarkable 7.8% growth witnessed in Q4 of FY26.

The growth in gross value added (GVA) has been pegged at 7.7% in FY26, surpassing the 7.3% growth recorded in FY25. Within this, the industrial sector's growth is expected to report a strong growth of 8.9% in FY26, largely led by the vibrant manufacturing sector. In fact, the Production Linked Incentive (PLI) schemes launched by the Indian government have proved to be a cornerstone of the Aatmanirbhar Bharat (Self-Reliant India) initiative that also promotes employment and global competitiveness. On the back of brisk activities, the manufacturing sector is expected to record healthy growth of 11.5% in FY26 after a significant growth of 9.3% in FY25.

Inflationary pressures have eased significantly in FY26 due to a decline witnessed in food inflation. These comfortable inflation numbers are on account of a new and rebased inflation series released this year with the base of the Consumer Price Index (CPI) series changed to 2024 from the earlier base year of 2011. The headline CPI averaged 2.1% in FY26, which more than halved compared to the previous year's 4.6% in FY25.

India's fiscal deficit for FY26 stood at 4.4% of the GDP for the year-ended March 31, 2026, which was in line with the government's revised estimates presented in February 2026.

In terms of India's performance on the external front, merchandise exports grew by 0.9% during FY26, against the growth of 0.1% recorded in FY25. During FY26, imports grew to 7.6%, showing a marginal rise of 6.9% over the last year.

On the back of RBI's active interventions, India's forex reserves saw a net accretion of US$22.7 bn in FY26, compared with a net accretion of US$19.8 bn in FY25. However, the Indian Rupee (INR) depreciated during FY26 by 9.9%, which was steeper than the depreciation of 2.4% witnessed in FY25, largely due to geopolitical tensions in the Middle East and Foreign Portfolio Investment (FPI) outflows.

Keeping the evolving macroeconomic and financial developments in mind, the RBI, in its monetary policy, reduced the policy repo rate cumulatively by 100 bps to 5.25% in FY26, while keeping it constant in February '26 and June '26. RBI changed the stance of the monetary policy from neutral to accommodative in April '25 and later reversed it to neutral in June '25, which has been retained as neutral since then.

ECONOMIC OUTLOOK FOR 2026-27

GLOBAL ECONOMY

With a war-torn global economy, the GDP is expected to be toned down, while global inflation is estimated to remain heightened in the coming months as the spillover effect of the war takes time to clear.

Global economic growth is expected to fall much more sharply to 2.8% in CY26 from 3.4% in CY25 under the current adverse scenario. This critical scenario assumes a more noticeable increase in oil prices and inflation expectations, while volatility in global financial market conditions is also expected to be much more significant. The impact on inflation is also expected to be much more pronounced, with global inflation expected to inch up to 5.4% in CY26.

Overall economic activities, including global trade, are expected to look up in 2027 in the hope of an early end to the Gulf War, leading to the subsequent return of normalcy in energy supplies and the continuation of easing of monetary policy in the coming months.

Within AEs, despite continued fiscal support and the lagged effect of policy rate cuts, the US economy is projected to grow at 2.5% in CY26 against 2.9% recorded in CY25, which is the lowest rate since the outbreak of the COVID-19 pandemic. Lower growth is also due to weaker prospects for other economies, including EMDEs depending on crude oil imports.

Growth in the Euro area, on the other hand, is projected to slow down to 0.8% in CY26 as compared to 1.4% recorded in CY25, largely due to higher oil prices, which will weigh heavily upon the overall performance. The moderation in growth is likely to be more pronounced in Japan, with GDP growth expected at 0.6% in CY26, which is lower relative to CY25, which was at 1.1%.

While the GDP growth of EMDEs is estimated to be lower at 3.8% in CY26 against 4.7% recorded in CY25, among the other EMDEs, China's growth rate has been pegged at 4.5% in CY26, lower than 5.0% recorded in CY25, owing to the impact of the housing sector crisis, declining labour force, and lower growth in productivity.

INDIAN ECONOMY

Amid the tensions in the Middle East and the weakened supply chains leading to a heightened risk of rising prices, the RBI lowered its GDP growth projection to 6.6% in FY27 from its previous projection of 6.9%. An assessment of the evolving macroeconomic, financial, and geopolitical situation, RBI's latest monetary policy states that it will continue with a neutral stance while maintaining the status quo in the repo rate at 5.25%, the reverse repo at 3.35%, and the bank rate at 5.50%. If one goes by the high-frequency indicators, domestic economic activity is expected to remain largely steady despite the outbreak of the conflict.

Going forward, however, the scenario remains wary of headwinds from war tensions and a super El Niño-led weak monsoon that could result in food supply-side shocks, which could further weigh upon inflation, which could further push central bankers to tighten financial conditions that may squeeze the overall economic performance.

As this Annual Report goes to print, there is a likelihood of the war coming to an end as the talk of a truce deal between the USA and Iran continues. However, the imminent truce deal between the warring nations needs to be an enduring one for the adverse impact of the war to gradually subside, though it could take a while to completely wipe off the effect. With the ongoing process of implementing the truce deal, oil prices may cool down, leading to softer inflation and stable financial markets across the globe that could further make central bankers return to an accommodative monetary policy regime, which could further brighten the prospects for better economic performance in the coming times.

NEW VISION MDA

With the advent of the new emerging technologies, your Company, 63 moons technologies, has envisioned an era enriched with the next-gen state-of-the-art technology solutions for mankind to uplift its lifestyle, and provide protection from cyber risks at the same time.

The newer technologies ushered in have influenced our personal, social, and professional lives, while they have presented us with the risks of cyber threats and probable cyberattacks, requiring the raising of cryptic protective walls to shield and prevent any loss due to such cyberattacks.

In a bid to secure one's digital life, CYBX the world's first B2C cutting-edge mobile cybersecurity app with embedded insurance protection has been launched by 63SATS. It is driven by the innovative technology of 63 moons technologies and stands as a groundbreaking mobile application designed to empower users to assert control over their digital security.

The easy-to-use Super App takes a dovetail approach in providing a protection shield as the requirement varies per one's need, and it provides security against spam calls, spam messages, harmful links, and a range of other cyberthreats through malware, phishing websites, Wi-Fi, and data breaches, among other loopholes in mobile phones' security that could put one's digital life at risk.

With CYBX, we are aspiring to be the market leader in providing cybersecurity with a gamut of advanced protection, thereby putting the user in control of one's digital life.

FINANCIAL POSITION AND RESULT OF OPERATIONS

Overview

The financial statements of the Company, including consolidated financial statements, have been prepared in accordance with the 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, as applicable.

The discussion on financial performance in the Management Discussion and Analysis related to the standalone financial statement of the Company.

Equity Share Capital

Your Company's authorised share capital is ₹ 3,000 lakhs, divided into 1,500 lakhs equity shares of ₹ 2 each. The paid up share capital of your company stood at ₹ 921.57 lakhs. During the year, there was no change in the paid-up share capital of your Company.

Other Equity

Your Company's other equity amounted to ₹ 303,212.38 lakhs as on March 31, 2026 as against ₹ 286,352.68 lakhs as on March 31, 2025. The addition is mainly on account of net profit for the year ₹ 17,465.55 lakhs (previous year net profit ₹ 594.85 lakhs)

During the year, there was no change in Securities premium account which stood at ₹ 41,746.62 lakhs as on March 31, 2026.

During the year, there was no change in General reserve which stood at ₹ 32,579.86 lakhs as on March 31, 2026.

Total Equity

Total equity stood at ₹ 304,133.95 lakhs as on March 31, 2026 as against ₹ 287,274.25 lakhs as on March 31, 2025.

Deferred Tax assets (net)

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. At the year end, your Company has reported accrual of total net deferred tax asset of ₹ 2,560.53 lakhs compared to ₹ 4,498.88 lakhs at the end of previous year.

Trade payable

At the end of the year, trade payables stood at ₹ 363.51 lakhs as compared to ₹ 449.50 lakhs at the end of previous year.

Other financial liabilities (current + non-current)

Other financial liabilities at the end of the year amounted to ₹ 12,330.82 lakhs as against of ₹ 11,360.58 lakhs at the end of previous year. It mainly includes ₹ 9,307.86 lakhs (previous year ₹ 8,754.92 lakhs) towards unpaid dividend, which has not been paid pursuant to the Hon'ble Bombay High Court's ad interim order dated September 30, 2015 inter alia restraining the Company from distributing any dividend or depositing the same in the dividend distribution account in accordance with the provisions of the Companies Act, 1956 (to be read as Companies Act, 2013) pending the final hearing and disposal of the Notice of Motion. The matter is pending for hearing.

Current tax assets and liabilities

Current tax assets at the end of the year amounted to ₹ 1,653.62 lakhs as against ₹ 2,450.67 lakhs at the end of previous year.

Other liabilities (current + non current)

Other liabilities at the end of the year amounted to ₹ 693.23 lakhs as against of ₹ 3,561.72 lakhs at the end of previous year. It mainly includes income received in advance / unearned revenue, statutory liabilities and other contractual obligations. The reduction is mainly due to reduction in income received in advance / unearned revenue during the year.

Provisions (current + non-current)

Total provisions as at the end of the year amounted to ₹1,674.05 lakhs as against of ₹1,481.73 lakhs at the end of the previous year. It mainly includes provision for employee benefits viz. provision for compensated absences and gratuity.

Lease Liability (current + non-current)

At the end of the year, lease liability, accounted in accordance with Indian Accounting Standard (Ind AS 116 Leases), stood at ₹ 222.44 lakhs as compared to ₹ 211.33 lakhs at the end of previous year. The increase in amount is mainly due to additional premises taken on lease.

Property, plant and equipment, right of use assets, investment properties and other intangible assets

The carrying value of property, plant and equipment, right of use assets, investment properties and other intangible assets is shown in the table below:

(₹ in lakhs)

As on March 31,	2026	2025
(A) Property, plant and equipment		
Freehold Land	4,836.18	4,836.18
Buildings	13,662.59	13,962.80
Office Equipment	799.64	566.04
Computer Hardware	776.04	847.97
Furniture and Fixtures	71.74	43.58
Vehicles	182.25	247.53
Total (A)	**20,328.44**	**20,504.10**
(B) Right of use assets	187.96	186.18
(C) Investment Property	9,608.50	9,818.56
(D) Other Intangible assets including Software, Trademarks etc.	125.64	32.50
Total (A+B+C+D)	**30,250.54**	**30,541.34**

Financial Investments (current + non-current)

The total financial investments (net of provision) as at March 31, 2026, were at ₹ 72,411.45 lakhs as compared to ₹ 66,872.13 lakhs as at March 31, 2025. The investments mainly comprised of investment in bonds, mutual funds and investments in subsidiaries. The increase in investments as compared to previous year was mainly on account of investment in subsidiaries and fair value gain in respect of mutual funds units.

Trade receivables

As at the end of year, trade receivables (net of provision) were at ₹ 390.27 lakhs as compared to ₹ 304.57 lakhs at the end of the previous year.

Cash & cash equivalents (including other bank balance)

At the end of the year cash & cash equivalent (including other bank balance) stood at ₹ 138,004.16 lakhs as compared to ₹ 161,047.80 lakhs at the end of the previous year. This included fixed deposits placed with banks ₹ 136,920.65 lakhs (Previous Year ₹ 159,834.41 lakhs). The decrease is mainly due to regrouping of long term bank deposits maturing within twelve months from other bank balances to non-current other financial assets.

Financial Assets:

loans (current + non-current)

At the end of the year, Loans and advances (current + non-current) (net of provision) amounted to ₹ 509.77 lakhs as against ₹ 509.77 lakhs at the end of previous year.

Other financial assets (current and non-current):

At the end of the year, other financial assets stood at ₹ 65,502.27 lakhs as against ₹ 31,167.90 lakhs at the end of the previous year. The increase is due to regrouping of long term bank deposits maturing after twelve months from the end of financial year from other bank balances to non-current other financial assets. It mainly includes fixed deposits with banks maturing after one year, deposit kept with Hon'ble Bombay High Court in respect of a legal matter, deposit kept with Competent Authority in respect of proceeds from sale of ODIN business undertaking & sale of shares in Associate company, interest accrued on fixed deposits / bonds, and other bank balances.

Other assets (current and non-current):

At the end of the year, other assets amounted to ₹ 8,135.94 lakhs as against ₹ 6,968.50 lakhs at the end of the previous year. It includes income tax paid for earlier years which are in appeals, prepaid expenses and advance for goods and services etc.

Revenue Analysis

During the year, revenue from operations (including discontinued operations) stood at ₹ 10,944.13 lakhs compared to ₹ 11,816.02 lakhs in the previous year. During the year ended March 31, 2025, the revenue from operations was higher as last year includes revenue from ODIN business undertaking and MATCH, Other Services and Components business undertaking till the date of sale i.e. January 20, 2025.

Other Income

During the year, other income stood at ₹ 15,727.42 lakhs as compared to ₹ 15,609.03 lakhs in the previous year. Other Income mainly includes interest from bonds, interest on bank deposits / investments, interest on Income tax refunds, gain / (loss) on fair valuation of financial assets, rental income etc.

Expense Review

During the year, employee benefits expenses (including discontinued operations) were at ₹ 8,118.83 lakhs as compared to ₹ 12,108.36 lakhs in the previous year.

Finance cost was ₹ 82.18 lakhs during the current year as compared to ₹ 93.85 lakhs during the previous year. Other expenses during the year were ₹ 9,747.69 lakhs as compared to ₹ 10,878.95 lakhs in the previous year.

Total expenses during the year was ₹ 19,211.33 lakhs as compared to ₹ 24,487.30 lakhs in the previous year.

Exceptional Items

During the year, exceptional items stood at profit of ₹ 11,692.43 lakhs compared to loss of ₹ 2,150.29 lakhs in previous year. Exceptional items during the year consists of profit on sale of STP gate business undertaking of ₹ 126.71 lakhs, Net gain on sale of shares in associate company of ₹ 14,565.72 lakhs and write off of investment in its subsidiary viz. National Spot Exchange of India Ltd amounting to of ₹ 3,000.00 lakhs.

Profit / (Loss)

Your Company has reported net profit during the year (including discontinued operations):

- Profit before finance cost, depreciation, exceptional items and tax was ₹ 8,805.03 lakhs, compared to profit of ₹ 4,437.74 lakhs in the previous year.
- Profit before tax and exceptional items was ₹ 7,460.23 lakhs, compared to Profit before tax and exceptional items ₹ 2,937.75 lakhs in the previous year.
- Profit before tax was ₹ 19,152.66 lakhs, compared to Profit before tax ₹ 787.46 lakhs in the previous year.
- Net Profit after tax was ₹ 17.465.55 lakhs, compared to Net Profit after tax ₹ 594.85 lakhs in the previous year.
- Other Comprehensive Loss, net of tax, for the year was ₹ 52.91 lakhs as compared to loss of ₹ 3.37 lakhs in the previous year.
- Total comprehensive Income for the year was ₹17,412.64 lakhs as compared to Total comprehensive income ₹ 591.48 lakhs in the previous year.

CAUTIONARY STATEMENTS

This report may contain forward-looking statements about 63 moons technologies limited and its group companies, including their business operations, strategy, and expected financial performance and condition. Forward-looking statements include statements that are predictive in nature, depend upon or refer to future events or conditions, or concern future financial performance (including revenues, earnings, or growth rates), possible future Company plans and actions. Forward-looking statements are based on current expectations and understanding about future events. They are inherently subject to, among other things, risks, uncertainties, and assumptions about the Company, economic factors, and the industry in general. The Company's actual performance and events could differ materially from those expressed or implied by forward-looking statements made by the Company due to, but not limited to, important factors such as general economic, political, and market factors in India and internationally, competition, technological change, and changes in Government regulations.

BUSINESS RESPONSIBILITY
&
SUSTAINABILITY REPORT

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L29142TN1988PLC015586
2.	Name of the Listed Entity	63 moons technologies limited
3.	Year of incorporation	1988
4.	Registered office address	Shakti Tower - II, 4th Floor, Premises -J 766, Anna Salai, Chennai - 600002
5.	Corporate address	FT Tower, CTS Nos. 256 & 257, Suren Road, Andheri (East) Mumbai - 400093
6.	E-mail	info@63moons.com
7.	Telephone	022 – 66868010
8.	Website	www.63moons.com
9.	Financial year for which reporting is being done	FY 2025-26 (April 1, 2025 to March 31, 2026)
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)
11.	Paid-up Capital	The paid-up equity share capital of the Company as on March 31, 2026, stood at ₹ 9,21,57,074 consisting of 4,60,78,537 equity shares of ₹ 2/- each
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Hariraj Chouhan, Company Secretary & Compliance Officer, Tel No. 022 – 66868010, E-mail Id – info@63moons.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	The disclosure under this report is made on standalone basis, unless specified in a particular disclosure.
14.	Name of assessment or assurance provider	NA
15.	Type of assessment or assurance obtained	NA

II. Products/services

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Computer programming, consultancy and related services	Software Services / Solutions	91.41%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

63 moons technologies limited is a software solutions provider company. The NIC Code is

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Computer programming, consultancy and related services	620	91.41%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	NA*	5	5
International	NA*	2 through subsidiaries	2

**As 63 moons technologies limited is an IT Services Company, we do not have any manufacturing plants.*

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	6
International (No. of Countries)	2 through subsidiaries

b. What is the contribution of exports as a percentage of the total turnover of the entity?

Exports contributes 0.65% of the total turnover of the entity on standalone basis.

c. A brief on types of customers

Our customers are mainly from Capital market, Banking and Financial services sectors.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	EMPLOYEES					
1.	Permanent (D)	414	340	82.13%	74	17.87%
2.	Other than Permanent (E)	37	32	86.49%	5	13.51%
3.	**Total employees (D + E)**	**451**	**372**	**82.48%**	**79**	**17.52%**
	WORKERS					
4.	Permanent (F)	NA	NA	NA	NA	NA
5.	Other than Permanent (G)	NA	NA	NA	NA	NA
6.	**Total workers (F + G)**	**NA**	**NA**	**NA**	**NA**	**NA**

*There are no workers on the rolls of the Company.

b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	DIFFERENTLY ABLED EMPLOYEES					
1.	Permanent (D)	Nil	Nil	Nil	Nil	Nil
2.	Other than Permanent (E)	Nil	Nil	Nil	Nil	Nil
3.	**Total differently abled employees (D + E)**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
	DIFFERENTLY ABLED WORKERS					
4.	Permanent (F)	NA	NA	NA	NA	NA
5.	Other than Permanent (G)	NA	NA	NA	NA	NA
6.	**Total differently abled workers (F + G)**	**NA**	**NA**	**NA**	**NA**	**NA**

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors#	7	1	14.29%
Key Management Personnel*	3	-	-

 # as on March 31, 2026

**Includes Managing Director & Chief Executive Officer, Whole-time Director & Chief Financial Officer and Company Secretary & Compliance Officer*

22. Turnover rate for permanent employees and workers

	FY 2025-26 (Turnover rate in current FY)			FY 2024-25 (Turnover rate in previous FY)			FY 2023-24 (Turnover rate in the year prior to the previous FY)		
	Male (%)	Female (%)	Total (%)	Male (%)	Female (%)	Total (%)	Male (%)	Female (%)	Total (%)
Permanent Employees	12	16	13	17	18	17	13	15	13
Permanent Workers	NA	NA	NA	NA	NA	NA	NA	NA	NA

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

Refer to Form AOC- 1 provided at page no. 26 of this Annual Report for information on subsidiary/associate companies/ joint ventures.

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes /~~No~~)

(ii) Turnover : ₹ 10,944.13 lakhs

(iii) Net worth : ₹ 3,03,986.36 lakhs

VII. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

- Employees may register their concerns through the dedicated e-mail address available (whistleblower@63moons.com) or by writing a letter to the Chairman of the Audit Committee. The Company encourages the employees to register their concerns/grievances, if any, and ensures that there is no discrimination or harassment of any kind against the employee who reports through vigil mechanism or participates in the investigation.
- Investors and shareholders may register their complaints/grievances through the grievance redressal mechanism in co-ordination with Company's Registrar and Transfer Agent M/s. KFin Technologies Limited. The details of Investor complaints received and resolved during the year is provided on page No. 81 of this Annual Report.
- Suppliers may provide their feedback either through e-mail to Head of the Procurement department. Company takes feedback and suggestions from its suppliers from time to time.
- Customers may raise grievances through the respective Customer account managers or by sending email at info@63moons.com.
- The Company monitors and track the complaints/grievances received from different stakeholders on an ongoing basis.

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
National	**(If Yes, then provide web-link for grievance redress policy)**	**Number of complaints filed during the year**	**Number of complaints pending resolution at close of the year**	**Remarks**	**Number of complaints filed during the year**	**Number of complaints pending resolution at close of the year**	**Remarks**
Communities	https://www.63moons.com/investors/corporate-governance/policies/Whistle-Blower-Policy.pdf	Nil	Nil	NA	Nil	Nil	NA
Investors (other than shareholders)		Nil	Nil	NA	Nil	Nil	NA
Shareholders		4	Nil	NA	5	Nil	NA
Employees and workers		Nil	Nil	NA	Nil	Nil	NA
Customers		Nil	Nil	NA	Nil	Nil	NA
Value Chain Partners		Nil	Nil	NA	Nil	Nil	NA
Other (please specify)		Nil	Nil	NA	Nil	Nil	NA

26. Overview of the entity's material responsible business conduct issues:

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format: NA

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	NA	NA	NA	NA	NA

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	N	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	N	Y	Y
c. Web Link of the Policies, if available	https://www.63moons.com/investors/corporate-governance/policies.html								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	N	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	N	N	N	N	N	N	N	N	N
4. Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	Policies have been formulated and implemented in accordance with National Guidelines on Responsible Business Conduct, requirements of the Companies Act, 2013 and SEBI Regulations, aligned with internationally renowned quality standards and models like ISO 9001:2015, ISO 14001:2015, ISO/IEC 27001:2022, ISO 20000-1:2018								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Not applicable								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Not applicable								
Governance, leadership and oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements *(listed entity has flexibility regarding the placement of this disclosure)*									
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	The Board of Directors of the Company and Stakeholders Relationship Committee is responsible for implementation and oversight of the Business Responsibility policies.								
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Yes, the Stakeholders Relationship Committee of the Board of Directors of the Company is responsible on decision making on sustainability related issues.								

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	The policies of the Company are reviewed periodically or on need basis by the Board. The effectiveness of the policies are reviewed and necessary changes to policies and procedures are implemented, if needed																	
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The Company is in compliance with the regulations, as applicable to the Company. Further, the compliance certificate on applicable laws is taken from the respective department heads on an Annual basis. Further, the Company has obtained ISO certifications viz., ISO 9001:2015, ISO 14001:2015, ISO/IEC 27001:2022, ISO 20000-1:2018 and there is regular compliance audit process on annual basis																	

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	The evaluation of the working of its policies is being done internally.

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	Not applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	Not applicable								
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	Not applicable								
It is planned to be done in the next financial year (Yes/No)	Not applicable								
Any other reason (please specify)	None								

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1 Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total Number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	15	Annual / quarterly financial performance & reporting / business review / budgets, Regulatory framework and updates, Legal status and updates, Products and Services updates	100%
Key Managerial Personnel	15	Annual / quarterly financial performance & reporting / business review / budgets, Regulatory framework and updates, Legal status and updates, Products and Services updates	100%
Employees other than BODs and KMPs	5	Skill upgradation, Health & Safety measures	83%
Workers	-	-	-

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

   During the year, Company has not paid any fines/ penalties/ punishment/ award/ compounding fees/ settlement which are material in nature.

   Monetary

	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	NA	NA	NA	NA	NA
Settlement	NA	NA	NA	NA	NA
Compounding fee	NA	NA	NA	NA	NA

   Non-Monetary

	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	NA	NA	NA	NA
Punishment	NA	NA	NA	NA

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed: Not applicable.

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
NA	NA

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

   Yes, our Code of Conduct complies with the legal requirements of applicable laws and regulations. All the policies are accessible at www.63moons.com.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	NA	NA

6. Details of complaints with regard to conflict of interest:

	FY 2025-26 (Current Financial Year)		FY 2024-25 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of Complaints received in relation to issue of conflict of interest of the Director	NIL	NIL	NIL	NIL
Number of Complaints received in relation to issues of conflict of interest of the KMPs	NIL	NIL	NIL	NIL

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest. Not applicable

8. Number of days of accounts payable ((Accounts Payable *365) / Cost of goods/services procured) in the following format:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Number of days of Accounts Payable	45 days	44 days

9. Open-ness of business

   Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	Not applicable, since 63 moons technologies limited is into service industry (Information Technology)	
	b. Number of trading houses where purchases are made from		
	c. Purchases from top 10 trading houses as % of total purchases from trading houses		
Concentration of Sales	a. Sales to Dealer / distributor as % of total sales	Not applicable, since 63 moons technologies limited is into service industry (Information Technology)	
	b. Number of dealers / distributors to whom sales are made		
	c. Sales to top 10 dealers / distributors as % of total sales to dealer / distributors		
Share of RPTs	a. Purchases (Purchase with related parties / Total Purchases)	4.02%	0.41%
	b. Sales (Sales to related parties / Total Sales)	1.59%	0.50%
	c. Loans & Advances (Loans & Advances given to related parties / Total loans & advances)	Nil	Nil
	d. Investments (Investments in related parties / Total Investments made)	73.61%	100%

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. Percentage of R&D and capital expenditure (Capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively. Not applicable

	Current Financial Year	Previous Financial Year	Details of improvements in environmental and social impacts
R&D	Nil	Nil	NA
Capex	Nil	Nil	NA

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No) – No.
   b. If yes, what percentage of inputs were sourced sustainably?
3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

   63 moons does not manufacture any products, hence it is not applicable. However, 63 moons has waste management strategies in place for its own operations, as mentioned on page no. 31 of this Annual Report.

   1. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same. Not applicable, 63 moons technologies limited falls within the IT Sector.

PRINCIPLE 3 Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. a. Details of measures for the well-being of employees:

% of employees covered by											
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
Category	Total (A)	Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	340	340	100%	340	100%	NA	NA	340	100%	NA	NA
Female	74	74	100%	74	100%	74	100%	NA	NA	NA	NA
Total	**414**	**414**	**100%**	**414**	**100%**	**74**	**17.87%**	**340**	**82.13%**	**NA**	**NA**
Other than Permanent employees											
Male	32	10	31.25%	10	31.25%	NA	NA	NA	NA	NA	NA
Female	5	0	0%	0	0%	NA	NA	NA	NA	NA	NA
Total	**37**	**10**	**27.03%**	**10**	**27.03%**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

   b. Details of measures for the well-being of workers:

% of workers covered by											
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
Category	Total (A)	Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
Other than Permanent workers											
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent)–

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Cost incurred on well-being measures as a % of total revenue of the company	0.57%	0.54%

2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	No. of Employees covered as a % of total employees	No. of worker-s covered as a % of Total workers	Deducted and deposit-ed with the authority (Y/N/N.A.)	No. of Employees covered as a % of total employees	No. of worker-s covered as a % of Total workers	Deducted and deposit-ed with the authority (Y/N/N.A.)
PF	85.02%	NA	Yes	84.35%	NA	Yes
Gratuity	100%	NA	Yes	100%	NA	Yes
ESI	15.94%	NA	Yes	1.59%	NA	Yes
Others – Please Specify	Nil	NA	NA	Nil	NA	NA

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Yes, the office is accessible for persons with disabilities.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes, the Company have an equal opportunity policy as per the Rights of persons with Disabilities Act, 2016. All the policies are accessible to all the employees at https://www.63moons.com/investors/corporate-governance/policies.html.

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	NA	NA
Female	100%	100%	NA	NA
Total	**100%**	**100%**	**NA**	**NA**

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (if yes, then give details of the mechanism in brief)
Permanent Workers	Not applicable
Other than Permanent Workers	
Permanent Employees	The grievance redressal mechanism is available through various medium be it through policies, be it e-mail, be it personal meet with HR as well as with Management.
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity: None

8. Details of training given to employees and workers:

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	340	30	8.82%	74	21.76%	312	126	40.38%	92	29.49%
Female	74	9	12.16%	47	63.51%	66	57	86.36%	28	42.42%
Total	**414**	**39**	**9.42%**	**121**	**29.23**	**378**	**183**	**48.41%**	**120**	**31.75%**

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Workers										
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

9. Details of performance and career development reviews of employees and worker:

   100% coverage for employees.

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	340	340	100%	312	312	100%
Female	74	74	100%	66	66	100%
Total	**414**	**414**	**100%**	**378**	**378**	**100%**
Workers						
Male	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

10. Health and safety management system:

    a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

       Yes, the Company understands its obligations around occupational hazards and has prioritize actions towards health and safety of its employees. Refer Human Resource para on page no.23 of Directors' Report. In addition to the above, canteen food is provided at subsidised rate & purified water is provided to all employees.

    b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

       Company encourages proactive approach and reporting through defined channels available to employees.

    c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N),

       Yes, all health and safety related concerns can be raised to HR through e-mail.

    d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

       Yes, First aid kits are provided on all floors reception. Wheel chair and stretcher is also available. Ambulance is arranged by the BMS team whenever required. Sick rooms are available for employees.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	NA	NA
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	NA	NA
No. of fatalities	Employees	Nil	Nil
	Workers	NA	NA
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	NA	NA

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

    Company has taken various initiatives to maintain hygiene & sanitation in the company premises. Hand sanitizers were made available at all entry points, regular temperature and oxygen level checking done during covid period and being made available as per requirements, mock drills for fire, earthquake as well as medical emergencies, monitoring of indoor air quality and cleaning of AC ducts, regular review of safety preparedness.

    Access to company premises is controlled by Access control system and the security guards are available on all floors and at all entry/exit points. The premises is under CCTV surveillance to ensure security of employees and the premises. Fire safety equipments like fire extinguishers, smoke detectors are installed at the office premises.

13. Number of Complaints on the following made by employees and workers:

	FY 2025-26 (Current Financial Year)			**FY 2024-25 (Previous Financial Year)**		
	Filed during the year	**Pending resolution at the end of year**	**Remarks**	**Filed during the year**	**Pending resolution at the end of year**	**Remarks**
Working Conditions	Nil	Nil	NA	Nil	Nil	NA
Health & Safety	Nil	Nil	NA	Nil	Nil	NA

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	All the offices were assessed for health, safety and working condition as part of the business operating process.
Working Conditions	

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

    Not applicable. As no significant risks arising from assessments of health & safety practices and working conditions.

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

   The key stakeholders identified are employees, investors, customers and suppliers. Stakeholders' expectations are taken into consideration while determining the Organization's materiality to ensure fair representation of key material areas.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	**Whether identified as vulnerable & Marginalized Group**	**Channels of Communication (E-mail, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website, Others)**	**Frequency of engagement (Annually/ Half yearly/ Quarterly/ Others – Please Specify)**	**Purpose and scope of engagement including key topics and concerns raised during such engagement**
Customers	No	Email	Continuous	• Customer Satisfaction • Product/ Services quality
Employees	No	Email, Website	Continuous	• Learning opportunities • Compensation Structure • Growth prospects • Developing safe work practices among employees
Investors	No	Email, Newspaper, Website	Continuous	• Investors and Shareholders queries, Complaints • Corporate Governance

PRINCIPLE 5 Businesses should respect and promote human rights

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

   During the financial year 2025-26 the Company didn't provide any training on human rights issues to its employees. However, the Company has imparted training on POSH through its online assessment training module. Further, in the coming years the Company will take endeavour to provide various other trainings to its employees.

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	414	305	73.67%	378	214	56.61%
Other than permanent	37	0	0%	44	0	0%
Total Employees	**451**	**305**	**67.63%**	**422**	**214**	**50.71%**
Workers						
Permanent	NA	NA	NA	NA	NA	NA
Other than permanent	NA	NA	NA	NA	NA	NA
Total Employees	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

2. Details of minimum wages paid to employees and workers, in the following format:

   All employees and Contractors have been paid more than the minimum wage in accordance with the applicable laws.

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent										
Male	340	NA	NA	340	100%	312	NA	NA	312	100%
Female	74	NA	NA	74	100%	66	NA	NA	66	100%
Other than Permanent										
Male	32	NA	NA	32	100%	37	NA	NA	37	100%
Female	5	NA	NA	5	100%	7	NA	NA	7	100%
Workers										
Permanent										
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Other than Permanent										
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

3. Details of remuneration/salary/wages:

a. Median remuneration / wages:

Please refer Annexure IV on page no. 35 of the Annual Report for Annual Report for BoD & KMP, please refer page no. 80 of Corporate Governance Report.

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors# (BoD)	6	6,75,000	1	16,75,000
Key Managerial Personnel (KMP)*	3	80,00,698	NIL	NA
Employees other than BoD and KMP	337	12,75,000	74	9,37,000
Workers	-	-	-	-

 # as on March 31, 2026.

Mr. Maheswar Sahu was appointed as Additional Director w.e.f. 20-05-2025 and as Director w.e.f. 24-07-2025.

**Includes Managing Director & Chief Executive Officer, Whole-time Director & Chief Financial Officer and Company Secretary & Compliance Officer.*

b. Gross wages paid to females as % of total wages paid by the entity:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Gross wages paid to females as % of total wages	11.17%	10.33%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, Mr. Pravin Sawant, CHRO, is responsible for addressing human rights issue.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

Company has grievance redressal mechanism which is governed in accordance with Code of Conduct. In addition, Company has Whistleblower mechanism to report and take appropriate action on any such practices.

6. Number of Complaints on the following made by employees and workers:

	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	NA	Nil	Nil	NA
Discrimination at workplace	Nil	Nil	NA	Nil	Nil	NA
Child Labour	Nil	Nil	NA	Nil	Nil	NA
Forced Labour/ Involuntary Labour	Nil	Nil	NA	Nil	Nil	NA
Wages	Nil	Nil	NA	Nil	Nil	NA
Other human rights related issues	Nil	Nil	NA	Nil	Nil	NA

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees / workers	Nil	Nil
Companies on POSH upheld	Nil	Nil

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Code of Business Conduct & Ethics and Whistleblower Policy provides the mechanism to prevent adverse consequences to the complainant discrimination and harassment cases.

9. Do human rights requirements form part of your business agreements and contracts?

   (Yes/No) Yes.

10. Assessments for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	100%
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

Note: 63 moons technologies limited internally monitors compliance with all applicable laws and policies pertaining to the above.

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

    We conduct periodical review to address risks and escalate to the next level in case of any issues. We ensure all applicable statutory compliances and there were no significant incidents and hence no corrective measures related to the above.

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. Details of total energy consumption (in Gigajoules, GJ) and energy intensity, in the following format:

Parameter	**FY 2025-26 (Current Financial Year)**	**FY 2024-25 (Previous Financial Year)**
From renewable sources		
Total electricity consumption (A) GJ	NA	NA
Total fuel consumption (B) GJ	NA	NA
Energy consumption through other sources (C) GJ (Solar)	129.32	153.49
Total energy consumed from renewable sources (A+B+C) GJ	**129.32**	**153.49**
From non-renewable sources		
Total electricity consumption (D) GJ	12707	11890
Total fuel consumption (E) GJ	10.54	7.54
Energy consumption through other sources (F) GJ	NA	NA
Total energy consumed from non- renewable sources (D+E+F) GJ	**12717.54**	**11897.54**
Total energy consumed (A+B+C+D+E+F) GJ	**12846.86**	**12051.03**
Energy intensity per rupee of turnover *(Total energy consumed / revenue from operations) GJ/Cr*	117.386	101.989
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) *(Total energy consumed / Revenue from operations adjusted for PPP)*	2358.284	2048.959
Energy intensity in terms of physical output GJ per Employee	**28.4853**	**28.5569**
Energy intensity (optional) – the relevant metric may be selected by the entity	NA	NA

** Note - For FY 2024-25 energy data has been updated to reflect refinements in the Solar Energy allocation methodology and the electricity consumption reporting. Based on the revised methodology, for FY 2024-25 the total energy consumption stands at 12051.03 GJ, and all corresponding energy intensity metrics have been recalculated.*

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

   No, the Company is not covered under Performance, Achieve and Trade (PAT) Scheme of the Government of India.

3. Provide details of the following disclosures related to water:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	8533	9524
(ii) Groundwater	NA	NA
(iii) Third party water	NA	NA
(iv) Seawater / desalinated water	NA	NA
(v) Others	NA	NA
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	8533	9524
Total volume of water consumption (in kilolitres)	8533	9524
Water intensity per rupee of turnover *(Total Water consumption / revenue from operations)* **KL/Cr**	77.969	80.602
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) *(Total Water consumption / revenue from operations adjusted for PPP)*	1566.3912	1619.3022
Water intensity in terms of physical output KL per Employee	18.92	22.57
Water intensity *(optional)* – the relevant metric may be selected by the entity	NIL	NIL

** Restated figure — FY 2024-25 water consumption data has been restated to reflect the 63 moons technologies limited's water consumption figures. The total 9524 KL reflects the Company's proportionate share in water consumption. All related water intensity metrics have been recalculated accordingly.*

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No

4. Provide the following details related to water discharged:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
• No treatment	0	0
• With treatment – please specify level of treatment	0	0
(ii) To Groundwater		
• No treatment	0	0
• With treatment – please specify level of treatment	0	0
(iii) To Seawater		
• No treatment	0	0
• With treatment – please specify level of treatment	0	0
(iv) Sent to third-parties		
• No treatment	0	0
• With treatment – please specify level of treatment	0	0
(v) Others		
• No treatment	0	0
• With treatment – please specify level of treatment	0	0
Total water discharged (in kilolitres)	**0**	**0**

** 63 moons technologies limited operates from office premises where wastewater generated from office operations is recycled as per the practice of the office Building Maintenance System (BMS) in compliance with local environmental regulations. Specific discharge volumes are not separately monitored by the Company, as wastewater management is handled by BMS.*

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

   Not applicable. Water is recycled as per the practice of the office Building Maintenance System.

6. Please provide details of air emissions (other than GHG emissions) by the entity: Air emissions (other than GHG emissions) by the entity are insignificant and not being tracked.

Parameter	Please specify unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
NOx	-	NA	NA
SOx	-	NA	NA
Particulate matter (PM)	-	NA	NA
Persistent organic pollutants (POP)	-	NA	NA
Volatile organic compounds (VOC)	-	NA	NA
Hazardous air pollutants (HAP)	-	NA	NA
Others – please Specify	-	NA	NA

** 63 moons technologies limited is into IT services and does not engage in manufacturing activities that generate significant air emissions and hence do not produce measurable NOx, SOx, etc.*

The DG sets are operated only during power outages and hence the air emissions of pollutants (other than GHGs) are not material.

Air quality is monitored by BMS to ensure compliance with indoor air quality guidelines.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity:

Parameter	Unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	-	NA	NA
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	-	NA	NA
Total Scope 1 and Scope 2 emissions per rupee of Turnover (Total scope 1 and scope 2 GHG emissions / Revenue from operations)	-	NA	NA
Total Scope 1 and Scope 2 emissions integrity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total scope 1 and scope 2 GHG emissions / Revenue from operations adjusted for PPP)	-	NA	NA
Total scope 1 and scope 2 emission intensity in terms of physical output	-	NA	NA
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	-	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details. No
9. Provide details related to waste management by the entity:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	0.285	0.166
E-waste (B)	NA	NA
Bio-medical waste (C)	NA	NA
Construction and demolition waste (D)	NA	NA
Battery waste (E)	NA	NA
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	NA	NA
Other Non-hazardous waste generated (H). *Please specify, if any.* (Break-up by composition i.e. by materials relevant to the sector)	NA	NA
Total (A+B + C + D + E + F + G + H)	**0.285**	**0.166**

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations) MT/Cr	0.0026	0.0014
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.0522	0.0281
Waste intensity in terms of physical output MT per Employee	**0.0006**	**0.0004**
Waste intensity (optional) – the relevant metric may be selected by the entity	NA	NA
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	0.285	0.166
(ii) Re-used	NA	NA
(iii) Other Recovery Operations	NA	NA
Total	**0.285**	**0.166**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	NA	NA
(ii) Landfilling	NA	NA
(iii) Other Disposal Operations	NA	NA
Total	**NA**	**NA**

** Restated figure — FY 2024-25 waste generated data has been restated to reflect the 63 moons technologies limited's relevant figures. The previously reported figure included the entire building's waste generation. The total 0.166 MT reflects the Company's proportionate share in waste generation. All related waste intensity metrics have been recalculated accordingly.*

As an IT services company, other waste categories are not applicable. General office waste is managed through BMS and municipal services.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

    Your Company being an IT company, does not manufacture physical products and therefore does not use hazardous or toxic chemicals in any of the process. The waste generated by the company is disposed through government approved e-waste recyclers.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required:

    None of our offices are in/around ecologically sensitive areas.

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
1.	NA	NA	NA
2.	NA	NA	NA

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
NA	NA	NA	NA	NA	NA
NA	NA	NA	NA	NA	NA

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Yes, the Company is complied with applicable environmental laws/regulations/ guidelines

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
	NA	NA	NA	NA

PRINCIPLE 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations.

   ASSOCHAM, FICCI, CII, EU, AIMA

   b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	ASSOCHAM	National
2	FICCI	National
3	CII	National
4	EU	National
5	AIMA	National

2. Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.

   None

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

   As per provisions governing CSR activities, the Company will conduct SIA's, wherever applicable.

Name of brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Result Communicated in public domain (Yes/ No)	Relevant Web link
Not applicable					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity:

   Not applicable

S. No.	Name of project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (in INR)
1.	NA	NA	NA	NA	NA	NA
2.	NA	NA	NA	NA	NA	NA

3. Describe the mechanisms to receive and redress grievances of the community.

   The Community stakeholders have the option of sharing their concerns with us through e-mail mentioned on our website, in addition to the Grievance Redressal.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

   Not applicable, being a software Company.

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Directly sourced from MSMEs/ small producers	Nil	Nil
Sourced directly from within the district and neighbouring districts	Nil	Nil

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Rural	-	-
Semi-urban	-	-
Urban	-	-
Metropolitan	100%	100%

(Place to be categorized as per RBI Classification System – Rural/ Semi-urban / Urban / Metropolitan)

PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

   Customers may raise grievances through the respective Customer account managers or by sending email at info@63moons.com

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about: Not applicable

	As a percentage to total turnover
Environmental and social parameters relevant to the product	NA
Safe and responsible usage	NA
Recycling and/or safe disposal	NA

3. Number of consumer complaints in respect of the following: The Company is committed to deliver the services and solutions which exceeds customer expectations. No severe/serious complaints from customers were received.

	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	None	None	None	None	None	None
Advertising	None	None	None	None	None	None
Cyber-security	None	None	None	None	None	None
Delivery of essential services	None	None	None	None	None	None
Restrictive Trade Practices	None	None	None	None	None	None
Unfair Trade Practices	None	None	None	None	None	None
Other	None	None	None	None	None	None

4. Details of instances of product recalls on account of safety issues: Not applicable

	Number	Reasons for recall
Voluntary recalls	NA	NA
Forced recalls	NA	NA

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

   Yes, 63 moons is committed towards protecting the data of its customers and employees. The Company also have a business contingency plan for mitigation in case of cyber security issues or data breaches. All policies are accessible at www.63moons.com.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services:

   No regulatory action has been done regarding advertising, essential services, cyber security, data privacy or product recalls.

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches	Nil
b. Percentage of data breaches involving personally identifiable information of customers	Nil
c. Impact, if any, of the data breaches	NA

CORPORATE GOVERNANCE

CORPORATE GOVERNANCE

REPORT ON CORPORATE GOVERNANCE

In accordance with Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) the detailed report on Corporate Governance of 63 moons technologies limited for the Financial Year 2025-26 is set out hereunder:

1. COMPANY’S PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE

Your Company’s corporate governance philosophy is founded on the principles of trusteeship, transparency, empowerment, accountability, consistency and ethical corporate behaviour.

Your Company adheres to the corporate governance requirements prescribed under the applicable Listing Regulations and continuously strives to adopt globally emerging best practices.

The Company’s governance framework is based on the following principles:

- A well informed and Independent Board to ensure highest standards of corporate governance;
- Systems and processes in place for Internal control;
- Board overseeing function of Company’s Management and thus protects long term interests of stakeholders;
- Timely disclosure of requisite material, operational and financial information to the stakeholders.

Governance Structure

The Corporate Governance structure at 63 moons technologies limited is as follows:

a) **Board of Directors:** The Board provides leadership, guidance, an objective and an independent view to the Company’s management to have a long-term vision to improve the quality of governance and ensure that the management complies with ethics, transparency and disclosure requirements. The Company has an established framework for the meetings of the Board and Board Committees. The Board periodically reviews related party transactions, risk mitigation measures and presentations from the MD & CEO, Business heads, CFO and Company Secretary.

b) **Committees of the Board:** Board Committees are the pillar of corporate governance. In this background various committees, statutory as well as non-statutory, are formed, for improving Board effectiveness and efficiency where more focused, specialized and technically oriented discussions are required. Committees enable better management of the Board’s time and allow in-depth scrutiny and focused attention. The Board has constituted the following mandatory committees viz., Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility (CSR) Committee, Stakeholders Relationship Committee and Risk Management Committee apart from non-mandatory committees, details of which are provided in the relevant sections of this Report. Each of the Committees has been mandated to operate within a given framework.

Governance Policies

The Company has adopted various codes and policies to carry out its duties in an ethical manner and to ensure transparency in dealing with all stakeholders. Some of the codes and policies are:

- Code of Conduct for Board and Senior Management
- Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons
- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
- Vigil Mechanism and Whistle Blower Policy
- Corporate Social Responsibility Policy
- Policy for Determining Material Subsidiaries
- Policy on Related Party Transactions
- Policy for Determination of Materiality of Events or Information
- Nomination and Remuneration Policy
- Archival Policy

2. BOARD OF DIRECTORS (BOARD)

2.1 Composition and Category of Board of Directors

The Board comprises an optimum combination of Executive and Non-Executive Directors (including Independent and Non- Independent Directors) with a diverse mix of age, experience & professional background which enables the Board to discharge its responsibilities and provide effective entrepreneurial leadership to the business.

As on 31st March, 2026, the Board consisted of nine (9) professionally competent members, comprising one Managing Director, one Whole-time Director, three Non-Executive Independent Directors and four Non-Executive Non-Independent Directors. The composition of the Board is in conformity with the requirements of Section 149 of the Companies Act, 2013 (the "Act") and Regulation 17 of the Listing Regulations.

The position of the Chairman of the Board and Chief Executive Officer are held by separate individuals, where the Chairman of the Board is a Non-Independent Non-Executive Director.

None of the Directors of your Company are inter-se related to each other.

None of the Directors of the Company holds any equity shares or convertible instruments of the Company.

The composition of the Board as on 31st March, 2026 is set out in the table below:

Name of Director	Director Identification Number (DIN)	Designation	Category	Shareholding in the Company as of 31st March, 2026 (No. of shares)
Mr. Venkat Chary	00273036	Chairman	Non-Independent, Non-Executive Director	Nil
Justice Deepak Verma (Retd.)	07489985	Director	Independent, Non-Executive Director	Nil
Mrs. Chitkala Zutshi	07684586	Director	Independent, Non-Executive Director	Nil
Mr. Kanekal Chandrasekhar	06861358	Director	Independent, Non-Executive Director	Nil
Mr. Maheswar Sahu[1]	00034051	Director	Non-Independent, Non-Executive Director	Nil
Mr. Sunil Shah	02569359	Director	Non-Independent, Non-Executive Director	Nil
Mr. Devender Singh Rawat	02587354	Director	Non-Independent, Non-Executive Director	Nil
Mr. S. Rajendran	02686150	Managing Director & CEO	Executive Director	Nil
Mr. Devendra Agrawal	03579332	Whole-time Director & CFO	Executive Director	Nil
Mr. Satyananda Mishra[2]	01807198	Director	Nominee Director	Nil
Dr. Malini V. Shankar[3]	01602529	Director	Nominee Director	Nil
Mr. Parveen Kumar Gupta[4]	02895343	Director	Nominee Director	Nil

[1] *Appointed as an Additional Director w.e.f. 20th May, 2025 and subsequently appointed as a Director w.e.f. 24th July, 2025.*

[2, 3, 4] *Based on Hon'ble NCLAT order dated 12th March, 2020, Ministry of Corporate Affairs (MCA) vide its order dated 16th March, 2020 had communicated to the Company about appointment of three Nominee Directors on their Board with immediate effect. The Company had filed an appeal challenging the order dated 12th March, 2020, passed by Hon'ble NCLAT before Hon'ble Supreme Court along with an application for stay of the Order passed by MCA. Hon'ble Supreme Court has vide its order dated 9th March, 2022 stayed the NCLAT order and consequently MCA order dated 16th March, 2020 remain stayed. Further, the Hon'ble Supreme Court vide its order dated 13th April, 2026 has kept the NCLT and NCLAT order(s) in abeyance.*

2.2 Independent Directors

Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Act alongwith Rules framed thereunder. Independent Directors bring an objective view and valuable outside perspective to the Board deliberations. They act as the guardians of the interest of all stakeholders, especially in the areas of potential conflict of interest. The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence laid down under the Act and the Listing Regulations. Further, pursuant to the notification dated 22nd October, 2019 issued by the Ministry of Corporate Affairs, Independent Directors have completed the registration with the Independent Directors Databank and the Company has received requisite disclosures in this regard. The Board of Directors, based on the declaration(s) received from the Independent Directors, have verified the veracity of such disclosures and confirm that the Independent Directors fulfil the conditions of independence specified in the Listing Regulations and are independent of the management of the Company.

A formal letter of appointment stating the terms and conditions of appointment of Independent Directors, as required under the Act and the Listing Regulations is posted on the website of the Company (Weblink: https://www.63moons.com/investors/corporate-governance/policies/terms-and-conditions-of-appointment-of-Independent-Director.pdf)

2.3 Skills, Expertise and Competencies of Directors

Considering the present state of affairs of the Company mainly revolving around treasury management, existing business operation, follow up on numerous legal cases, general corporate governance, support of administration etc., the Board identified the following core skills / expertise / competencies amongst its members for the Board to function effectively:

- Legal and Regulatory compliance;
- Treasury management, banking & investments;
- Corporate Governance;
- Functional and managerial experience, knowledge and skills in accounting, finance and audit, Taxation, general management practices, crisis response and management, human resources, risk management, senior level government experience and academic background;
- Diversity of thought, experience, knowledge, perspective, gender and culture.

Board Membership Criteria/skills:

The Board comprises eminent personalities and leaders in their respective fields. The Nomination and Remuneration Committee (NRC) alongwith the Board identifies the candidate based on well defined selection criteria viz., qualifications, skills, expertise, diversity and experience etc. In case of appointment of Independent Directors, the NRC Committee satisfies itself with regards to the independence of Directors to enable the Board to discharge its functions and duties effectively. As required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, all the Independent Directors have registered themselves with the Independent Directors Databank. The Board and NRC ensures that the candidates identified for appointment as Directors are not disqualified for appointment under Section 164 and other applicable provisions of the Act.

The NRC has identified the following core skills, expertise and competencies required in the context of the Company's business which are available with the Board:

Skills	Definition
Wide Management and Leadership experience	Strong management and leadership experience, strategic planning, operations in technology, banking, investments and finance, senior level Government experience and academic administration.
Strategy and Planning	Advising and guiding management team in deciding various business related strategies, decision making process in uncertain environment.
Corporate Governance, Risk and compliance	Experience in developing best governance practices, managing stakeholders interest and Company's responsibility towards customers, employees, suppliers, regulatory bodies. To identify key risks associated with the Company including legal, regulatory framework and its mitigation.
Functional and managerial experience	Knowledge and skills in Accounting and finance, Taxation, crisis response and management, industry knowledge, sales and marketing.
Global exposure	Understanding of global business dynamics across various international markets and guiding the management.

2.4 Board Meetings

Decisions relating to business strategies, legal issues, risks, policies and operations of the Company are taken at the meetings of the Board, which are held periodically. Notice of the meetings, together with the detailed agenda, explanatory notes and other material information, is circulated to the Directors well in advance to enable them to prepare for and participate effectively in the deliberations and decision-making process. However, in case of business exigencies, matters requiring the Board's approval are approved by passing resolutions by circulation in accordance with the applicable provisions of law, and such resolutions are placed before the Board for noting at its subsequent meeting.

2.4.1 Number of Board Meetings held and the dates thereof

The Board of Directors met four (4) times during the year. The meetings were held on 20th May, 2025, 12th August, 2025, 29th October, 2025 and 10th February, 2026. The necessary quorum was present in all the meetings convened after adequate notice as required under applicable law. Further, video conferencing facilities were also provided to facilitate Directors travelling or who were at other locations to participate in the meetings.

2.4.2 Attendance at the Board Meetings and the last Annual General Meeting

The table mentioned below provides the attendance record of the Directors at the Board Meetings held during financial year 2025-26 as well as the last Annual General Meeting, which was held on 24th September, 2025. It also provides details of the number of other Directorships and the chairmanship / membership of committees held by Directors in various public companies as on 31st March, 2026.

Name of Director	No. of Board Meetings held during respective tenure of Director	Attendance Particulars		No. of other Directorships and Committee Membership / Chairmanship		
					Committee	
		Board Meetings	Last AGM	Directorship of other Indian Public Companies	Membership	Chairmanship
Mr. Venkat Chary	4	4	Yes	-	-	-
Justice Deepak Verma (Retd.)	4	4	Yes	2	3	-
Mrs. Chitkala Zutshi	4	4	Yes	1	1	-
Mr. Kanekal Chandrasekhar	4	4	Yes	1	2	2
Mr. Maheswar Sahu	3	3	No	9	5	2
Mr. Sunil Shah	4	4	Yes	-	-	-
Mr. Devender Singh Rawat	4	4	Yes	-	-	-
Mr. S. Rajendran	4	4	Yes	-	-	-
Mr. Devendra Agrawal	4	4	Yes	4	-	-

Notes:

1. Comprises directorship, membership & chairmanship of committees of Indian Public Limited Companies only.
2. The committees considered for the above purpose are those specified under Regulation 26 of the Listing Regulations i.e. the Audit Committee and the Stakeholders' Relationship Committee.
3. None of the Directors on the Board holds directorship in more than ten public companies. Further, none of them is a member of more than ten committees or the chairperson of more than five committees across all the public companies in which he/she is a Director.
4. Brief profiles of each of the above Directors are available on the Company's website (www.63moons.com).

2.4.3 Board Support

The Company Secretary attends the Board / Committee meetings and provides guidance and inputs to the Board on compliance with applicable laws, regulations and corporate governance matters.

2.4.4 Post meeting mechanism

The important decisions taken at the Board / Committee meetings are communicated to the concerned departments / divisions by the Secretarial Department for necessary action.

2.4.5 Familiarization programme for Independent Directors

The Company had conducted various sessions during the financial year to familiarize Independent Directors with the Company's annual / quarterly financial performance & reporting, business review, budgets, regulatory framework and updates, legal status and updates.

The details of such familiarization programs are available on the website of the Company and can be accessed at https://www.63moons.com/investors/corporate-governance/policies/familiarization-programme-FY2025-26.pdf

At the time of appointment, each Independent Director is issued a formal letter of appointment setting out, inter alia, the role, functions, duties and responsibilities expected from an Independent Director of the Company. The Directors are also explained in detail the compliance required under the Act, applicable Listing Regulations and other relevant regulations. Further, the necessary declarations, disclosures and affirmations, as required under the applicable laws and regulations, are obtained from the Independent Directors from time to time.

2.4.6 Code of Conduct

The Company has formulated and implemented a Code of Conduct for the Board of Directors and Senior Management Personnel (one level below the Board) of the Company. Annual affirmation of compliance with the Code has been made by the Directors and Senior Management Personnel of the Company. The

Code has also been posted on the website of the Company (Weblink: https://www.63moons.com/investors/corporate-governance/policies/Code-of-Conduct.pdf). The necessary declaration by the Managing Director & CEO of the Company regarding compliance with the Code of Conduct by Directors and Senior Management Personnel of the Company for the financial year ended 31st March, 2026 forms part of this Corporate Governance Report.

2.4.7 Conflict of Interest

The Company's code of conduct provides for the Directors, Senior Management and employees to avoid engaging in any dealings which may result in a conflict with the interests of the Company. If any such conflicts exists, they are required to make adequate disclosures to the Board or to the Compliance Officer of the Company. An interested Director neither participates in the meeting nor votes in respect of any item in which he/she is interested. The Board members furnish the Company on an annual basis, details of their directorship and committee positions in other companies, including chairmanship and notify any changes during the year. Such disclosures are placed before the Board. Members of the Board avoid conflict of interest while participating in the decision-making process and discharging their duties.

2.4.8 Insider Trading Policy

The Company has formulated 'Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons', 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' and 'Policy for Procedure of Inquiry in case of leak of UPSI', in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, to deter insider trading in the securities of the Company based on Unpublished Price Sensitive Information (UPSI). The aforesaid policies are amended from time to time reflecting the changes brought in by SEBI in the Insider Trading Regulations. The Code of Practices and Procedures for Fair Disclosure of UPSI is available on the website of the Company (Weblink: https://www.63moons.com/investors/corporate-governance/policies/code-of-practices-and-procedures-for-fair-disclosure-of-upsi.pdf)

2.5 The details of directorship of the Company's Directors in other Indian public limited Companies as on 31st March, 2026 are given below:

Sr. No.	Name of the Director	Other Listed Company Directorship (alongwith category of directorship)	Other Directorship details
1	Mr. Venkat Chary	Nil	Nil
2	Justice Deepak Verma (Retd.)	Alpex Solar Limited – Independent Director	Ticker Limited
3	Mrs. Chitkala Zutshi	Birla Corporation Limited – Independent Director	Nil
4	Mr. Kanekal Chandrasekhar	Trualt Bioenergy Limited – Independent Director	Nil
5	Mr. Maheswar Sahu	(i) Maruti Suzuki India Limited – Independent Director, (ii) Diamond Power Infrastructure Limited – Independent Director, (iii) Ambuja Cements Limited – Independent Director, (iv) IMP Powers Limited – Independent Director (v) Fynx Capital Limited – Non-Executive, Non-Independent Director	(i) Powerica Limited, (ii) Mahindra World City (Jaipur) Limited, (iii) GSEC Limited, (iv) Deepak Phenolics Limited
6	Mr. Sunil Shah	Nil	Nil
7	Mr. Devender Singh Rawat	Nil	Nil
8	Mr. Devendra Agrawal	Nil	(i) IBS Forex Limited (under Liquidation), (ii) Financial Technologies Communications Limited, (iii) 63SATS Cybertech Limited, (iv) FT Knowledge Management Company Limited
9	Mr. S. Rajendran	Nil	Nil

2.6 Information provided to the Board

The Board of the Company is presented with all the information, whenever applicable and materially significant. This information is submitted either as a part of agenda papers or tabled before the Board Meeting or circulated to the members of the Board. This information inter-alia includes:

- Annual operating plans and budgets and half-yearly review on its adherence.
- Capital budgets and any updates.
- Quarterly results for the Company and its operating divisions or business segments.
- Minutes of meetings of audit committee and other committees of the board of directors.
- The information on recruitment and remuneration of senior officers just below the level of Board of Directors, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Show cause, demand, prosecution notices and penalty notices, which are materially important.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company.
- Any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that may have negative implications on the Company.
- Details of any joint venture or collaboration agreement.
- Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.
- Any significant development in Human Resources / Industrial Relations front, like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business.
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- Quarterly disclosures as submitted to stock exchanges.
- Quarterly Legal MIS and status update on ongoing legal cases.
- Quarterly review and noting of Related Party Transactions.
- Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.

3 BOARD COMMITTEES:

Details of the Board Committees are provided hereunder:

a) Audit Committee

Mrs. Chitkala Zutshi – Non-Executive, Independent Director (Chairperson of the Committee)

Mr. Venkat Chary – Non-Executive, Non-Independent Director (Member)

Mr. Kanekal Chandrasekhar – Non-Executive, Independent Director (Member)

b) Nomination & Remuneration Committee

Mr. Kanekal Chandrasekhar – Non-Executive, Independent Director (Chairman of the Committee)

Mr. Venkat Chary – Non-Executive, Non-Independent Director (Member)

Mrs. Chitkala Zutshi – Non-Executive, Independent Director (Member)

c) Stakeholders' Relationship Committee

Mr. Deepak Verma – Non-Executive, Independent Director (Chairman of the Committee)

Mr. Venkat Chary – Non-Executive, Non-Independent Director (Member)

Mr. S. Rajendran – MD & CEO (Member)

d) Corporate Social Responsibility Committee

Mrs. Chitkala Zutshi – Non-Executive, Independent Director (Chairperson of the Committee)

Mr. Sunil Shah – Non-Executive, Non-Independent Director (Member)

Mr. S. Rajendran – MD & CEO (Member)

e) Risk Management Committee

Mr. Kanekal Chandrasekhar – Non-Executive, Independent Director (Chairman of the Committee)

Mr. S. Rajendran – MD & CEO (Member)

Mr. Devendra Agrawal – Whole-time Director & CFO (Member)

f) Investment Committee

Mr. Kanekal Chandrasekhar – Non-Executive, Independent Director (Member)

Mr. Sunil Shah – Non-Executive, Non-Independent Director (Member)

Mr. S. Rajendran – MD & CEO (Member)

Mr. Devendra Agrawal – Whole-time Director & CFO (Member)

g) Restructuring Committee

Mr. Venkat Chary – Non-Executive, Non-Independent Director (Chairman of the Committee)

Mrs. Chitkala Zutshi – Non-Executive, Independent Director (Member)

Mr. Kanekal Chandrasekhar – Non-Executive, Independent Director (Member)

Mr. S. Rajendran – MD & CEO (Member)

h) Governance Committee

Mr. Kanekal Chandrasekhar – Non-Executive, Independent Director (Chairman of the Committee)

Mr. Sunil Shah – Non-Executive, Non-Independent Director (Member)

Mr. Devendra Agrawal – Whole-time Director & CFO (Member)

j) National Company Law Tribunal Committee (NCLT Committee)*

Justice G. P. Mathur (Retd.) – Appointed by NCLT (Chairman of the Committee)

Dr. Anup K. Pujari – Nominated by Union of India

Mr. Kanekal Chandrasekhar – Non-Executive, Independent Director

Mr. S. Rajendran – MD & CEO

Mrs. Chitkala Zutshi – Non-Executive, Independent Director

**Constituted by NCLT, New Delhi*

4 AUDIT COMMITTEE

4.1 Composition, Names of Members and Chairperson

The Audit Committee comprises of two Independent Directors and one Non-Executive, Non Independent Director:

Name of the Member	Designation	Category
Mrs. Chitkala Zutshi	Chairperson	Non-Executive, Independent Director
Mr. Venkat Chary	Member	Non-Executive, Non-Independent Director
Mr. Kanekal Chandrasekhar	Member	Non-Executive, Independent Director

The Composition of the Audit Committee is in compliance with the provisions of Section 177 of the Act and Regulation 18 of the Listing Regulations.

4.2 Powers of the Audit Committee

- To call for comments on Auditor's Report, about internal control systems, the scope of the audit, including the observations of the auditors and review of financial statements before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company.
- To investigate any activity within its terms of reference and shall have full access to the information and records of the Company.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

4.3 Brief Description of terms of reference / Responsibility of the Audit Committee

The brief terms of reference of the Audit Committee, inter alia, include,

4.3.1 Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

4.3.2 Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;

4.3.3 Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

4.3.4 Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of Sub-Section 3 of Section 134 of the Act, as may be applicable.

b. Changes, if any, in accounting policies and practices and reasons for the same

c. Major accounting entries involving estimates based on the exercise of judgment by management

d. Significant adjustments made in the financial statements arising out of audit findings
e. Compliance with listing and other legal requirements relating to financial statements
f. Disclosure of any related party transactions
g. Modified opinion(s) in the draft audit report

4.3.5 Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

4.3.6 Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the Board to take up steps in this matter;

4.3.7 Review and monitor the auditor's independence and performance, and effectiveness of audit process;

4.3.8 Approval or any subsequent modification of transactions of the Company with related parties;

4.3.9 Scrutiny of inter-corporate loans and investments;

4.3.10 Valuation of undertakings or assets of the Company, wherever it is necessary;

4.3.11 Evaluation of internal financial controls and risk management systems;

4.3.12 Reviewing with the management performance of statutory and internal auditors and adequacy of the internal control systems;

4.3.13 Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

4.3.14 Discussion with internal auditors of any significant findings and follow up there on;

4.3.15 Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

4.3.16 Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

4.3.17 To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

4.3.18 To review the functioning of the Whistle Blower mechanism / Vigil Mechanism;

4.3.19 Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

4.3.20 Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

4.3.21 Reviewing the utilization of loans and / or advances from / investment by the holding Company in the subsidiary exceeding Rupees 100 Crore or 10% of the asset size of the subsidiary, whichever is lower.

4.4 Review of information by Audit Committee

The Audit Committee reviews the following information:

4.4.1 Management discussion and analysis of financial condition and results of operations;

4.4.2 Management letters / letters of internal control weaknesses issued by the statutory auditors;

4.4.3 Internal audit reports relating to internal control weaknesses; and

4.4.4 The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

4.4.5 Statement of deviations:

a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations.
b) annual statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice in terms of Regulation 32(7) of the Listing Regulations.

4.5 Meetings and attendance

The Audit Committee met four (4) times during the year. The meetings were held on 19th May, 2025, 12th August, 2025, 29th October, 2025 and 10th February, 2026. The MD & CEO, Chief Finance Officer, Partners / Representatives of the Statutory Auditors and the Internal Auditors were some of the invitees to the Audit Committee meetings. The Company Secretary of the Company acts as the Secretary to the Committee. The Internal Auditor reports directly to the Audit Committee.

Name of the Member	No. of Audit Committee Meetings held during the tenure of Members	Attendance Particulars
Mrs. Chitkala Zutshi	4	4
Mr. Venkat Chary	4	4
Mr. Kanekal Chandrasekhar	4	4

4.6 Internal Controls and Governance Processes

The Company has appointed a firm of Chartered Accountants as its Internal Auditors to, inter alia, review and report on the adequacy and effectiveness of the internal control system. The report of the Internal Auditors are reviewed by the Audit Committee. The Internal Auditors regularly attend the meetings of the Audit Committee and submit their observations and recommendations thereto, which provides a roadmap for future actions and continuous improvement of the Company's internal control framework.

4.7 Compliance with NFRA Circular on Communication framework with the Statutory Auditors

In compliance with the NFRA Circular dated 7th January, 2026, the Audit Committee along with Executive Directors acts as 'Those Charged with Governance' (TCWG) for the purpose of two way communication between the Statutory Auditors and TCWG.

The Company has designated the CFO as the Nodal Officer to co-ordinate and facilitate such communications. The Statutory Auditors will meet the TCWG at least twice during a financial year.

Accordingly, in line with the said Circular the Company has adopted a comprehensive Communication framework which enables timely exchange of information, supports early identification and escalation of critical issues, and reinforces the oversight role of the TCWG in line with regulatory expectations.

5 NOMINATION AND REMUNERATION COMMITTEE (NRC)

The Nomination and Remuneration Committee has been constituted to meet the requirements of Section 178 of the Act and Regulation 19 of the Listing Regulations.

5.1 Composition, Names of Members and Chairperson:

The Nomination and Remuneration Committee comprises of two Independent Directors & one Non-Executive, Non-Independent Director:

Name of the Member	Designation	Category
Mr. Kanekal Chandrasekhar	Chairman	Non-Executive, Independent Director
Mr. Venkat Chary	Member	Non-Executive, Non-Independent Director
Mrs. Chitkala Zutshi	Member	Non-Executive, Independent Director

5.2 Brief Description of terms of reference

The Role, terms of reference and powers of Nomination and Remuneration Committee (NRC), inter alia, includes the following:

5.2.1 To identify persons who are qualified to become Directors and who may be appointed in the senior management;

5.2.2 To formulate a criteria for determining qualifications, positive attributes and independence of a director;

5.2.3 To recommend to the Board, appointment and removal of the identified directors and senior management personnel based on the laid down criteria and formulated policy;

5.2.4 To formulate criteria for evaluation of Independent Directors and the Board and shall carry out evaluation of every director's performance;

5.2.5 To review the performance of the Managing Director and Whole-time Director and recommend to the Board in this regard;

5.2.6 To devise a policy on the Board diversity;

5.2.7 To recommend to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees. Also, to recommend to the Board, all remuneration, in whatever form, payable to senior management;

5.2.8 To review the overall compensation policy and service agreements of the Managing Director and Whole-time Directors and other employees of appropriate cadres;

5.2.9 To evaluate the remuneration paid by comparable organizations;

5.2.10 To monitor and implement the ESOS / ESOP Scheme and also formulate such schemes hereafter for grant of Stock Options to the employees including the Managing and the Whole-time Director (other than Promoter Directors) in accordance with the relevant regulations in force at the time; To issue and allot equity shares and recommend the same to the Board for its consideration and monitor proper implementation thereof;

5.2.11 The Committee discharges such other function(s) or exercise such power(s) delegated to the Committee by the Board from time to time.

During the year under review, the Committee met four (4) times viz. 19th May, 2025, 12th August, 2025, 29th October, 2025 and 10th February, 2026.

Name of the Member	No. of Nomination & Remuneration Committee Meetings held during the tenure of the member	Attendance Particulars
Mr. Kanekal Chandrasekhar	4	4
Mr. Venkat Chary	4	4
Mrs. Chitkala Zutshi	4	4

5.3 Nomination and Remuneration Policy

Pursuant to Regulation 19 of the Listing Regulations and Section 178 of the Act, the Nomination and Remuneration Committee has adopted a Nomination and Remuneration Policy which has following objectives:

a. guide and recommend to the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management personnel.

b. to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation by the Board.

c. to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management Personnel.

d. to ratify / approve, the appointment / removal / remuneration of Senior Management and other employees, other than Executive Directors and KMPs. For Senior Management & other employees, the Committee shall consider the recommendation of the MD & CEO and / or HR Head.

The policy is placed on Company website https://www.63moons.com/investors/corporate-governance/policies/Nomination-and-Remuneration-Policy.pdf.

5.4 Performance evaluation criteria

The Act and Listing Regulations mandates evaluation of performance of Independent Directors, Non-Independent Directors and Chairman. The Board has carried out the annual evaluation of its own performance, its committees and its Directors individually. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

Performance evaluation of Independent Directors was done by the entire Board of Directors, excluding the Directors being evaluated. The performance evaluation criterion for Independent Directors is determined by Nomination and Remuneration Committee. Factors considered for performance evaluation of Independent Directors include commitment to fulfilment to the Directors obligations and fiduciary responsibilities, participation and contribution by a Director, independence of behaviour and judgement, ability to address challenges and risk, effective deployment of knowledge and expertise, long term strategic planning, effective management of relationship with stakeholders, maintenance of confidentiality & integrity, objective view in evaluation of performance of board and management, etc. The performance evaluation of Managing Director, Whole-time Director and the non-executive Directors was carried out by the NRC as well as Independent directors in their independent meeting.

5.5 Directors' Remuneration

i. Remuneration paid to the Executive Directors

The aggregate value of salary, perquisites paid for the year ended 31st March, 2026 to the Managing Director and Whole-time Director are as follows:

(₹ in lakhs)

Particulars	S. Rajendran (Managing Director & CEO)	Devendra Agrawal (Whole-time Director & CFO)	Total
Salaries and Allowances*	176.70	72.26	248.96
Monetary value of perquisites	0.40	0.32	0.72
Commission	0	0	0
TOTAL	**177.10**	**72.58**	**249.68**

**Post-employment benefits which are actuarially determined on overall basis are not included.*

**The above remuneration includes basic salary, allowances, taxable value of perquisites excluding Company contribution towards PF etc. It excludes gratuity and compensated absences which are actuarially valued and where separate amounts are not identifiable and which are paid on termination of services.*

**Remuneration in respect of Employee Stock Option Scheme is considered at the time of exercise of option at a perquisite value as defined under Income Tax Act, 1961.*

**The Company has entered into agreements with Managing Director and Executive directors. Services of the Managing Director and Executive Directors may be terminated by either party, giving the other party three months' notice or by paying gross salary for the deficient notice period.*

ii. Remuneration paid to the Non-Executive Directors

The criteria of making payments to Non-Executive Directors:

The Nomination and Remuneration Committee considers and is bound by the statutory requirements, interests of the Company and its stakeholders and such other factors as it deems appropriate while making proposal for compensation for the Board of the Company. Contribution of the Non-Executive Directors in the Board and Committee Meetings, time devoted by them, participation in strategic decision making, timely guidance to the Board on various matters of the Company, performance of the Company, complexity of the Company's operations and industry practices and benchmarks form the main criteria for determining payments to Non-Executive Directors. The Non-Executive Director(s) may receive Sitting fees for attending meetings of the Board or Committee thereof or any other meeting within the limits prescribed under Act. In addition to the sitting fees, Non-Executive Directors can be paid remuneration, commission as per the provisions of the Act as determined by the Nomination and Remuneration Committee. Further, the Non-Executive Directors can be paid fee if such Director renders any service(s) of Professional nature to the Company which in the opinion of the Nomination and Remuneration Committee requires specific judgement and skills for the practice of that particular profession.

The Company pays following sitting fees per meeting to the Non-Executive Directors for attending various meetings:

1. Board Meeting: ₹ 100,000/-
2. Audit Committee and Independent Directors Meeting: ₹ 50,000/-
3. Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholders Relationship Committee, Risk Management Committee, Restructuring Committee, Investment Committee & Governance Committee: ₹ 25,000/-
4. National Company Law Tribunal Committee: ₹ 100,000/-

Gross sitting fees for the year ended 31st March, 2026 is as follows:

Name of the Director	Total (₹)
Mr. Venkat Chary	7,25,000
Mr. Sunil Shah	6,25,000
Justice Deepak Verma (Retd.)	4,75,000
Mrs. Chitkala Zutshi	9,50,000
Mr. Kanekal Chandrasekhar	10,25,000
Mr. Devender Singh Rawat	4,00,000
Mr. Maheswar Sahu*	3,00,000

*Appointed w.e.f. 20th May, 2025

During the year, the Non-Executive Directors were not issued any stock options by the Company. None of the Directors of the Company holds any equity shares of the Company.

Pursuant to the special resolution passed by the members by way of postal ballot on 28th November, 2024, the Non-executive Directors including Independent Directors have been paid a monthly remuneration of ₹ 2 lakh each for FY 2025-26.

6 STAKEHOLDERS RELATIONSHIP COMMITTEE

The composition of Stakeholders Relationship Committee is in compliance with Section 178(5) of the Act and Regulation 20 of the Listing Regulations.

6.1 Composition, Names of Members and Chairperson

The Committee comprises of:

Name of the Member	Designation	Category
Justice Deepak Verma (Retd.)	Chairman	Non-Executive, Independent Director
Mr. Venkat Chary	Member	Non-Executive, Non-Independent Director
Mr. S. Rajendran	Member	MD & CEO

6.2 Compliance Officer

Mr. Hariraj S. Chouhan, Sr. Vice-President & Company Secretary is the Compliance Officer and can be contacted at FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai - 400 093.

T: +91-22-6686 8010 | F: +91-22-67250257 | E: info@63moons.com.

6.3 Brief Description of terms of reference

The Scope of the Committee inter alia includes:

6.3.1 Approval of transfer and transmission of shares, issuance of duplicate share certificates and reviews all the matters connected with share transfers. The Committee also looks into the redressal of shareholders / investors complaints related to transfer of shares, non-receipt of Annual Report, non- receipt of dividends etc. received directly or through SEBI (SCORES), Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies etc. Moreover, the Committee oversees the performance of the Registrar & Share Transfer Agent of the Company.

6.3.2 Consideration and resolution / redressal of the grievances of the security holders of the Company. The Committee met once during the year under review on 29th October, 2025.

Name of the Member	No. of Stakeholders Relationship Committee Meetings held during the tenure of the member	Attendance Particulars
Justice Deepak Verma (Retd.)	1	1
Mr. Venkat Chary	1	1
Mr. S. Rajendran	1	1

The status of nature of complaints received, resolved and pending during the financial year ended 31st March, 2026.

Nature of Complaints	Received	Resolved	Pending
Non receipt of dividend	0	0	0
Non-receipt of share certificates after transfer / merger / split / consolidation	0	0	0
Non-receipt of Annual Report	0	0	0
SEBI / BSE / NSE	4	4	0
TOTAL	**4**	**4**	**0**

During the year under review, no share transfer / complaints remained pending for more than 30 days. All the complaints received from the shareholders were satisfactorily resolved within the statutory timeline. Also, there were no share transfers pending as on 31st March, 2026.

7 CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Composition of Corporate Social Responsibility Committee (CSR) is pursuant to the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014.

7.1 Composition, Names of Members and Chairperson

Name of the Member	Designation	Category
Mrs. Chitkala Zutshi	Chairperson	Non-Executive, Independent Director
Mr. S. Rajendran	Member	MD & CEO
Mr. Sunil Shah	Member	Non-Executive, Non-Independent Director

7.2 Brief Description of terms of reference

7.2.1 To recommend CSR Policy which inter alia, elucidates activities to be undertaken by the Company as specified in Schedule VII of the Act;

7.2.2 To evaluate and recommend amount to be spent on each of CSR activities;

7.2.3 To monitor CSR Policy and CSR amount spent on approved CSR projects;

7.2.4 Preparation and review of information / disclosure on CSR activities in the Annual Report.

7.3 The Company has formulated a CSR Policy, duly approved by the Board, which is available on the website of the Company at https://www.63moons.com/investors/corporate-governance/policies/csr-policy.pdf)

7.4 Meeting and attendance

The CSR Committee met four (4) times during the year under review i.e. on 10th December, 2025, 09th February, 2026, 20th March, 2026 and 30th March, 2026.

Name of the Member	No. of Corporate Social Responsibility Committee Meetings held during the tenure of the member	Attendance Particulars
Mrs. Chitkala Zutshi	4	4
Mr. S. Rajendran	4	4
Mr. Sunil Shah	4	4

8 RISK MANAGEMENT COMMITTEE

The Company has laid down procedures about the risk assessment and its mitigation. The procedures are reviewed periodically to ensure that risk is controlled through properly defined framework. For further details refer Directors Report.

8.1 Composition, Names of Members and Chairperson:

Name of the Member	Designation	Category
Mr. Kanekal Chandrasekhar	Chairman	Non-Executive, Independent Director
Mr. S. Rajendran	Member	MD & CEO
Mr. Devendra Agrawal	Member	Whole-time Director & CFO

8.2 Brief description of terms of reference:

The Risk Management Committee monitors the risk management plan of the Company and is responsible for reviewing the risk management policy and ensuring its effectiveness and assist the Board in ensuring that all material compliances, control, safety and operations and financial risks have been identified and adequate risk mitigations are in place to address these risks. The risk management system identifies and monitors risks which are related to the business and over all internal control systems of the Company.

8.3 Meetings and attendance:

The Risk Management Committee met twice (2) during the year under review i.e. on 19th May, 2025 and 11th December, 2025.

Name of the Member	No. of Risk Management Committee Meetings held during the tenure of Members	Attendance Particulars
Mr. Kanekal Chandrasekhar	2	2
Mr. S. Rajendran	2	2
Mr. Devendra Agrawal	2	2

9 INVESTMENT COMMITTEE

The Investment Committee has been constituted with the following mandate:

a) To formulate and amend, as may be required from time to time, the Investment policy of the Company;

b) To approve and authorize investments as per the Investment policy;

c) To advise Management on the review and exit of investments based on any developments.

9.1 Composition, Names of Members and Chairperson:

Name of the Member	Designation	Category
Mr. Kanekal Chandrasekhar	Member	Non-Executive, Independent Director
Mr. Sunil Shah	Member	Non-Executive, Non-Independent Director
Mr. S. Rajendran	Member	MD & CEO
Mr. Devendra Agrawal	Member	Whole-time Director & CFO

Note: The Chairman is elected at the commencement of the meeting.

9.2 Meetings and attendance

The Investment Committee met once (1) during the year under review i.e. on 19th May, 2025.

Name of the Member	No. of Investment Committee Meetings held during the tenure of Members	Attendance Particulars
Mr. Kanekal Chandrasekhar	1	1
Mr. Sunil Shah	1	1
Mr. S. Rajendran	1	1
Mr. Devendra Agrawal	1	1

10 RESTRUCTURING COMMITTEE

The Restructuring Committee has been constituted to oversee a restructuring plan for the Company in its efforts to charter new growth path for the Company. Restructuring plan includes the possibility of identifying a strategic partner who will help drive growth of the Company and contribute towards leveraging the Company's core DNA of technology creation to drive strategic growth beyond financial markets. The Committee also considers divestment of the Company's investment in other Exchanges as a part of the restructuring.

10.1 Composition, Names of Members and Chairperson

Name of the Member	Designation	Category
Mr. Venkat Chary	Chairman	Non-Executive, Non-Independent Director
Mr. S. Rajendran	Member	MD & CEO
Mrs. Chitkala Zutshi	Member	Non-Executive, Independent Director
Mr. Kanekal Chandrasekhar	Member	Non-Executive, Independent Director

10.2 Meetings and attendance

No meeting was held during the year under review.

11 GOVERNANCE COMMITTEE

As per the requirements of SEBI Circular dated 10th May, 2018 for Implementation of certain recommendations of the Committee on Corporate Governance formed under the Chairmanship of Shri Uday Kotak, the Governance Committee has been constituted on 21st May, 2018 inter-alia with the following mandate:

a. To review the performance of various direct subsidiaries on a quarterly / half-yearly basis;

b. To review the utilization of loans and / or advances from / investment by the holding Company in the subsidiary on a half-yearly basis;

c. To review the investments made by subsidiaries periodically.

11.1 Composition, Names of Members and Chairperson

Name of the Member	Designation	Category
Mr. Kanekal Chandrasekhar	Chairman	Non-Executive, Independent Director
Mr. Sunil Shah	Member	Non-Executive, Non-Independent Director
Mr. Devendra Agrawal	Member	Whole-time Director & CFO

11.2 Meeting and attendance

The Governance Committee met four (4) times during the year under review i.e. on 19th May, 2025, 11th August, 2025, 28th October, 2025 and 09th February, 2026.

Name of the Member	No. of Governance Committee Meetings held during the tenure of Members	Attendance Particulars
Mr. Kanekal Chandrasekhar	4	4
Mr. Sunil Shah	4	4
Mr. Devendra Agrawal	4	4

12 COMMITTEE FORMED AS PER NATIONAL COMPANY LAW TRIBUNAL (NCLT) ORDER

As per Order passed by Hon'ble National Company Law Tribunal (NCLT) dated 24th June, 2016 and as modified on 25th June, 2016 and as continued by the Appellate Tribunal order dated 27th June, 2018 and 3rd July, 2018, a Committee has been formed comprising of two Independent Directors and Managing Director & CEO of 63 moons technologies ltd., a retired Judge of the Hon'ble Supreme Court and Nominee of the Petitioner i.e. Union of India; or as be modified by NCLT from time to time.

The Committee has been empowered by the NCLT to consider the following:

i. Sale of investments held by the Company in compliance with any order / direction passed by any Regulatory or Statutory Authority in India or Abroad, as and when such sale is proposed by the Company;

ii. Treasury operations of the Company such as investment of surplus funds or switching and/or altering the investment of surplus funds;

iii. Funding of the working capital requirements of the subsidiaries of the Company.

The Retired Judge and the Nominee of the Petitioner i.e. Union of India, shall have veto powers individually. Anything not agreed upon in the Committee meeting has to be referred to NCLAT / Supreme Court.

12.1 Composition, Names of Members and Chairperson

The Committee comprises of:

Name of the Member	Designation	Category
Justice G. P. Mathur (Retd.)	Chairman	Appointed by NCLT
Dr. Anup K. Pujari	Member	Nominated by Union of India
Mr. S. Rajendran	Member	MD & CEO
Mrs. Chitkala Zutshi	Member	Non-Executive, Independent Director
Mr. Kanekal Chandrasekhar	Member	Non-Executive, Independent Director

12.2 Meeting and attendance

The NCLT Committee met once (1) during the year under review i.e. on 13th August, 2025.

Name of the Member	No. of NCLT Committee Meetings held during the tenure of Members	Attendance Particulars
Justice G. P. Mathur (Retd.)	1	1
Dr. Anup K. Pujari	1	1
Mr. S. Rajendran	1	1
Mrs. Chitkala Zutshi	1	1
Mr. Kanekal Chandrasekhar	1	1

*The Hon'ble Supreme Court vide its order dated 13th April, 2026 has kept the NCLT and NCLAT orders in abeyance and therefore the NCLT Committee has also been kept in abeyance.

13 MEETINGS OF INDEPENDENT DIRECTORS

The Company's Independent Directors meet at least once in every financial year without the presence of Non-Independent Executive Directors or management personnel. The meeting reviews the performance of Non-Independent Directors and the Board as a whole, reviews the performance of the Chairman of the Board, taking into account the views of the Executive Directors and Non-Executive Directors and assessed the quality and timelines of flow of information between the Management and the Board to effectively perform its duties.

At such meeting, the Independent Directors discussed inter alia, the performance of the Company and risks faced by it, governance, compliance, performance of executive members of the Board including the Chairman.

One meeting of Independent Directors was held during the year on 20th March, 2026. All the Independent Directors were present at this meeting.

14 GENERAL BODY MEETINGS

14.1 The date, time and venue for the last three Annual General Meetings (AGM) are mentioned hereunder:

Financial Year	Date	Time	Venue of the Meeting
2022-23	27-09-2023	11.30 a.m.	Meeting conducted through Video Conferencing / Other Audio Visual Means pursuant to the applicable Circulars Issued by MCA and the SEBI.
2023-24	27-09-2024	11.30 a.m.	Meeting conducted through Video Conferencing / Other Audio Visual Means pursuant to the applicable Circulars Issued by MCA and the SEBI.
2024-25	24-09-2025	11.30 a.m.	Meeting conducted through Video Conferencing / Other Audio Visual Means pursuant to the applicable Circulars Issued by MCA and the SEBI.

Particulars of Special Resolutions passed in the previous three Annual General Meetings:

Financial Year	Date of AGM	Particulars
2022-23	27-09-2023	i) Appointment of Director in place of Mr. Venkat Chary (DIN: 00273036), Non-executive, Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment. ii) Re-appointment of Mr. Kanekal Chandrasekhar (DIN: 06861358), as Non-executive, Independent Director, not liable to retire by rotation for a second term of 5(five) consecutive years commencing from 18th September, 2023.
2023-24	27-09-2024	i) Appointment of Director in place of Mr. Devendra Singh Rawat (DIN: 02587354), Non-executive, Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.
2024-25	24-09-2025	i) Appointment of Director in place of Mr. Venkat Chary (DIN: 00273036), Non-Executive, Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.

14.2 Postal Ballot

14.2.1 During the year under review, the Company successfully completed the process of obtaining the approval of shareholders through postal ballot vide its Postal Ballot Notice dated 18th June, 2025.

Particulars of resolutions passed by the shareholders and the details of voting pattern are as under:

Description of Resolution	Type of Resolution	Number of Votes Polled	Votes cast in favour & %	Votes cast against & %
Appointment of Mr. Maheswar Sahu (IAS, Retd.) (DIN: 00034051) as Director (Non-Executive, Non-Independent) of the Company.	Ordinary Resolution	2,79,78,765	2,79,61,692 (99.9390)	17,073 (0.0610)
Payment of remuneration to Mr. Maheswar Sahu (IAS, Retd.) (DIN: 00034051) Director (Non-Executive, Non-Independent) of the Company.	Special Resolution	2,79,78,265	2,79,77,081 (99.9958)	1,184 (0.0042)
Investment etc. in subsidiary of the Company / Approval of Related Party Transaction.	Ordinary Resolution	2,79,78,574	2,79,77,296 (99.9954)	1,278 (0.0046)

The aforesaid resolutions were passed with requisite majority.

14.2.2 The Company has also obtained approval from the shareholders through postal ballot vide its Postal Ballot Notice dated 18th May, 2026.

Particulars of resolutions passed by the shareholders and the details of voting pattern are as under:

Description of Resolution	Type of Resolution	Number of Votes Polled	Votes cast in favour & %	Votes cast against & %
Re-appointment of Mr. Devendra Agrawal (DIN: 03579332) as Whole-time Director and CFO of the Company.	Special Resolution	2,79,20,560	2,79,20,120 (99.9984)	440 (0.0016)
Re-appointment of Mr. Rajendran Soundaram (DIN: 02686150) as Managing Director and CEO of the Company	Special Resolution	2,79,20,560	2,79,20,029 (99.9981)	531 (0.0019)
Material Related Party Transaction(s) with India Gold Metaverse Private Limited	Ordinary Resolution	69,56,409	67,78,416 (97.4413)	529 (2.5587)

The aforesaid resolutions were passed with requisite majority.

14.2.3 The Company is seeking approval of shareholders through postal ballot for Material Related Party Transaction(s) between Financial Technologies Singapore Pte. Ltd., a Wholly Owned Overseas Subsidiary of the Company and Ticker Limited, a Subsidiary of the Company, vide its Postal Ballot Notice dated 21st July, 2026 sent to the Shareholders.

An e-voting facility is made available to the shareholders. The Board of Directors of the Company appointed Mr. B. Narasimhan, Proprietor M/s. BN & Associates, Company Secretaries, Mumbai, or failing him, Mr. Venkataraman K, Practicing Company Secretary, Mumbai as Scrutinizer, for conducting the said Postal Ballot process in fair and transparent manner. Subsequent to the submission of the Scrutinizer's Report, the results of the Postal Ballot will be announced on or before 25th August, 2026 at the Corporate Office of the Company and the same shall be communicated to the stock exchanges and also be uploaded on the website of the Company and the service provider.

14.2.4 Procedure for Postal Ballot:

The postal ballot is conducted in accordance with the provisions of Section 110 and other applicable provisions, if any, of the Act, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014. The Postal Ballot Notice was sent in electronic form only to those shareholders whose name appeared in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and whose email addresses were available with the Depository Participants or with the Company's Registrar and Share Transfer Agent as on the cut-off date, and Shareholders were required to communicate their assent or dissent only through remote e-voting process in accordance with the provisions of the Act, applicable rules and MCA Circulars. The Company availed the services of M/s. KFin Technologies Limited, Registrar & Share Transfer Agent of the Company to enable the shareholders to cast their votes electronically. The Board of Directors of the Company appointed Mr. B. Narasimhan (FCS No.1303), Proprietor, M/s. BN & Associates, Company Secretaries, Mumbai or failing him, Mr. Venkataraman K. (ACS No. 8897), Practicing Company Secretary, Mumbai as Scrutinizer to scrutinize the Postal Ballot process in a fair and transparent manner. The Company also published a Notice in the newspapers in accordance with the requirements under the Act. Subsequent to the submission of the Scrutinizer's report, the results were communicated to the stock exchanges and were placed on the website of the Company and the service provider. The results were also displayed on the Notice Board at the Registered Office and Corporate Office of the Company. The detailed procedure of passing of resolutions through Postal Ballot was explained in the notice of Postal Ballot circulated to the shareholders.

14.2.5 Details of special resolution proposed to be conducted through postal ballot:

Currently there are no foreseen matters for which a special resolution may be passed through a postal ballot. Special Resolution by way of a postal ballot, if required to be passed in the future, will be decided at that relevant time and accordingly, would be communicated to the shareholders.

14.3 Disclosures

14.3.1 The Company has complied with the Accounting Standards specified under Section 133 and relevant provisions of the Act, as applicable in the preparation of the financial statements of the Company.

14.3.2 During the financial year 2025-26:

i. The Company has made investments in its subsidiary i.e. NSEL amounting to ₹ 3000 lakhs in terms of earlier shareholders' approval obtained in 2025 and prior approval of the NCLT Committee. Further, during the year, your Company has also invested in the subsidiary company i.e. 63SATS Cybertech Limited an amount of ₹ 4500 lakhs.

ii. The Company has not entered into any materially significant transaction with related parties that may have any potential conflict with the interest of the Company at large.

Apart from payment of sitting fees and remuneration, there is no pecuniary transaction with the Independent / Non-Executive Directors.

The Company has renewed the agreement with Mr. Jignesh Shah, the Promoter, in the month of May 2025, for a further period of three years on professional basis to mentor the senior technology team and for rendering services in advising strategy for the IT initiatives of the Company besides litigation matters of the Company and its affiliate.

A statement showing the disclosure of transactions with related parties as required under Indian Accounting Standard 24 is set out separately in this Annual Report (Note No. 38 to Standalone Financial Statements).

As required under Regulation 23(1) of the Listing Regulations, the Company has formulated a policy on dealing with Related Party Transaction intended to ensure due and timely identification, approval, disclosure and reporting of transactions between the Company and any of its Related Parties in compliance with the applicable laws and regulations as may be amended from time to time. The aforesaid policy can be accessed at the website of the Company (Weblink: https://www.63moons.com/investors/corporate-governance/policies/Related-Party-Transactions-Policy.pdf)

14.3.3 During the financial year 2020-21, Company received a letter dated 7th September, 2020 from SEBI, stating that 63 Moons (the Company) is yet to comply with the directions of SEBI's order dated 19th March, 2014, with respect to divestment of Company's stake in both Metropolitan Stock Exchange of India Limited (MSEI) and Metropolitan Clearing Corporation of India Ltd (MCCIL). The Company has successfully divested its investment in MSEI, but despite significant efforts, shares held by Company in

MCCIL could not be divested, for which Company has been requesting MCCIL to provide any prospective buyer and at the time of reduction of share capital, Company has indicated to MCCIL that they are ready to surrender their entire shareholding and offered MCCIL to buy back from them to comply with the SEBI Order. The Company has been penalized by SEBI for not being able to divest its shareholding despite rigorous efforts. MCCIL has implemented Scheme of Capital reduction and in the process has reduced Company's shareholding also. However, the residual shareholding of 24,40,603 shares or 1.95% continues to be held by the Company in MCCIL. As per the Regulator instruction MCCIL has not paid the proceeds of capital reduction to the Company, as implemented by them. Company had vide letter dated 26th June, 2020, requested MCCIL to take up the matter with its Promoter i.e. MSEI to consider acquiring Company's stake also. They had also requested SEBI vide letter dated 17th December, 2019, 23rd June, 2020 and 15th July, 2020 to permit MCCIL to release the money as they were unable to divest the investment in MCCI. Under such circumstances, the Company has requested MSEI to buy 63 Moons shares in MCCIL for enabling compliance by all. At the meeting of Board of Directors of the company held on 04th February, 2023, the proposal for buy-back of shares of MCCIL by MSEI, was approved. MSEI has announced scheme of Amalgamation wherein MSEI will buy-back the shares of MCCIL from the Company. Further, the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) vide its Order dated 06th June, 2024, sanctioned the Composite Scheme of Arrangement between Metropolitan Stock Exchange of India Limited (MSE) and MSE Enterprises Limited (MEL) (formerly Metropolitan Clearing Corporation Ltd.) and their respective Shareholders. In pursuance of the abovesaid Order, 24,40,603 equity shares of face value of ₹ 10/- of MEL held by the Company were cancelled and extinguished in order to give effect to the implementation of the Order. The Company has received an amount of ₹ 2,44,06,030/- on 18.06.2024, towards 24,40,603 equity shares of ₹ 10/- each for capital reduction.

Further, during the financial year 2025-26, the Company has received warning letters from BSE and NSE dated 20th February, 2026, stating that the disclosure filed on 27th January, 2026, regarding Metropolitan Stock Exchange of India (MSE's) trading engine was not in compliance with Regulation 4(1)(c) of the Listing Regulations. The Company had issued clarification on the matter on 3rd February, 2026. Further, the Company also filed acknowledgment of the warning letters on both the Exchanges on 23rd and 24th February, 2026 and the same were noted by the Board at their meeting held on 18th May, 2026 to avoid such incidents in the future.

Besides as stated above, there were no instances of any non-compliances by the Company, penalties, strictures imposed on the Company by Stock Exchanges or any statutory authority, on any matter relating to capital markets, during the last three years.

14.3.4 Please refer to the Directors' Report for the Auditors qualification and Management response thereto.

14.3.5 Whistle Blower Policy:

The Company has established a vigil mechanism and also adopted a Whistle Blower Policy in compliance with the Act and Listing Regulations under which the directors and employees are free to report genuine concerns, violations of applicable laws and regulations and the Code of Conduct. It provides for adequate safeguards against victimization of director(s) or employee(s) who avails such mechanism and also provides for direct access to the Chairman of the audit committee in appropriate or exceptional cases. During the year under review, no personnel have been denied access to the Audit Committee. The Whistle Blower Policy is available on the Company's website at https://www.63moons.com/investors/corporate-governance/policies/Whistle-Blower-Policy.pdf

14.3.6 Details of preferential allotment or qualified institutional placement as specified under Regulation 32(7A) of the Listing Regulations.

The Company has not raised funds through preferential allotment or qualified institutional placement.

14.3.7 Certificate from Practicing Company Secretary

The Company has obtained a certificate from M/s. BNP & Associates, Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority and the same forms part of this report.

14.3.8 Recommendations of Committees of the Board

There were no instances during the financial year 2025-26, wherein the Board had not accepted recommendations made by any committee of the Board.

14.3.9 Details of total fees paid to statutory auditors

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to its statutory auditor and all entities in the network form / network entity of which the statutory auditor is a part, are as follows:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025#
As auditors - statutory audit	77.32	73.20
For limited reviews	18.37	17.26
For taxation matters*	20.00	7.94
For other services*	6.06	18.17
Reimbursement of expenses	-	18.68
TOTAL	**121.75**	**135.25**

Includes payment to current auditor M/s Chaturvedi Sohan & Co. and earlier auditors M/s Sharp & Tannan Associates.

* Includes amounts paid to group firms for financial year 2024-25.

14.3.10 During the financial year 2025-26, the Company has not received any complaints on sexual harassment and hence no complaints remain pending as of 31st March, 2026.

14.3.11 None of the Independent Directors of the Company have resigned before the expiry of their tenure during the year under review. Thus, disclosure of detailed reasons of their resignation along with their confirmation that there are no material reasons, other than those provided by them is not applicable.

14.3.12 Disclosure by the Company and its subsidiaries of Loans and advances in the nature of loans to firms/ companies in which Directors are interested by name and amount:

No loans and advances were given to firms / companies in which Directors are interested during the financial year 2025-26.

14.3.13 Disclosure of certain types of agreements binding the Company

There were no agreements to be disclosed under clause 5A of paragraph A of Part A of Schedule III of the Listing Regulations.

14.3.14 The Company has fulfilled the mandatory corporate Governance requirements as per the Listing Regulations and discretionary requirements as prescribed in Part E of Schedule II, which are as under:

a. Separate posts of Chairperson and MD & CEO and reimbursement of expenses in the performance of duties.
b. Auditor's qualification: The Auditors' qualifications and the management reply to the same have been disclosed in the Directors' Report. Therefore, to avoid the repetition, same are not being reproduced here.
c. Internal auditor reports directly to the audit committee.

14.3.15 The Company is in compliance with the requirements stipulated under Regulations 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI Listing Regulations, as applicable, with regard to corporate governance.

14.3.16 Particulars of Senior Management

Name	Designation
Mr. S. Rajendran	Managing Director & CEO
Mr. Devendra Agrawal	Whole-time Director & CFO
Mr. Paras Ajmera	President – Legal
Mr. Dinanath Kolamkar	President & Chief Economist – Research & Strategy
Mr. Parag Ajmera	President – New Ventures
Mr. Hariraj Chouhan	Sr. VP & Company Secretary

14.3.17 Disclosure of Commodity price risks and commodity hedging activities:

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Listing Regulations is not applicable.

15 SUBSIDIARY COMPANIES

The Audit Committee reviews on quarterly basis the investments made by the Company into the unlisted Subsidiary Companies and reviews on yearly basis the consolidated financial statements of the Company. The minutes of the Board meetings of the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company. The Governance Committee is constituted on 21st May, 2018 as per the requirements of SEBI Circular dated 10th May, 2018 to monitor the governance of subsidiary companies, the details of the same are stated elsewhere in this Report.

Pursuant to the provisions of Listing Regulations the Company has also formulated a policy for determining material subsidiaries and the same is displayed on the website of the Company (Weblink: https://www.63moons.com/investors/corporate-governance/policies/Material-subsidiary-policy.pdf).

The details of material subsidiaries, during the financial year 2025-26, are as given below:

Name of the material subsidiaries	Date of incorporation	Place of incorporation	Name of the statutory auditor	Date of appointment of statutory auditor
Ticker Data Limited (Step-down Subsidiary)	13.07.2023	Maharashtra	Chaturvedi Sohan & Co.	25.09.2024

16 MEANS OF COMMUNICATION

16.1 The quarterly results are published in newspapers, namely The New Indian Express in English and Dinamani in the regional language.

16.2 The quarterly, half-yearly and annual financial results appear on the Company's website, www.63moons.com, under the Investors section.

16.3 The Company's audited and un-audited financial results, press releases, other press coverage, press clippings, stock information, Annual Reports, etc., are posted on the Company's Website www.63moons.com.

16.4 The Company's financial results, shareholding pattern and all other corporate communications to the Stock Exchanges are filed electronically through NSE Electronic Application Processing System (NEAPS) / Digital Exchange and BSE Listing Centre, electronic filing platform developed and provided by NSE and BSE respectively. Various applicable compliances as required under Listing Regulations are filed through these systems. All the disclosures / communications to the Stock Exchanges are also posted on the website of the Company.

16.5 The information regarding schedule of investor meet and its outcome, if any, are filed with the stock exchanges and are posted on the Company's Website: www.63moons.com, as required under applicable Regulations.

16.6 A Management's Discussion and Analysis Report forms part of this Annual Report.

16.7 CEO / CFO Certification: Pursuant to the provisions of the Listing Regulations, the certificate from the Managing Director & CEO and Whole-time Director & CFO with regard to the financial statements and the effectiveness of internal controls over financial reporting has been obtained and forms part of this Annual Report.

17 GENERAL SHAREHOLDER INFORMATION

17.1 Annual General Meeting

Date : 23rd September, 2026

Time : 11.30 am

Venue : Held through Video Conferencing / Other Audio Visual Means. The Registered Office of the Company shall be deemed to be the venue for the AGM.

17.2 Financial Calendar

Financial Year 1st April, 2026 to 31st March, 2027

Financial Reporting for the quarter ending as per Listing Regulations (tentative and subject to change):

30th June, 2026	On or before 14th August, 2026
30th September, 2026	On or before 14th November, 2026
31st December, 2026	On or before 14th February, 2027
31st March, 2027	On or before 30th May, 2027 (audited figures) as per SEBI Listing Regulations

17.3 Book-Closure Date and Dividend Disclosure

a) The Books shall be closed from 17th September, 2026 to 23rd September, 2026 (both days inclusive) for the purpose of the ensuing Annual General Meeting. The Dividend, as recommended by the Board, if approved by the shareholders at the Annual General Meeting, shall be paid to all shareholders, subject to the appropriate judicial orders whose name appear

- as beneficial owners at the end of the business day on 16th September, 2026, as per the details available with NSDL & CDSL, and
- on the Register of Members as on 16th September, 2026, of owners holding shares in physical form.

b) Announcement of Dividend

The Board of Directors have recommended a dividend of ₹ 2/- (i.e. 100%) per equity share subject to approval of shareholders at the ensuing Annual General Meeting and appropriate judicial orders.

c) Mode of Payment and Date of Payment

Final Dividend shall be remitted through National Electronic Clearing Service (NECS) / Electronic Clearing Service (ECS) / National Electronic Funds Transfer (NEFT) / Direct Credit (DC) at approved locations, wherever NECS / ECS / NEFT / DC details are available with the Company and Registrar & Share Transfer Agent.

17.4 Listing

The equity shares of the Company are presently listed on the following Stock Exchanges:

1. BSE Limited (BSE), P.J. Towers, Dalal Street, Mumbai - 400 001
2. National Stock Exchange of India Limited (NSE), Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051

Note: Annual Listing fees have been paid to the aforesaid stock exchanges.

As on 31st March, 2026, there were 47,342 shareholders in the Company.

17.5 Depository for Equity Shares : NSDL and CDSL

17.6 Demat ISIN Number Equity share : INE111B01023

17.7 In case the Securities are suspended from Trading, the Board's Report shall explain the Reason thereof: Not applicable

17.8 Registrar & Share Transfer Agent

KFin Technologies Limited

Selenium, Tower B, Plot No. 31 & 32, Gachibowli, Financial District,

Nanakramguda, Serilingampally, Hyderabad, Telangana – 500032.

Direct line: +91-40-67162222

F: +91-40-23001153 | E: einward.ris@kfintech.com

17.9 Share Transfer System

SEBI, effective 01st April, 2019, barred physical transfer of shares of listed companies and mandated transfers only through demat. However, investors are not barred from holding shares in physical form. We request shareholders whose shares are in physical mode to dematerialize their shares. Shareholders holding shares in dematerialized mode have been requested to register their email address, bank account details and mobile number with their depository participants. Those holding shares in physical mode have been requested to furnish PAN, nomination, contact details, bank account details and specimen signature for their corresponding folios in prescribed form ISR 1 alongwith all required documents with the RTA. Shareholders may contact the RTA at, einward.ris@kfintech.com and also refer details at https://www.63moons.com/investors/shareholders/investor-service-request.html.

17.10 Dematerialisation of Shares and Liquidity

The shares of the Company are compulsorily traded in dematerialized form and are available for trading through both the Depositories viz. NSDL and CDSL. As on 31st March, 2026, a total of 4,60,34,497 equity shares of the Company, constituting 99.90% of the total issued equity share capital of the Company, were held in dematerialized form.

Description	No. of Shareholders	% of Shareholders	No. of Equity Shares	% of Shares
Physical	192	0.41	44,040	0.10
Electronic				
Under NSDL	20,438	43.17	3,75,76,385	81.55
Under CDSL	26,712	56.42	84,58,112	18.36
TOTAL	**47,342**	**100.00**	**4,60,78,537**	**100.00**

17.11 Distribution of Shareholding and Shareholding Pattern as on 31st March, 2026

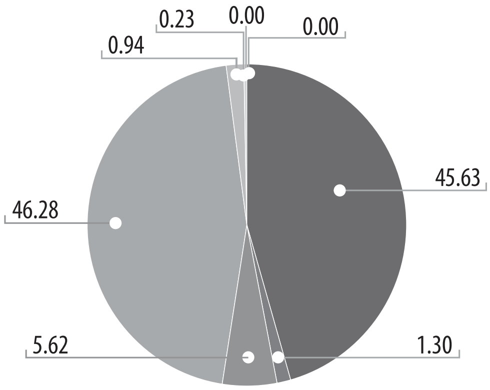
Category (Shares)	No. of Holders	% to Holders	No. of Shares	% to Equity
1 – 500	43,816	92.55	29,56,250	6.42
501 – 1000	1,611	3.40	12,46,639	2.71
1001 – 2000	852	1.80	12,69,153	2.75
2001 – 3000	302	0.64	7,63,207	1.66
3001 – 4000	181	0.38	6,46,165	1.40
4001 – 5000	129	0.27	6,04,753	1.31
5001 – 10000	203	0.43	14,59,730	3.17
10001 - AND ABOVE	248	0.52	3,71,32,640	80.59
TOTAL	**47,342**	**100.00**	**4,60,78,537**	**100.00**

Shareholding Pattern

Shareholding Pattern of 63 moons technologies limited (As on 31st March, 2026)

Sr. No.	Category	No. of Shares Held	% of Shareholding
A.	**Promoter's Holding**		
1	**Promoters:**		
	Indian Promoters: (Promoters, their relatives and companies under their control)	2,10,25,878	45.63
	Foreign promoters:	-	-
2	**Persons acting in concert:**	-	-
	Sub Total (A)	**2,10,25,878**	**45.63**
B.	**Public Shareholding:**		
3	**Institutional Investors:**		
	a) Banks	1,908	0.00
	b) Foreign Portfolio Investors	6,00,093	1.30
	c) Mutual Funds	71	0.00
4	**Non-Institutional Investors:**		
	a) Corporate bodies	25,88,033	5.62
	b) Indian public	2,13,24,426	46.28
	c) NRIs	4,33,283	0.94
	d) Clearing Members	101	0.00
	e) KMP	202	0.00
	f) NBFCs	818	0.00
	g) Trusts	155	0.00
	h) IEPF	1,03,569	0.23
	Sub Total (B)	**2,44,50,587**	**53.07**
	GRAND TOTAL (A+B)	**4,60,78,537**	**100.00**

Notes: Total foreign shareholding is 10,33,376 shares, i.e. 2.24 % of the total share capital



Indian Promoters	**45.63**
Institutional Investors	**1.30**
Corporate Bodies	**5.62**
Indian Public	**46.28**
NRI's	**0.94**
IEPF	**0.23**
NBFCs	**0.00**
Others	**0.00**

17.12 Statutory Compliance:

During the year under review, your Company has generally complied with the applicable provisions of the Act and the rules made thereunder, the applicable regulations issued by the Securities and Exchange Board of India (SEBI), including the Listing Regulations, and has filed all applicable returns, forms and disclosures with the statutory authorities and the Stock Exchanges.

17.13 Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and impact on equity

17.13.1 Employee Stock Option Scheme (ESOP)

The Shareholders of the Company have approved the ESOP Scheme 2020 of the Company / its subsidiaries at the 32nd AGM held on 9th December, 2020. The stock options are yet to be granted under the said Scheme. Hence there are no stock options outstanding as on 31st March, 2026.

17.13.2 Global Depository Receipts (GDRs): NIL

17.13.3 American Depository Receipts (ADRs): NIL

17.13.4 Warrants: NIL

17.14 Commodity price risk or Foreign exchange risk and hedging activities

Your Company does not deal with any commodities. The Company's exchange risk arises primarily from its trade receivable. The advance in foreign currency are provided for. Since, outstanding amount is not material, foreign currency exposures have not been hedged by a derivative instrument or otherwise.

17.15 Corporate Identity Number of the Company as allotted by Ministry of Corporate Affairs is L29142TN1988PLC015586. Your Company is registered in the State of Tamil Nadu.

17.16 Credit ratings obtained and any revisions thereto for debt instruments or any fixed deposit programme or any scheme or proposal involving mobilization of funds, whether in India or abroad:

There are no credit ratings obtained by the Company.

18 LOCATION OF OFFICES

a. Chennai: Shakti Tower - II, 4th Floor, Premises J, 766, Anna Salai, Chennai - 600 002.

b. Mumbai: FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai - 400093.

c. The Company has branch offices at Delhi, Kolkata, Ahmedabad and Noida.

19 INVESTOR CORRESPONDENCE

All routine correspondence regarding transfer and transmission of shares, split, consolidation and issue of duplicate / renewed share certificates, etc. should be addressed to the Company's Registrars and Share Transfer Agent – M/s. KFin Technologies Limited

a. Complaints / grievances, if any, should be addressed to

Hariraj Chouhan

Sr. Vice President & Company Secretary

63 moons technologies limited

FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai - 400 093.

T: +91 22 6686 8010 | F: +91 22 67250257 | E: info@63moons.com

b. Financial queries, if any, should be addressed to

Investor Relations Department

63 moons technologies limited

FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai - 400 093.

T: +91 22 6686 8010 | F: +91 22 67250257 | E: info@63moons.com

20 UNCLAIMED DIVIDEND / SHARES

Pursuant to the provisions of Section 124 of the Act, dividend which remains unpaid or unclaimed for a period of seven years from the date of its transfer to unpaid dividend account, is required to be transferred by a Company to the Investor Education and Protection Fund (IEPF), established by the Central Government under the provisions of Section 125 of the Act.

In accordance with Section 124(6) of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (the Rules), as amended, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall be transferred to the demat account of IEPF Authority. Accordingly, the Company had sent notices to all shareholders whose shares were due to be transferred to the IEPF Authority and published requisite advertisement in newspaper. However, the unclaimed dividend and shares transferred to IEPF Authority can be claimed by the shareholders from the IEPF Authority after following due procedure as prescribed in the Rules.

The Company has appointed a Nodal Officer under the provisions of IEPF, the details of which are available on the website of the Company https://www.63moons.com/investors/shareholders/unclaimed-dividend-equity-shares.aspx

During the year under review, no amount was transferred relating to unpaid and unclaimed dividend and corresponding shares in respect of which Dividend had been declared by the Company but has remained unclaimed or unpaid by the Shareholder for a period of seven consecutive years or more, to Investor Education and Protection Fund (IEPF).

The Company has informed IEPF authority vide its letter dated December 07, 2022 that subsequent to a civil suit filed against the Company, the Hon'ble Bombay High Court, vide its order dated 30th September, 2015 directed that pending hearing and final disposal of Notice of Motion, the Company shall not distribute any dividend amongst its shareholders and shall also not deposit any amount for the purpose of such distribution, into a specified bank account to be maintained for the purpose in compliance with the provisions of Section 123 of the Act.

The Company has, however, based on profits available for distribution and on recommendation of the Board and approval of shareholders at respective Annual General Meetings, declared dividends (as tabled below) but could not distribute the same to the shareholders till date pursuant to the above Hight Court order, which is valid and subsisting as on date.

Dividend type	Declared at AGM held on	Percentage
Final Dividend FY 2014-15	30-Sep-2015	250% (5/- per share)
Final Dividend FY 2016-17	27-Sep-2017	100% (2/- per share)
Final Dividend FY 2017-18	27-Sep-2018	100% (2/- per share)
Final Dividend FY 2018-19	18-Sep-2019	100% (2/- per share)
Final Dividend FY 2019-20	09-Dec-2020	100% (2/- per share)
Final Dividend FY 2020-21	18-Sep-2021	100% (2/- per share)
Final Dividend FY 2022-23	27-Sep-2023	100% (2/- per share)
Final Dividend FY 2023-24	27-Sep-2024	100% (2/- per share)
Final Dividend FY 2024-25	24-Sep-2025	60% (1.20/- per share)

The shareholders of the Company have been regularly informed in all Annual Reports since 2015 that the payment of the above dividends shall be done consequent to receipt of appropriate judicial orders.

The Company further informed that, since the Company was not able to distribute the pending dividends due to the aforesaid intervening order of the Hon'ble Bombay High Court, the same cannot be treated as unpaid/unclaimed under Section 124 of the Act read with applicable rules framed thereunder and is not liable for transfer to IEPF under Section 125 of the Act as on date.

20.1 Disclosures with respect to demat suspense account / unclaimed suspense account

In accordance with the requirement of Regulation 34(3) read with Schedule V of the Listing Regulations, details of equity shares in the suspense account are as follows:

Particulars	Number of shareholders	Number of equity shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 1st April, 2025	-	-
Number of shareholders who approached the Company for transfer of shares from suspense account during the year	-	-
Number of shareholders to whom shares were transferred from suspense account during the year	-	-
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	1	147*

** Voting rights on the shares shall remain frozen till the rightful owner of such shares claims the same.*

21 SECRETARIAL AUDIT FOR RECONCILIATION OF CAPITAL

As stipulated by SEBI, a qualified Practising Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges, where the Company's shares are listed. The audit confirmed that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

22 SECRETARIAL AUDIT FOR THE FINANCIAL YEAR 2025-26

Pursuant to Section 204 of the Act, your Company has appointed M/s BNP & Associates, Practising Company Secretaries, to conduct Secretarial Audit for the financial year 2025-26. The secretarial audit includes audit of compliance with the Act and the Rules made thereunder, Listing Regulations and Guidelines prescribed by the Securities and Exchange Board of India and any other applicable laws.

23 ANNUAL SECRETARIAL COMPLIANCE REPORT

The Company has undertaken an audit for the financial year 2025-26 for all applicable compliances as per SEBI Regulations and Circulars / Guidelines issued thereunder. The Annual Secretarial Compliance Report has been submitted by your Company to the Stock Exchanges within 60 days from the end of the financial year.

24 INFORMATION ON DIRECTORS APPOINTMENT/RE-APPOINTMENT

Detailed information on Directors appointment / re-appointment as required under Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings are mentioned in the AGM Notice.

Place : Mumbai

Date : August 12, 2026

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

To the Members of
63 moons technologies limited

I hereby declare that all the Directors and the Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct for the financial year ended March 31, 2026.

For 63 moons technologies limited

S. Rajendran
Managing Director & CEO
(DIN: 02686150)

Place : Mumbai
Date : August 12, 2026

CERTIFICATION OF FINANCIAL STATEMENTS OF THE COMPANY BY THE MANAGING DIRECTOR & CEO AND THE WHOLE TIME DIRECTOR & CHIEF FINANCIAL OFFICER (CFO)

We, Soundaram Rajendran, Managing Director & CEO, and Devendra Agrawal, Whole-time Director & CFO, certify that:

1. We have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2026 and to the best of our knowledge and belief;
   - these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading
   - these statements together present a true and fair view of the Company's affairs, and are in compliance with the existing accounting standards, applicable laws and regulations.

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's Code of Conduct.

3. We accept the responsibility for establishing and maintaining internal controls for financial reporting. We have also evaluated the effectiveness of the internal control systems of the Company with respect to financial reporting and deficiencies in the design or operation of internal controls, if any, have been disclosed to the Auditors and the Audit Committee. They have been intimated about the steps we have taken or propose to take to rectify these deficiencies.

4. We have indicated to the Auditors and the Audit Committee of;
   i. significant changes, if any, in internal control over financial reporting during the year;
   ii. significant changes, if any, in accounting policies during the year; the same have been disclosed in the notes to the financial statements; and
   iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee who has a significant role in the Company's internal control system over financial reporting.

S. Rajendran
Managing Director & CEO
(DIN: 02686150)

Devendra Agrawal
Whole-time Director & CFO
(DIN: 03579332)

Place : Mumbai
Date : May 18, 2026

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
63 Moons Technologies Limited
Shakti Tower - II, 4th Floor, Premises J
766, Anna Salai, Chennai, 600002.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **63 Moons Technologies Limited** having **CIN: L29142TN1988PLC01558**6 and having Registered Office at Shakti Tower-II ,4th Floor, Premises J, 766, Anna Salai, Chennai, 600 002 (hereinafter referred to as **'the Company'**), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of Companies by Securities and Exchange Board of India, Ministry of Corporate Affairs (MCA), or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	(*) Date of appointment in Company
1.	Mr. Venkat Chary	00273036	10-10-2013
2.	Mr. Devender Singh Rawat	02587354	12-02-2019
3.	Mr. Sunil Hasmukhlal Shah	02569359	20-11-2014
4.	Mr. Devendra Kumar Agrawal	03579332	27-05-2017
5.	Mr. Rajendran Soundaram	02686150	29-11-2013
6.	Mr. Deepak Verma	07489985	21-12-2016
7.	Mrs. Chitkala Zutshi	07684586	21-12-2016
8.	Mr. Chandrasekhar Kanekal	06861358	27-09-2017
9.	Mrs. Malini Vijay Shankar**	01602529	12-03-2020
10.	Mr. Satyananda Mishra**	01807198	12-03-2020
11.	Mr. Parveen Kumar Gupta**	02895343	12-03-2020
12.	Mr. Maheshwar Sahu***	00034051	20-05-2025

Note:

(*) The date of appointment is as per the date reflected in MCA records.

(**) Based on Hon'ble NCLAT order dated 12th March, 2020 Ministry of Corporate Affairs (MCA) vide its order dated 16th March 2020 had communicated to the Company about appointment of three Nominee Directors on their Board with immediate effect. The Company had filed an appeal challenging the order dated 12th March 2020, passed by Hon'ble NCLAT before Hon'ble Supreme Court along with an application for stay of the Order passed by MCA. Hon'ble Supreme Court has vide its order dated 9th March 2022 stayed the NCLAT Order and consequently MCA order dated 16th March 2020 remain stayed. Further, the Hon'ble Supreme Court vide its order dated 13th April, 2026 has kept the NCLT and NCLAT order(s) in abeyance.

(***) Mr. Maheshwar Sahu (DIN: 00034051) has been appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation with effect from 20th May, 2025.

Ensuring the eligibility of every director for appointment / continuity on the Board is the responsibility of the Management of the Company. Our responsibility is to express an opinion based on the verification of the records maintained by the Company. We further state that this certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management of the Company has conducted the affairs of the Company.

This certificate is based on the information and records available up to this date and we have no responsibility to update this certificate for the events and circumstances occurring after the date of the certificate.

For BNP & Associates
Company Secretaries
[Firm Registration. No. P2014MH037400]
PR No. 7353/2025

Date: 12th August, 2026
Place: Mumbai

Venkataraman Krishnan
Partner
ACS No: 8897 /COP No.: 12459
UDIN: A008897H001083025

Independent Auditors' certificate on compliance with the Corporate Governance requirements under SEBI [Listing Obligations and Disclosure Requirements] Regulation, 2015

To the members of 63 moons technologies limited

1. This certificate is issued in accordance with engagement letter and as requested by you.
2. We have examined the compliance of conditions of Corporate Governance by **63 moons technologies limited** ("the Company"), for the year ended on 31st March, 2026, as stipulated in regulation 17 to 27, clause (b) to (i) and (t) of regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("SEBI Listing Regulations") pursuant to the Listing Agreement of the Company with Stock Exchanges.

Management's responsibility

3. The compliance of conditions of Corporate Governance as stipulated under the SEBI listing regulations is the responsibility of management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of corporate governance stipulated in the SEBI Listing Regulations, including preparation and maintenance of all relevant supporting records and documents.

Auditors' responsibility

4. Our examination was limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of corporate governance. It is neither audit nor an expression of opinion on the financial statements of the Company.
5. Pursuant to the requirements of the SEBI Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of corporate governance as stipulated in the SEBI Listing Regulations for the year ended 31st March, 2026.
6. We conducted our examination of the above corporate governance compliance in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) and Guidance Note on Certification of Corporate Governance (the 'Guidance Note') issued by the Institute of Chartered Accountants of India ("the ICAI"), in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above mentioned listing regulations as applicable during the year ended 31st March, 2026.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction on use

10. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirements of aforesaid SEBI Listing Regulations and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For Chaturvedi Sohan & Co.
Chartered Accountants
Firm's registration no.: 118424W
by the hand of

Vivekanand Chaturvedi
Partner
Membership No.106403
UDIN: 26106403CCUZWH6947

Mumbai, 12th August, 2026

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FINANCIAL STATEMENTS

STANDALONE

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

QUALIFIED OPINION

We have audited the accompanying Standalone Financial Statements of 63 moons technologies limited (hereinafter referred as "the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes In Equity for the year then ended and notes to the Standalone Financial Statements, including a summary of material and significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, *except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report*, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (hereinafter referred as "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 (hereinafter referred as "Ind AS") and other accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at March 31, 2026, and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

BASIS FOR QUALIFIED OPINION

As stated by the Management of the Company in Note 49 (a) to the Standalone financial statements, Civil Suits have been filed against the Company in relation to event occurred on National Spot Exchange Limited trading platform. These matters are pending at various stages of adjudication. As stated in the said note, the management of the Company does not foresee that the parties who have filed Civil Suits would be able to sustain any claim against the Company. In addition, as stated by the management in Note 49 (b, c, d, e) to the Standalone financial statements, there are First Information Reports ("FIR")/ complaints/ charge-sheets/ orders/ notices registered/ received against various parties including the Company from/ with the Economic Offences Wing of the Mumbai Police (EOW), Central Bureau of Investigation (CBI), Home Department - Government of Maharashtra under MPID Act, the Directorate of Enforcement and the Serious Fraud Investigation Office (SFIO). Above matters are pending at various stages of adjudication/investigation.

Pursuant to NSEL Settlement scheme, the Company has filed applications to appropriate judicial forums for disposal of the said suits and releasing of its properties. Orders for disposal/dismissal/withdrawal have been passed in certain suits/ matters in terms of the scheme

In this regard, the Management and those charged with Governance have represented to us that other than as stated in the said notes to the Standalone financial statements, there are no claims, litigations, potential settlements involving the Company directly or indirectly which require adjustments to/disclosures in the Standalone Financial Statements.

Accordingly, in view of above representations regarding legal matters at various stages of adjudication and ongoing investigations/ matters, the outcome of which is not known and is uncertain at this stage, we are unable to comment on the consequential impact in respect of the same on the Standalone Financial Statements for the year ended 31 March 2026.

We conducted our audit in accordance with the Standards on Auditing (hereinafter referred as "SAs") specified under section 143(10) of the Act. Our responsibilities under those SAs 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 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 we have obtained is sufficient and appropriate to provide a basis for our *qualified audit opinion*.

EMPHASIS OF MATTERS

1. We draw attention to the Note 42 to the Standalone Financial Statements which describes that The Company had invested Rs.20,000 Lakhs (face value) in Secured Non-Convertible Debentures issued by IL&FS Transportation Networks Ltd (ITNL), a subsidiary of Infrastructure Leasing & Finance Ltd (IL&FS). A Resolution process was initiated under Sections 241 and 242 of the Companies Act, 2013 under the supervision of National Company Law Appellate Tribunal (NCLAT). The Ld NCLAT directed ITNL to make an interim distribution to the creditors, pursuant to which ITNL made partial interim distribution to the creditors including the Company. In view of the uncertainty on further distribution, without prejudice to its rights, adopting conservative approach, the Company has impaired and written off an amount of Rs. 13,557.10 lakhs till March 31, 2025 which was included under Exceptional items in financial statements of the respective periods. Subsequent to year end, the Company has received further interim distribution of Rs.1,050.49 lakhs, aggregating to the total interim distribution of Rs.7228.49Lakhs.
2. We draw attention to Note 43 to the statement which describes that The Company had invested in 9% Yes Bank Perpetual Additional Tier I (AT-1) Bonds amounting to Rs. 30,000 Lakhs (face value). The Final Reconstruction Scheme of Yes Bank by Government of India had excluded the writing off AT-1 bonds. However, Yes Bank through its Administrator informed the stock exchanges that Additional Tier I Bonds for an amount of Rs. 8,415 crores were written down permanently which led to legal actions by the trustees and by the Company. The Hon'ble Bombay High Court quashed and set aside the decision of the Administrator which has been challenged by Yes Bank and RBI before the Hon'ble Supreme Court where the matter has been stayed subject to the final order of the Hon'ble Supreme Court. The arguments have been completed by the parties, and the matter has been reserved for order. In view of the uncertainty prevailing in the matter and irrespective of the final decision in the case, the Company expects an impairment. Hence, adopting a conservative approach, the Company has impaired and written off amount of ₹ 10,000.00 lakhs during the previous year ended March 31, 2025, which was included under Exceptional items in financial results.

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

3. We draw attention to Note 46 to the Statement which describe that The Board of Directors of the Company, in its meeting held on February 18, 2025 approved the participation and support of the Company to the Scheme of Arrangement between National Spot Exchange limited ("NSEL") and the Specified Creditors i.e., traders having outstanding claims above 10 lakhs). The Board also approved the payment of Rs. 1,950 Crore ("Settlement Amount"), in accordance with the terms of the Scheme, towards settlement of the claims of Rs. 4610 Cr. Approx. to 5682 Specified Creditors. This Scheme of Arrangement between NSEL and the Specified Creditors ("Scheme") came into place on the initiative of an investors' association called NSEL Investors Forum ("NIF") who came up with a proposal for a One-Time Full and Final Settlement ("OTS") between the traders, NSEL and the Company to bring an end to all the litigations and to settle the claims of the traders. The Scheme entails payment of a Settlement Amount of Rs. 1,950 Crore by the Company to the Specified Creditors in proportion to their outstanding claims as on July 31, 2024. The Scheme envisages that on payment of the Settlement Amount, it would result in closure of proceedings against the Company and the Persons in 63 moons Group (as defined in the Scheme) and release and discharge the Company and the Persons in 63 moons Group from the Specified Creditors' Claims and removal of restraints in dealing with its properties. The Scheme entails assignment of Specified Creditors' Claims to the Company on payment of the Settlement Amount. The Scheme seeks a structured resolution through a statutory mechanism provided by the Companies Act, 2013.

   National Company Law Tribunal, Mumbai ("NCLT") on application filed by NSEL, directed to convene a meeting of Specified Creditors through postal ballot with a facility of voting through electronic means (e-voting) for the purpose of considering, and, if thought fit, approving the proposed scheme. The Scheme has been duly approved in number 92.81% of Specified Creditors and value 91.35% in accordance with section 230 of the Companies Act 2013 and the relevant provisions. This approval exceeds the statutory majority required by Section 230(6) of the Companies Act 2013, that is a majority in number representing three-fourths in value. NSEL filed a Company Petition before the Ld. NCLT seeking approval of the Scheme, which was sanctioned by Ld. NCLT vide order dated November 28, 2025. Some of the traders challenged the NCLT Order sanctioning Scheme, before Ld. National Company Law Appellate Tribunal ("NCLAT") and the same has been dismissed by the Ld. NCLAT. one of the trader challenged the said dismissal NCLAT order before the Hon'ble Supreme Court; however, the same was dismissed by the Hon'ble Supreme Court. The Company is presently taking the necessary steps before the appropriate courts/tribunal to give effect to the Scheme.

   Our opinion is not modified in respect these matters of emphasis.

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 taken as a whole; in forming our opinion thereon and we do not provide a separate opinion on these matters. Apart from ‘Basis for qualified opinion’ we have determined the key audit matters as described below:

A. Determination of fair value of carrying amount of investments
B. Accounting treatment for contracts with customer
C. Contingent liabilities

A. A. Determination of fair value of carrying amount of investments

Description of key audit matter

The Company has investments net of provision of Rs. 72,411.45 Lakhs as at March 31, 2026 consisting of investments in the equity instruments of subsidiaries, third party bonds, mutual funds, other equity instruments etc. and are valued as per Ind AS 109, “Financial instruments”. By their nature, these are subjected to various factors related to respective investee entities including but not limited to, economic factors, business dynamics, financial performance etc. and impact a fair valuation of these investments. Accordingly, this necessitates a close monitoring by the management of these situations and judgement, based on appropriate evaluation criteria to arrive at a fair value of carrying amounts of these assets as at balance sheet date. Against this background, this matter was of significance in the context of our audit.

Description of Auditor response

We have carried out a comparison between carrying value of investment as at balance sheet date and net worth as reflected by latest audited financials of investee companies. Wherever carrying amount of investment is more than the net-worth of investee Company we have discussed and enquired with the management the process followed by them to identify permanent diminution, if any, in the value of investment and necessary accounting treatment adopted in the books. In addition, management has provided us with the future business plans, wherever necessary and how in their business judgement such gap between investment and net-worth of the investee is either compensated with improving business conditions or valuations of such entities. Going forward our regular audit procedures are designed to keep a follow up on outcomes of these management assertions.

B. Accounting treatment for contracts with customer

Description of key audit matter

Revenue amounting to Rs.10,944.13 Lakhs including the revenue from discontinued operations reported in the Company’s financial statements pertains to customer specific contracts and the same are required to satisfy the recognition and measurement criteria as prescribed in IND AS 115, ‘Revenue from Contracts with Customers’. Company’s revenue is bifurcated into three main parts (a) revenue from software products (IPR based licenses); (b) revenue from software services and (c) IT infrastructure income. Certain contracts necessarily involve estimations and certain assumptions to be made by the

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

management in determining the quantum of revenue to be recognised in specific period. This inherently creates certain uncertainties and results in complexities in accounting treatment wherein incorrect assumptions and estimates can lead to revenue being recognised in incorrect accounting periods thereby impacting the results. Considering these factors, in the context of our audit this matter was of significance and hence a key audit matter.

Description of Auditor's response

With a view to verify the reasonableness of the revenue accounting we carried out following procedures:

a) Understanding the internal control environment for revenue recognition and to test check with a view to verify its operating effectiveness;
b) Major contracts were read and analysed to verify correctness of accounting of revenue as calculated by the Company's Management;
c) Discussed with the management process of identification of variable consideration and verified the working on test basis;
d) Verified the working of unbilled revenue and unearned revenue on test basis;
e) Performed analytical procedures and obtained reasons for major variances;
f) Ensured that revenue is recognized in accordance with accounting policy of the Company and Ind AS 115;

C. Contingent liabilities

Description of key audit matter

Contingent liabilities as at March 31, 2026 amounted to Rs.14,832.68 Lakhs, which mainly include pending income-tax matters and certain legal cases other than those forming basis for our qualified opinion. Contentious income tax matters relate to interpretational differences between the Company and various tax authorities, certain matters subjected to internal circulars and guidelines within tax authorities irrespective of stated legal provisions sometimes requiring decision making only by higher tax authorities through appellate procedures resulting in delays in outcome. Given the current legal and operational embargo that the Company is facing, it is subjected the multiple litigations by and on the Company sub-judice at various courts and levels requiring the Company's Management to exercise significant judgement on these outcomes to determine the liabilities that are contingent in nature. Considering these factors, in the context of our audit, this matter was of significance and hence a key audit matter.

Description of Auditor's response

With a view to ensure that disclosures made by the Company in Note 32 to the Standalone Financial Statements, are determined appropriately and prudently, we obtained information of pending income-tax matters from the Company and have obtained/verified the documents including the communication with the departments provided by the Company. In addition, we have carried out comparison with respect to previous year and obtained/reviewed documentation for additional tax matters arisen during the year. Our tax team has carried out discussions with the Company's internal tax team on these cases mainly with respect to issues raised by various tax authorities in their communication to the Company to substantiate Company's assessment that there are no present obligations perceived.

With respect to legal cases disclosed to us, we have obtained updates on pending cases from the management and discussed it with the Company's internal legal department, wherever necessary. We carried out a comparison between the latest status and immediate previous status. While comparing, we have tried to ascertain the appropriateness, without being judgemental, of the management judgement exercised in updating to the latest status and have tried to evaluate an impact on such ascertainment of whether the Company liabilities to which it is contingently liable are appropriately ascertained with prudence principle.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON (HEREINAFTER REFERRED AS "OTHER INFORMATION")

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Directors' Report including any annexures thereto, Corporate Governance Report and Management Discussion and Analysis, but does not include the Standalone Financial Statements and our auditor's report thereon.

These reports are expected to be made available to us after the date of this auditor's report. Our opinion on the financial statements does not cover the other information and we will 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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. When we read these reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable as per applicable laws and regulations.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS.

The Company's Management and Board of Directors are 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, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

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, Company's Management and Board of Directors are 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 and Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are 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:

A. 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.

B. Obtain an understanding of internal 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.

C. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors.

D. Conclude on the appropriateness of management and Board of Directors' 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.

E. 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 of India in terms of section 143(11) of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143 (3) of the Act and 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 Standalone Financial Statements comply with the Ind AS specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014, *except for the effects, if any, of the matters described in the basis for qualified opinion paragraph;*

e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 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 B"; 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 the requirements of section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and

h) 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, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations as at March 31, 2026 on its Standalone Financial Statements, *to the extent it is ascertainable* [Refer Note 32 to the Standalone Financial Statements and 'Basis for Qualified Opinion'].

   ii. The Company does not have any outstanding long-term contracts including derivative contracts as on March 31, 2026.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

   iv. Reporting on rule 11(e):

      (a) The Management has represented that, to the best of its knowledge and belief, as stated in Note no. 39 (2), 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(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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, as stated in Note no. 39 (2), no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 has 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.

   v. The dividend for the current and previous years is proposed/declared but cannot be paid due to restrictions imposed pursuant to the directions of the Court is in accordance with section 123 of the Act, as applicable. [Refer Note 47 to the Standalone Financial Statements]

   vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules,2014 is applicable from 1 April 2023 however reporting under Rule 11(g) of the Companies (Audit and Auditor) Rules, 2014 on preservation of audit trail as per statutory requirements for record retention is not applicable for the financial year ended 31 March 2026.

   Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software and operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

For Chaturvedi Sohan & Co
Chartered Accountant
FRN: 118424W

Vivekanand Chaturvedi
Partner
M.No:106403
UDIN: 26106403YSWDLG7249

Date: 18th May, 2026
Place: Mumbai

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 1 under the heading, "Report on Other Legal and Regulatory Requirements" of our report on 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) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company is maintaining proper records showing full particulars of intangible assets.

(b) The Property, Plant and Equipment have been physically verified by the management at regular intervals based on the programme of verification in a phased manner which in our opinion is reasonable. No material discrepancies were noticed during such physical verification conducted by the Company during the year.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(d) The Company has neither revalued its Property, Plant and Equipment (including Right of Use assets) nor intangible assets during the year. Accordingly, reporting under paragraph 3(i)(d) of the Order is not applicable.

(e) No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under paragraph 3(i)(e) of the Order is not applicable

(ii) According to the process explained to us and as followed by the Company, the Company's inventory items are directly delivered to its customers on their procurement. Accordingly, reporting on paragraph 3(ii) of the Order is not applicable.

(iii) With respect to investments, guarantees, security, loans or advances:

- during the year, the Company has made investments in certain group companies;
- in earlier years, the Company had granted loans to group companies out of which certain loans are outstanding as at balance sheet date;
- during the year, the Company has not provided any guarantee to companies, firms, Limited Liability Partnerships or any other parties.

(a) Details of loans outstanding (net of provisions, if any) as at balance sheet date are as follows: (also refer Note 39 for details):

PARTICULARS	Loans (Amounts in Rs. Lakhs)	
	Loan given during the year	Balance outstanding as at 31 March 2026
- Subsidiaries, joint-ventures and associates	Nil	500
- Other than Subsidiaries, joint-ventures and associates	Nil	Nil

(b) Investments made and the terms and conditions of all loans given, to the extent stipulated, are not prejudicial to the Company's interest.

(c) Schedule of repayment of principal and payment of interest has not been stipulated for loan given to a subsidiary. Accordingly, reporting on repayments or receipts is not applicable.

(d) Schedule of repayment of principal and payment of interest has not been stipulated for loan given to a subsidiary. Accordingly, we do not have anything to report on paragraph 3(iii)(d) of the Order.

(e) In furtherance to above, no loan or advance in the nature of loan granted has fallen due during the year. Accordingly, the reporting under para 3(iii)(e) is not applicable.

(f) Details with respect to the unsecured loan given to a subsidiary repayable on demand are as follows:

PARTICULARS	Loans (Amounts in Rs. Lakhs)	
	Balance outstanding as at 31 March 2026	Percentage
- Subsidiaries, joint-ventures and associates	500	100%
- Related parties other than Subsidiaries, joint-ventures and associates	Nil	Nil
Total loans	**500**	**100%**

(iv) The Company has complied with provisions of section 185 and section 186 of the Act.

(v) The Company has not accepted deposits or deemed deposits to which the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 of the Act, and the rules framed there under, are applicable. Accordingly, reporting under para 3(v) is not applicable

(vi) Maintenance of cost records has not been specified by the Central government under section 148(1) of the Act. Accordingly reporting on paragraph 3 (vi) of the Order is not applicable.

(vii) (a) The Company is generally regular in depositing undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of excise, value added tax, cess and any statutory dues as applicable, to the appropriate authorities. Based on verification carried out by us on test basis, there are no arrears of undisputed statutory dues outstanding as at March 31, 2026 for a period of more than six months from the date they became payable.

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 1 under the heading, "Report on Other Legal and Regulatory Requirements" of our report on even date:

(b) The details of statutory dues referred to in sub- paragraph (a) above which have not been deposited with the concerned authorities as on March 31, 2026, on account of dispute are given below:

Name of the Statue	Name of the disputed dues	Amount involved (Rs. Lakhs)	Period to which the amount relates (Assessment Year)	Forum where disputes are pending
Income Tax Act, 1961	Income Tax	231.89	2016-17	Commissioner of Income Tax Appeals
		210.66	2017-18	
MVAT Act 2002	CST Tax	206.77	FY 2017-18	Deputy Commissioner of Sales Tax
Total		**649.32**		

(viii) There are no transactions which are not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, reporting under para 3(viii) is not applicable.

(ix) The Company has neither raised short term funds nor long term funds during the current year as well as in the immediately preceding year. Accordingly, reporting under para 3(ix)(a), 3(ix)(b), 3(ix)(c), 3(ix)(d), 3(ix)(e), 3(ix)(f) is not applicable.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, reporting on para 3(x)(a) is not applicable.

(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, reporting on para 3(x)(b) is not applicable.

(xi) (a) Except for the matters(s) referred in the *'Basis for Qualified Opinion' of our audit report which are sub-judice and hence are inconclusive*, to the best of our knowledge and information and explanations given to us, no fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) During the year, we have taken into consideration the whistle blower complaints, if any, received by the company during the year while determining the nature, timing and extent of audit procedures.

(xii) The Company is not a Nidhi Company. Accordingly, reporting on para 3(xii) of the order is not applicable.

(xiii) All transactions with the related parties are in compliance with sections 177 and 188 of the Act, wherever applicable, and the details have been disclosed in the financial statements as required by the applicable IND AS.

(xiv) (a) The company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered, the internal audit reports issued during the year and pertaining to the year under audit.

The company has not entered into any non-cash transactions with its directors or persons connected with its directors. Accordingly, reporting on para 3(xv) of the order is not applicable.

(xv) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting on para 3(xvi)(a) is not applicable.

(b) The company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, reporting on para 3(xvi)(b) is not applicable.

(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting on para 3(xvi)(c) of the order is not applicable.

(d) The group does not have CIC as part of the group. Accordingly, reporting on para 3(xvi)(d) of the order is not applicable.

(xvi) (xvi) The company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting on para 3(xviii) of the order is not applicable.

(xix) Except *for the matters(s) referred in the 'Basis for Qualified Opinion' of our audit report which are sub-judice and hence are inconclusive*, to the best of our knowledge and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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 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.

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 1 under the heading, "Report on Other Legal and Regulatory Requirements" of our report on even date:

(xx) (a) There is no unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects. Accordingly, reporting on para 3(xx) (a) of the order is not applicable

(b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount as of the end financial year, to a Special account within a period of 30 days from the end of the said financial year in compliance with the provision of section 135(6) of the Act.

For Chaturvedi Sohan & Co
Chartered Accountant
FRN: 118424W

Vivekanand Chaturvedi
Partner
M.No:106403
UDIN: 26106403YSWDLG7249

Date: 18th May, 2026
Place: Mumbai

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2 (f) under the heading, "Report on other legal and regulatory requirements" of our report on even date:

REPORT ON THE INTERNAL FINANCIAL CONTROLS
[UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")]

OPINION

We have audited the internal financial controls over financial reporting of 63 moons technologies limited (hereinafter referred as "the Company") as of March 31, 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

In our opinion and 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, 2026, based on the internal financial 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 (hereinafter referred as "the guidance note") issued by the Institute of Chartered Accountants of India (hereinafter referred as "ICAI").

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's Management and Board of Directors are 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. 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 the 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 based on our audit. We conducted our audit in accordance with the guidance note and the SAs issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those SAs 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 judgment, 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 authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the Standalone Financial Statements.

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2 (f) under the heading, "Report on other legal and regulatory requirements" of our report on even date:

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.

For Chaturvedi Sohan & Co
Chartered Accountant
FRN: 118424W

Vivekanand Chaturvedi
Partner
M.No:106403
UDIN: 26106403YSWDLG7249

Date: 18th May, 2026
Place: Mumbai

BALANCE SHEET
as at March 31, 2026

(₹ in lakhs)

PARTICULARS	NOTE	As at 31.03.2026	As at 31.03.2025
ASSETS			
Non-current assets			
Property, plant and equipment	5	20,328.44	20,504.10
Right of use assets	6	187.96	186.18
Investment property	7	9,608.50	9,818.56
Other intangible assets	8	125.64	32.50
Financial assets			
(i) Investments	9	55,730.62	53,973.87
(ii) Other Financial Assets	11	60,789.77	25,948.55
Deferred tax assets (net)	20	2,560.53	4,498.88
Other non-current assets	12	4,112.34	3,642.26
TOTAL NON-CURRENT ASSETS		**153,443.80**	118,604.90
Current assets			
Financial assets			
(i) Investments	9	16,680.83	12,898.26
(ii) Trade receivables	13	390.27	304.57
(iii) Cash and cash equivalents	14	1,583.51	2,313.39
(iv) Bank Balances other than (iii) above	15	136,420.65	158,734.41
(v) Loans	10	509.22	509.77
(vi) Other financial assets	11	4,712.50	5,219.35
Current tax assets (net)	20	1,653.62	2,450.67
Other current assets	12	4,023.60	3,326.24
TOTAL CURRENT ASSETS		**165,974.20**	185,756.66
ASSETS CLASSIFIED AS HELD FOR SALE		-	23.03
TOTAL ASSETS		**319,418.00**	304,384.59

BALANCE SHEET (CONTD.)

as at March 31, 2026

(₹ in lakhs)

PARTICULARS	NOTE	As at 31.03.2026	As at 31.03.2025
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	16	921.57	921.57
Other equity		303,212.38	286,352.68
TOTAL EQUITY		**304,133.95**	287,274.25
LIABILITIES			
Non-current liabilities			
Financial liabilities			
(i) Lease Liability		146.86	162.81
(ii) Other financial liabilities	17	572.67	224.24
Provisions	18	1,255.43	1,168.37
TOTAL NON-CURRENT LIABILITIES		**1,974.96**	1,555.42
Current liabilities			
Financial liabilities			
(i) Lease Liability		75.58	48.52
(ii) Trade payables	21		
Due to micro and small enterprises		112.86	45.22
Due to others		250.65	404.28
(iii) Other financial liabilities	17	11,758.15	11,136.34
Other current liabilities	19	693.23	3,561.72
Provisions	18	418.62	313.36
TOTAL CURRENT LIABILITIES		**13,309.09**	15,509.44
LIABILITIES DIRECTLY ASSOCIATED WITH ASSETS CLASSFIED AS HELD FOR SALE		**-**	45.48
TOTAL LIABILITIES		**15,284.05**	17,110.34
TOTAL EQUITY AND LIABILITIES		**319,418.00**	304,384.59
See accompanying notes forming part of the financial statements 1 to 52			

In terms of our report attached
For Chaturvedi Sohan & Co
Chartered Accountants
(Firm's Registration No.118424W)
by the hand of

Vivekanand Chaturvedi
Partner
Membership No:106403

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board

Chitkala Zutshi
Director
DIN- 07684586

S. Rajendran
Managing Director & CEO
DIN - 02686150

Hariraj Chouhan
Company Secretary

Devendra Agrawal
Whole-time Director & CFO
DIN - 03579332

Place : Mumbai
Date : May 18, 2026

STATEMENT OF PROFIT AND LOSS

for the Year ended March 31, 2026

(₹ in lakhs)

	PARTICULARS	NOTE	Year Ended 31.03.2026	Year Ended 31.03.2025
A	**Continuing Operations**			
	Revenue from operations	22	10,895.74	2,732.46
	Other income (net)	23	15,727.42	15,609.03
	TOTAL INCOME		**26,623.16**	18,341.49
	Expenses			
	Employee benefits expense	24	8,085.12	6,763.06
	Finance costs	25	82.18	55.40
	Depreciation and amortisation expenses	26	1,262.17	1,099.17
	Other expenses	27	9,727.90	8,580.57
	TOTAL EXPENSES		**19,157.37**	16,498.20
	Profit/ (Loss) before exceptional item and tax		7,465.79	1,843.29
	Exceptional items	28	11,692.43	(2,150.29)
	Profit / (Loss) before tax		**19,158.22**	(307.00)
	Tax expense / (credit):			
	Current tax	20	1,206.35	(360.06)
	Deferred tax	20	482.38	233.96
	TOTAL TAX EXPENSE		**1,688.73**	(126.10)
	Profit for the year from continuing operations		**17,469.49**	(180.90)
B	**Discontinued operations**			
	Profit before tax		(5.56)	1,094.46
	Tax expense		(1.62)	318.71
	Net Profit for the year from discontinued operations		**(3.94)**	775.75
	Profit for the year (A + B)		17,465.55	594.85
	Other Comprehensive Income / (loss) for the year			
	In respect of continuing operations			
	Items that will not be reclassified subsequently to profit or loss			
	Remeasurement of the net defined benefit liability/asset		(73.54)	(0.75)
	Income tax relating to above mentioned items		21.42	0.22
			(52.12)	(0.53)
	In respect of discontinued operations			
	Items that will not be reclassified subsequently to profit or loss			
	Remeasurement of the net defined benefit liability/asset		(1.11)	(4.00)
	Income tax relating to above mentioned items		0.32	1.16
			(0.79)	(2.84)
	Total Other Comprehensive Income (net of tax)		**(52.91)**	(3.37)
	Total comprehensive income for the year		**17,412.64**	591.48

STATEMENT OF PROFIT AND LOSS (CONTD.)

for the Year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	NOTE	Year Ended 31.03.2026	Year Ended 31.03.2025
Earnings per share: (Face Value per share ₹ 2/-)	36		
From continuing operations:			
Basic and Diluted per share (in ₹)		**37.91**	(0.39)
From discontinuing operations:			
Basic and Diluted per share (in ₹)		**(0.01)**	1.68
From total operations:			
Basic and Diluted per share (in ₹)		**37.90**	1.29
See accompanying notes forming part of the financial statements 1 to 52			

In terms of our report attached
For Chaturvedi Sohan & Co
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(Firm's Registration No.118424W)
by the hand of

Vivekanand Chaturvedi
Partner
Membership No:106403

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board

Chitkala Zutshi
Director
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S. Rajendran
Managing Director & CEO
DIN - 02686150

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Company Secretary

Devendra Agrawal
Whole-time Director & CFO
DIN - 03579332

Place : Mumbai
Date : May 18, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

(₹ in lakhs)

PARTICULARS	Equity Share Capital	Reserves and surplus				Other Comprehensive Income	Total other equity	Total equity attributable to equity holders of the Company
		Capital reserve	Securities premium reserve	General reserve	Retained earnings			
Balance at 01.04.2024	**921.57**	**147.59**	**41,746.62**	**32,579.86**	**212,433.66**	**(224.97)**	**286,682.77**	**287,604.34**
Changes in equity for the year ended 31.03.2025								
Dividends (Refer Note 47)	-	-	-	-	(921.57)	-	(921.57)	(921.57)
Remeasurement of The Net Defined Benefit Liability/Asset	-	-	-	-	-	-	-	-
Profit for the year for continuing and discontinuing operation	-	-	-	-	594.85	(3.37)	591.48	591.48
Balance at 31.03.2025	**921.57**	**147.59**	**41,746.62**	**32,579.86**	**212,106.94**	**(228.34)**	**286,352.68**	**287,274.25**
Balance at 01.04.2025	**921.57**	**147.59**	**41,746.62**	**32,579.86**	**212,106.94**	**(228.34)**	**286,352.68**	**287,274.25**
Changes in equity for the year ended 31.03.2026								
Dividends (Refer Note 47)	-	-	-	-	(552.94)	-	(552.94)	(552.94)
Remeasurement of The Net Defined Benefit Liability/Asset	-	-	-	-	-	-	-	-
Profit for the year for continuing and discontinuing operation	-	-	-	-	17,465.55	(52.91)	17,412.64	17,412.64
Balance at 31.03.2026	**921.57**	**147.59**	**41,746.62**	**32,579.86**	**229,019.55**	**(281.25)**	**303,212.38**	**304,133.95**

NATURE AND PURPOSE OF RESERVES:

Capital reserve:
During amalgamation, the excess of net assets taken over the cost of consideration paid is treated as capital reserve.

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.

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

In terms of our report attached
For Chaturvedi Sohan & Co
Chartered Accountants
(Firm's Registration No.118424W)
by the hand of

Vivekanand Chaturvedi
Partner
Membership No:106403

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board

Chitkala Zutshi
Director
DIN- 07684586

S. Rajendran
Managing Director & CEO
DIN - 02686150

Hariraj Chouhan
Company Secretary

Devendra Agrawal
Whole-time Director & CFO
DIN - 03579332

Place : Mumbai
Date : May 18, 2026

STATEMENT OF CASH FLOW

for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026		Year ended 31.03.2025	
A. Cash flow from operating activities				
Profit / (Loss) before tax				
Continuing operations		**19,158.22**		(307.00)
Discontinuing opertions		**(5.56)**		1,094.46
Adjustments for:				
Depreciation and amortisation expense	1,262.62		1,406.14	
Gain on fair valuation of financial assets at fair value through profit or loss	(861.84)		(975.73)	
Gain on sale of shares in associate company	(14,565.72)			
Investment in subsidiary written off (net of write back of earlier provision)	3,000.00		4,500.00	
Net Gain on sale of business undertaking	(126.71)		(14,270.26)	
Impairment / Write off of investment in bonds / debentures	-		11,920.55	
Provisions / liabilities no longer required written back	(395.64)		(142.47)	
Bad debts / advances written off (net of provision held)	22.84		15.98	
Provision for doubtful trade receivables / advances	123.74		-	
Loss on write off of intangible asset	1.42		-	
Finance costs	82.17		93.86	
Interest income	(13,117.19)	(24,574.31)	(13,121.02)	(10,572.95)
Operating profit / (loss) before working capital changes		**(5,421.65)**		(9,785.49)
Changes in working capital:				
Adjustments for:				
Trade receivables, loans, other financial assets and other assets	(904.85)		(1,402.65)	
Trade payables, other financial liabilities, other liabilities and provision	(2,092.92)	(2,997.77)	4,036.58	2,633.93
Cash used in operations		**(8,419.42)**		(7,151.56)
Net Income Tax - (paid) / refund received		579.47		3,722.38
NET CASH FLOW FROM OPERATING ACTIVITIES (A)		**(7,839.95)**		(3,429.18)
B. Cash flow from investing activities				
Capital expenditure on Property, plant and equipment and other Intangible assets including capital advances		(918.06)		(1,026.46)
Proceeds on sale of business undertaking on slump sale basis (net of expenses)		126.71		12,571.84
Proceeds from sale of shares in associate (net of expenses)		16,666.59		-
Purchase of stake in subsidiaries		(7,500.00)		(7,500.00)
Proceeds from sale of Financial assets - others		16,345.87		2,339.31
Purchase of Financial assets - others		(18,624.24)		(1,500.00)
Deposit with Competenet Authority		(14,555.66)		(9,800.00)
Bank deposits not considered as Cash and cash equivalents				
- Placed		(202,946.29)		(139,585.42)
- Matured		204,962.47		131,457.84
Interest income		13,641.43		11,828.78
Cash flow from investing activities		**7,198.82**		(1,214.11)
Income tax paid		-		-
NET CASH FLOW FROM INVESTING ACTIVITIES (B)		**7,198.82**		(1,214.11)
C. Cash flow from financing activities				
Repayment of lease liabilities - Principal		(67.41)		(288.89)
- Interest		(21.34)		(53.74)
NET CASH USED IN FINANCING ACTIVITIES (C)		**(88.75)**		(342.63)

STATEMENT OF CASH FLOW (CONTD.)

for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026		Year ended 31.03.2025	
Net increase in cash and cash equivalents (A + B + C)		**(729.88)**		(4,985.92)
Cash and cash equivalents (opening balance)		2,313.39		7,299.31
Cash and cash equivalents (closing balance)		1,583.51		2,313.39

Notes to cash flow statement:

1. Cash and cash equivalents include cash and bank balances in current and deposit accounts, with original maturities not exceeding three months. Reconciliation of bank balances with cash and cash equivalents is as follows

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026	Year Ended 31.03.2025
Cash and cash equivalents	1,583.51	2,313.39
Other Bank balance in current account	-	-
Cash and cash equivalents	**1,583.51**	2,313.39

2. 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.
3. The cash flow statement has been prepared under the indirect method, as per IND AS 7.
4. Refer Note 41 for Corporate social responsibility (CSR) related disclosure.
5. Previous year's figures have been regrouped / reclassified wherever applicable.

In terms of our report attached
For Chaturvedi Sohan & Co
Chartered Accountants
(Firm's Registration No.118424W)
by the hand of

Vivekanand Chaturvedi
Partner
Membership No:106403

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board

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Director
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Whole-time Director & CFO
DIN - 03579332

Place : Mumbai
Date : May 18, 2026

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

1 COMPANY OVERVIEW

63 moons technologies limited (the 'Company') is a public limited company incorporated and domiciled in India. The Company's registered office is at Shakti Tower – II, 4th floor, Premises – J, 766, Anna Salai, Chennai – 600 002,Tamilnadu, India and Corporate office at FT Tower, CTS No.256 & 257, Suren Road, Chakala, Andheri(East), Mumbai – 400 093, Maharashtra, India.

The principal activity of the company is that of Computer Programming, Consultancy and related services. The Company, is among the global leaders in offering technology IP (Intellectual Property) and domain expertise to create and trade on next-generation financial markets, that are transparent, efficient and liquid, across all asset classes including equities, commodities, currencies and bonds among others. The Company is pioneer in end to end Straight Through Processing (STP) solution that support high density transactions. It has developed proprietary technology platform benchmarked against global standard which give it a decisive edge in driving mass disruptive innovation at the speed and cost of execution unmatched in the financial market industry.

2 BASIS OF PREPARATION

2.1 Statement of compliance and Basis of Preparation

These 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 18, 2026.

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 off to the nearest lakhs, unless otherwise indicated.

2.3 Use of judgements and estimates

The preparation of the 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 financial statements and reported amounts of income and expenses during the period. Accounting estimates could change from period to period and 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 these financial statements are just, prudent and reasonable.

The areas involving critical estimates & judgements are :

Note Reference	Critical Estimates & Judgements
Note 3.14, 12 and 20	Estimation of income taxes, Recognition and utilisation of deferred tax assets and MAT credit entitlement and utilisation.
Note 3.17 and 32	Measurement of contingencies key assumptions about the likelihood and magnitude of an outflow of resources.
Note 3.8, 3.9, 3.10 and 29	Assessment of carrying value / fair value of financial instruments.
Note 3.13 and 37	Measurement of defined benefit obligations: key actuarial assumptions.
Note 3.4, 3.5, 3.6, 5, 7 and 8	Estimation of useful life of tangible, intangible assets and investment property.

3 MATERIAL ACCOUNTING POLICIES

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

3.1 Revenue

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. The Company recognises the revenue as per five step model as specified in Ind AS 115. 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 (including IPR based licenses) is recognised on delivery/granting of right to use. In case software are bundled with support, charges for support are recognized as revenues ratably over

NOTES

forming part of the Financial Statements for the year ended March 31, 2026

the contractual period. The support services are provided on cost plus basis. 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, revenue 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 with allocation of revenue based on percentage of completion of efforts basis. 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.

The billing schedules agreed with customers include periodic performance-based billing and/ or milestone based progress billings. Revenues in excess of invoicing are classified as contract assets (which are referred to as unbilled 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).

3.2 Interest Income

Interest income from debt instruments 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. Interest income in respect of income tax is accounted on receipt basis.

3.3 Investment property rental income

Rental income from investment property is recognised as revenue on a straight-line basis over the term of the lease and presented as other income.

3.4 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.

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.

Freehold Land is not depreciated. For others, 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
Building	58 Years
Leasehold improvements	Over lease period (2 to 5 years)

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

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

3.5 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 - 4 to 6 years

3.6 Investment property

Investment properties are initially recognised at cost including transaction costs. Subsequently investment properties comprising buildings are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Depreciation is calculated using the straight-line method over their estimated useful lives. Fair value is calculated using discounted cash flow method and other relevant factors, if any. Useful life of the investment property is considered as 58 years.

3.7 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.

3.8 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.

Classification	Initial Recognition	Subsequent Recognition
Non-derivative financial instruments		
a) Financial assets **at amortised cost:** 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 **at fair value through other comprehensive income:** 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 **at fair value through statement of profit and loss:** 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) ii) Loans	At transaction price At fair value	Subsequently held at amortised cost, using the effective interest rate method, net of any expected credit loss (Trade Receivable more than 270 days are booked at 100% ECL rate)
e) Investment in subsidiaries and associate	At cost	At cost net of expected credit Loss
f) Other Equity investments	At fair value	And changes through Statement of Profit and Loss
g) Financial liabilities	At fair value including directly attributable transaction costs	**At amortised cost:** using effective interest method except certain items
Share capital		
	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.

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

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.

3.9 Measurement of Fair Value

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.

3.10 Write – Off

The Company is directly reducing the gross carrying amount of a financial asset when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. A write-off constitutes a derecognition event.

3.11 Impairment

i. Financial Assets

For the financial assets which are not fair valued through profit or loss, the Company tests loss allowances using the expected credit loss (ECL) model and recognises, if any.

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. 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 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.

3.12 Foreign Currency Transactions

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.

3.13 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

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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.

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.

3.14 Income Tax

Income tax expense comprises current and deferred tax and 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. 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.

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. 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.

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

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. 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. 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.

3.15 Operating Cycle

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.

3.16 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.

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3.17 Contingent liabilities and contingent assets (Refer Note 32)

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 Company. Claims against the Company, 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.

3.18 Leases

Effective April 01, 2019, the Company had adopted Ind AS 116 "Leases" by applying the modified retrospective approach. The Company, at the inception of a contract, assesses whether the contract is a lease or not lease.

Company as a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. The lease payments are discounted using the Company's incremental borrowing rate. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset.

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract.

The Company has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value and are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

3.19 Discontinued operations and assets classified as held for sale

A discontinued operation is a component of the entity that has been disposed off or is classifed as held for sale and represents a separate major line of business or geographical area of operations; and is part of a single co-ordinated plan to dispose of such a line of business or area of operations. The results of discontinued operations are presented separately as a single amount as standalone statement of profit and loss after tax from discontinued operations in the Standalone Statement of Profit and Loss.

Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell. An impairment loss is recognized for any initial or subsequent write-down of the asset to fair less costs to sell a gain is recognised for subsequent increase in value less costs to sale of an asset, but not in excess of any cumulative impairment loss previously recognized. Interest and other expenses attributable to the liabilities of a disposal Company classified as held for sale continue to be recognized. Assets classified as held for sale are presented separately from the other assets in the Balance Sheet The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the Balance Sheet.

3.20. 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 INDIAN ACCOUNTING STANDARDS (IND AS)

Ministry of Corporate Affairs (MCA) has not notified any amendments to Ind AS which are effective 1st April, 2026.

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5 PROPERTY, PLANT AND EQUIPMENT

(₹ in lakhs)

PARTICULARS	Freehold Land	Buildings	Improvement to Leasehold Premises	Computer Hardware	Office Equipment**	Furniture and Fixtures	Vehicles	Total
Period ended 31.03.2026								
Gross carrying Value as at April 01, 2025	**4,836.18**	**18,081.66**	**95.24**	**7,543.00**	**7,171.99**	**4,899.43**	**1,280.10**	**43,907.60**
Additions	-	-	-	236.03	455.89	39.08	41.63	772.63
Disposals	-	-	-	-	-	-	-	-
Gross carrying Value as at March 31, 2026	**4,836.18**	**18,081.66**	**95.24**	**7,779.03**	**7,627.88**	**4,938.51**	**1,321.73**	**44,680.23**
Accumulated depreciation and impairment								
as at April 01, 2025	**-**	**4,118.86**	**95.24**	**6,695.03**	**6,605.95**	**4,855.85**	**1,032.57**	**23,403.50**
Charged during the year	-	300.21	-	307.96	222.29	10.92	106.91	948.29
Disposals	-	-	-	-	-	-	-	-
Upto 31.03.2026	**-**	**4,419.07**	**95.24**	**7,002.99**	**6,828.24**	**4,866.77**	**1,139.48**	**24,351.79**
Gross carrying Value as at March 31, 2026	**4,836.18**	**13,662.59**	**-**	**776.04**	**799.64**	**71.74**	**182.25**	**20,328.44**
Year ended March 31, 2025								
Gross carrying Value as at April 01, 2024	**4,836.18**	**18,081.66**	**95.24**	**7,078.57**	**6,783.02**	**4,886.55**	**1,261.62**	**43,022.84**
Additions	-	-	-	464.43	388.97	12.88	18.48	884.76
Disposals	-	-	-	-	-	-	-	-
Gross carrying Value as at March 31, 2025	**4,836.18**	**18,081.66**	**95.24**	**7,543.00**	**7,171.99**	**4,899.43**	**1,280.10**	**43,907.60**
Accumulated depreciation and impairment								
as at April 01, 2024	**-**	**3,818.65**	**95.24**	**6,409.94**	**6,448.87**	**4,846.12**	**927.25**	**22,546.07**
Charged during the year	-	300.21	-	285.09	157.08	9.73	105.32	857.43
Disposals	-	-	-	-	-	-	-	-
Upto March 31, 2025	**-**	**4,118.86**	**95.24**	**6,695.03**	**6,605.95**	**4,855.85**	**1,032.57**	**23,403.50**
Net carrying amount as at March 31, 2025	**4,836.18**	**13,962.80**	**-**	**847.97**	**566.04**	**43.58**	**247.53**	**20,504.10**

** Includes electrical installations

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6 RIGHT OF USE ASSETS

(₹ in lakhs)

PARTICULARS	Buildings	Computer Hardware	Total
Year ended March 31, 2026			
Gross carrying Value as at April 1, 2025	**301.99**	**-**	**301.99**
Additions	85.56		85.56
Deletions on dehiring premises / Changes in lease terms	(31.38)		(31.38)
Gross carrying Value as at March 31, 2026	**356.17**	**-**	**356.17**
Accumulated depreciation and impairment			
as at April 01, 2025	**115.81**	**-**	**115.81**
Charged during the year	76.74		76.74
Deletions on dehiring premises	(24.34)		(24.34)
Upto March 31, 2026	**168.21**	**-**	**168.21**
Net carrying amount as at March 31, 2026	**187.96**	**-**	**187.96**
Year ended March 31, 2025			
Gross carrying Value as at April 1, 2024	161.84	634.60	796.44
Additions	173.43	165.83	339.26
Deletions on dehiring premises	(33.28)	(800.43)	(833.71)
Gross carrying Value as at March 31, 2025	**301.99**	**-**	**301.99**
Accumulated depreciation and impairment			
as at April 01, 2024	**49.80**	**262.21**	**312.01**
Charged during the year	70.30	211.06	281.36
Deletions on dehiring premises	(4.29)	(473.27)	(477.56)
Upto March 31, 2025	**115.81**	**-**	**115.81**
Net carrying amount as at March 31, 2025	**186.18**	**-**	**186.18**

Notes:

A The Company as a Lessee:

The Company incurred ₹ 10.15 lakhs (Previous Year ₹ 159.37 lakhs) for the year ended 31st March, 2026 towards expenses relating to short-term leases and leases of low-value assets.The total cash outflow for leases is ₹ 90.77 lakhs (Previous Year ₹ 324.33 lakhs) for the year ended 31st March, 2026, including cash outflow of short-term leases and leases of low-value assets. Interest on lease liabilities is ₹ 21.34 lakhs (Previous Year ₹ 53.74 lakhs) for the year.

B The Company as a Lessor:

The Company has entered into various cancellable and non-cancellable operating lease agreements as a lessor for various premises ranging from 2 months to 60 months and may be renewed for further period based on mutual agreement of the parties. The lease rentals recognised as income in the statement of profit and loss during the year are included in Note 23 under the head Rental income from properties sublease'.

Disclosure for non-cancellable operating lease is as follows: (₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Lease Income		
Lease rentals	1,170.69	1,267.67
Future minimum lease receivable		
Not later than one year	1,049.10	354.12
Later than one year and not later than five years	1,839.86	1,103.88
Later than five years	-	-

C The Commitment related to lease payments are shown in Note 32.

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7 INVESTMENT PROPERTIES

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Gross carrying amount		
Opening gross carrying amount	12,752.22	12,752.22
Additions	-	-
Closing gross carrying amount	**12,752.22**	12,752.22
Accumulated depreciation		
Opening accumulated depreciation	2,933.66	2,723.60
Depreciation charge	210.06	210.06
Closing accumulated depreciation	**3,143.72**	2,933.66
Net carrying amount	**9,608.50**	9,818.56

Notes:

i. Amounts recognised in profit or loss for investment properties

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Rental income	704.89	930.29
Direct operating expenses from property that generated rental income	(86.35)	(90.59)
Direct operating expenses from property that did not generate rental income	-	-
Profit from investment property before depreciation	**618.54**	839.70
Depreciation	(210.06)	(210.06)
Profit from investment property	**408.48**	629.64

ii. Contractual obligations

There is no contractual obligations towards investment property.

iii. Leasing arrangements

Certain investment properties are leased to tenants under long-term operating leases with rentals payable monthly. Minimum lease payments receivable under non-cancellable operating leases of investment properties are as follows:

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Not later than one year	1,049.10	354.12
Later than one year and not later than two years	1,101.56	371.83
Later than two years and not later than three years	628.54	390.41
Later than three years and not later than four years	109.76	231.88
Later than four years and not later than five years	-	109.76
Later than 5 years	-	-

iv. Fair value

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Investment properties	12,127.19	10,393.31

8 OTHER INTANGIBLE ASSETS

(₹ in lakhs)

PARTICULARS	Trade Mark	Computer Software	Total
Year ended March 31, 2026			
Gross carrying Value as at April 01, 2025	**10.94**	**4,230.39**	**4,241.33**
Additions	0.55	121.55	122.10
Write off	-	(141.26)	(141.26)
Gross carrying Value as at March 31, 2026	**11.49**	**4,210.68**	**4,222.17**

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(₹ in lakhs)

PARTICULARS	Trade Mark	Computer Software	Total
Accumulated amortisation and impairment			
as at April 01, 2025	**5.65**	**4,203.18**	**4,208.83**
Charged during the year	0.99	26.55	27.54
Write off	-	(139.84)	(139.84)
Upto March 31, 2026	**6.64**	**4,089.89**	**4,096.53**
Net carrying amount as at March 31, 2026	**4.85**	**120.79**	**125.64**
Year ended March 31, 2025			
Gross carrying Value as at April 01, 2024	**10.51**	**4,230.39**	**4,240.90**
Additions	0.82	-	0.82
Disposals	(0.39)	-	(0.39)
Gross carrying Value as at March 31, 2025	**10.94**	**4,230.39**	**4,241.33**
Accumulated amortisation and impairment			
as at April 01, 2024	**4.77**	**4,146.90**	**4,151.67**
Charged during the year	1.01	56.28	57.29
Disposals	(0.13)	-	(0.13)
Upto March 31, 2025	**5.65**	**4,203.18**	**4,208.83**
Net carrying amount as at March 31, 2025	**5.29**	**27.21**	**32.50**

9 INVESTMENTS*

(₹ in lakhs)

PARTICULARS		As at 31.03.2026	As at 31.03.2025
Non-current investment			
In equity instruments of subsidiaries		24,159.34	18,159.34
In equity instruments of associate		-	2,100.87
In optionally fully convertible debentures of subsidiary		3,000.00	4,500.00
In optionally fully convertible preference shares of subsidiary		-	-
In bonds / debentures carrying at amortised cost		25,484.88	26,013.66
In equity Instruments of others		-	-
In trust securities		3,086.40	3,200.00
TOTAL		**55,730.62**	53,973.87
Current investment			
In equity instruments of others		770.64	755.59
In bonds / debentures carrying at amortised cost		528.78	264.39
In Mutual funds		15,381.41	11,878.28
TOTAL		**16,680.83**	12,898.26
TOTAL INVESTMENTS		**72,411.45**	66,872.13
* Refer Note 49 (d)			
Details of investments			
Non-current investments			
Unquoted			
Investments carried at cost			
Investment in equity instrument of subsidiaries			
1 1,180,536,440 (Previous Year 1,180,536,440) Equity shares of ₹ 1/- (Previous Year ₹ 1) each fully paid up in Ticker Limited (earlier Tickerplant Limited) [at cost less expected credit loss in value ₹ 6,285.39 lakhs (Previous Year ₹ 6,285.39 lakhs)]		5,519.98	5,519.98

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(₹ in lakhs)

PARTICULARS		As at 31.03.2026	As at 31.03.2025
2 389,478,954 (Previous Year 359,478,954) Equity shares of ₹ 10 each fully paid up, 3,00,00,000 (Previous Year 3,00,00,000) Equity Share of Rs. 10 each (₹ 7.50 paid up) in National Spot Exchange Limited. Total investment of Rs. 41,197.90 lakhs has been written off by the Company (Refer Note No.40)		-	-
3 50,000 (Previous Year 50,000) Equity shares of ₹ 10/- each in Financial Technologies Communications Limited		5.00	5.00
4 109,060,002 (Previous Year 109,060,002) Ordinary shares of USD 1/- each in FT Group Investments Pvt Limited [at cost less expected credit loss in value Nil (Previous Year ₹ 65,433.03 lakhs)] Total investment of Rs. 65,433.03 lakhs has been written off by the Company during the year (Refer Note No.40)		-	-
5 10,002 (Previous Year 10,002) Ordinary shares of USD 1/- each in Knowledge Assets Private Limited		3.98	3.98
6 3,750,000 (Previous Year 3,750,000) Equity shares of ₹ 10/- each in FT Knowledge Management Company Limited [at cost less expected credit loss in value ₹ 328.00 lakhs (Previous Year ₹ 328.00 lakhs)]		47.00	47.00
7 111,600,001 (Previous Year 111,600,001) Ordinary shares of SGD 1/- each in Financial Technologies Singapore PTE Limited [at cost less expected credit loss in value ₹ 25,464.26 lakhs (Previous Year ₹ 25,464.26 lakhs)]		11,410.10	11,410.10
8 4,314,395 (Previous Year 4,314,395) Equity shares of ₹ 10/- each in Apian Finance & Investment Limited		550.78	550.78
9 224,979 (Previous Year 224,979) Ordinary shares of ₹ 10/- each in FT Projects Limited		22.50	22.50
10 5,99,99,700 (Previous Year 1,000,000) Equity shares of ₹ 1 (Previous Year ₹ 10/-) each in 63SATS Cybertech Limited (Formerly known as 63 SATS Global Cyber Technoloigies Networks Limited)		6,600.00	600.00
11 100 (Previous Year 100) Equity Shares of Rand 1/- each in ICX Platform (Pty) Limited [at cost expected credit loss in value ₹ 499.13 lakhs (Previous Year ₹ 499.13 lakhs)]		-	-
TOTAL		**24,159.34**	18,159.34

(₹ in lakhs)

PARTICULARS		As at 31.03.2026	As at 31.03.2025
Investment in equity instrument of associate			
Nil (Previous Year 210,086,610) Equity shares of ₹ 1/- each in NTT Data Payment Services India Limited (formerly known as atom technologies limited (atom))		-	2,100.87
TOTAL		**-**	2,100.87
In debentures of a subsidiary (unquoted):			
30 (Previous Year 30) Unsecured, optionally fully convertible debentures of ₹ 10,000,000/- each of FT Projects Limited		3,000.00	3,000.00
Nil (Previous Year 6,000) Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 1,00,000/- each (₹ 25,000/- paid up) of 63SATS Cybertech Limited (Formerly known as 63 SATS Global Cyber Technoloigies Networks Limited)		-	1,500.00
TOTAL		**3,000.00**	4,500.00
In Optionally convertible preference shares of a subsidiary (unquoted):			
15,000,000 (Previous Year 15,000,000) 5% Optionally Convertible Preference shares of USD 1/- each in FT Group Investments Pvt. Limited [at cost less expected credit loss in value Nil (Previous Year ₹ 6,904.50 lakhs)] Total investment of Rs. 6,904.50 lakhs has been written off by the Company during the year (Refer Note No.40)		-	-
TOTAL		-	-

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(₹ in lakhs)

PARTICULARS		As at 31.03.2026	As at 31.03.2025
Investment carried at amortised cost			
In Bonds / debentures:			
1. 1,000.00 (Previous Year 1,000.00) Non Convertible 11.50% IL&FS Transportation Networks Ltd. NCD 21/06/2024 of ₹ 1,000,000/- each (Refer Note No.42).		1,682.06	1,682.06
2. 1,000.00 (Previous Year 1,000.00) Non Convertible 11.80% IL&FS Transportation Networks Ltd. NCD 20/12/2024 of ₹ 1,000,000/- each (Refer Note No.42).		238.49	238.49
3. 3,000.00 (Previous Year 3,000.00) Non Convertible 9.00% Yes Bank Ltd Perpetual Bonds (Base III Tier I) of ₹ 1,000,000/- each		19,995.05	19,995.05
4. 528,782 (Previous Year 528,782) Non Convertible 6.75% Piramal Capital & Housing Finance Limited Debentures of ₹ 825/- each		3,569.28	4,098.06
TOTAL		**25,484.88**	26,013.66
In Equity Instruments of Others (unquoted) carried through FVTPL:			
1. 2,338.00 (Previous Year 2,338.00) Equity shares of ₹ 10/- each in Eco-Connect Ventures Pvt. Ltd.		-	-
In trust securities			
32,00,000 (Previous Year Nil) Units of Roadstar Infra Investment Trust of ₹ 100/- each		3,086.40	3,200.00
TOTAL		**3,086.40**	3,200.00
TOTAL NON-CURRENT INVESTMENTS		**59,299.90**	58,071.93
Current Investment			
In Equity Instruments of Others carried at fair value through Profit and loss account :			
1. 1,496,500 (Previous Year 1,496,500) Equity shares of ₹ 1/- each in DSE Estate Limited (Formerly Delhi Stock Exchange Limited)		451.24	468.88
2. 290,000 (Previous Year 290,000) Equity shares of ₹ 10/- each in Norflok Technology Services Limited (formerly Vadodara Stock Exchange Limited).		319.40	286.71
TOTAL		**770.64**	755.59
Investment carried at amortised cost			
In Bonds / debentures:			
1. 528,782 (Previous Year 528,782) Non convertible 6.75% Piramal Capital & Housing Finance Limited Debentures		528.78	264.39
TOTAL		**528.78**	264.39
Investment carried at fair value through Profit and Loss			
1 8,99,473.493 (Previous Year 8,99,473.493) units of ICICI Floating Interest Fund -Direct Plan-Growth		4,376.95	4,071.87
2. 55,061.365 (Previous Year 55,061.365) units of Kotak Low Duration Fund - Direct Growth		2,102.00	1,963.79
3. 13,40,928.352 (Previous Year 13,40,928.352) units of HSBC Corporate Bond Fund Bonus - Original (Formerly Known as L&T Triple Ace Bond Fund - Bonus- Original)		385.16	363.67
4. 80,70,191.296 (Previous Year 80,70,191.296) units of Nippon India Corporate Bond Fund - Direct Plan -Growth Plan Growth option		5,256.42	4,960.17
5. 17,346.516 (Previous Year 17,346.516) units of Baroda BNP Paribas Liquid Fund - Direct Plan - Growth		550.92	518.78
6. 3,918.038 (Previous Year Nil) units of Tata Liquid Fund Dir Growth		170.42	-
7. 26,761.210 (Previous Year Nil) units of Axis Money Market Fund Dir Growth		404.68	-
8. 42,684.900 (Previous Year Nil) units of LIC MF Liquid Fund Dir Growth		2,134.86	-
TOTAL		**15,381.41**	11,878.28
TOTAL CURRENT INVESTMENT		**16,680.83**	12,898.26
Aggregate Value of listed but not quoted investment		2,557.62	24,851.21
Aggregate Value of listed and quoted investment		26,013.66	4,362.45
Aggregate Value of unquoted investment		79,631.00	143,229.21
Aggregate amount of expected credit loss		33,233.21	105,570.74

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

10 LOANS

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non-Current		
Unsecured, loans to related parties (Refer Note 38)		
Loan Receivables which have significant increase in Credit Risk	-	-
Loan Receivables - credit impaired	162.10	162.10
	162.10	162.10
Less: Allowance for Loans credit impaired	(162.10)	(162.10)
	-	-
Unsecured, Considered Good		
Loans to employees	-	-
TOTAL	**-**	-
Current		
Unsecured, loans to related parties (Refer Note 38)		
Considered good	500.00	500.00
Loan Receivables which have significant increase in Credit Risk	-	-
Loan Receivables - credit impaired	-	-
	500.00	500.00
Less: Allowance for Loans credit impaired	-	-
	500.00	500.00
Unsecured, Considered Good		
Loans to employees	9.22	9.77
TOTAL	**509.22**	509.77
TOTAL LOANS	**509.22**	509.77

11 OTHER FINANCIAL ASSETS

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non-Current		
Security Deposits	111.26	123.28
Deposit with Hon'ble Bombay High Court	8,400.00	8,400.00
Deposit with Competent Authority (Refer Note 44)	24,355.66	9,800.00
Other Bank Balances		
In deposit accounts [under lien ₹ 265 lakhs (previous year ₹ 12.36 lakhs)] (Refer Note 49 (d)	27,922.85	7,625.27
TOTAL	**60,789.77**	25,948.55
Current		
Interest accrued on bank fixed deposits / Others	3,316.67	3,840.71
Receivable on sale / redemptions of investments	1,043.26	1,043.26
Interest accrued on Bonds	3.03	3.23
Advances and other receivables		
Considered good	6.96	5.46
Considered doubtful	2,989.87	2,977.81
	2,996.83	2,983.27
Less: Allowance for doubtful advances	(2,989.87)	(2,977.81)
	6.96	5.46

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Security deposits		
Considered good	45.04	-
Considered doubtful	12.62	13.12
	57.66	13.12
Less: Allowance For Doubtful Security deposit	(12.62)	(13.12)
	45.04	-
Unbilled receivable	153.41	4.57
Contractually reimbursable expenses		
Considered good	57.39	207.60
Considered doubtful	242.88	218.11
	300.27	425.71
Less: Allowance For Doubtful Contractually reimbursable expenses	(242.88)	(218.11)
	57.39	207.60
Rent receivables		
Considered good	86.74	114.52
Considered doubtful	257.60	233.94
	344.34	348.46
Less: Allowance For Doubtful rent receivable	(257.60)	(233.94)
	86.74	114.52
	4,712.50	5,219.35
Less: Transfer to asset classfied as held for sale	-	-
TOTAL	**4,712.50**	5,219.35
TOTAL OTHER FINANCIAL ASSETS	**65,502.27**	31,167.90

12 OTHER ASSETS

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Other Non-Current assets		
Advance Income Tax (net of provisions)	3,480.92	2,990.35
Advance Lease rental	594.73	607.10
Capital advances	5.54	19.47
Prepaid Expenses	31.15	25.34
TOTAL	**4,112.34**	3,642.26
Other current assets		
Prepaid expenses	713.94	899.21
Balances With Government Authorities	1,467.94	296.54
Advance for Lease	12.37	12.37
Advances for supply of goods and services		
Considered good	1,829.35	2,119.42
Considered doubtful	99.00	67.50
	1,928.35	2,186.92
Less: Allowance for doubtful advances	(99.00)	(67.50)
	1,829.35	2,119.42
	4,023.60	3,327.54
Less: Transfer to asset classfied as held for sale	-	(1.30)
TOTAL	**4,023.60**	3,326.24
TOTAL OTHER ASSETS	**8,135.94**	6,968.50

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

13 TRADE RECEIVABLES

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Current Unsecured		
Undisputed Trade receivables – considered good	390.27	326.31
Undisputed Trade Receivables – which have significant increase in credit risk	-	-
Undisputed Trade Receivables – credit impaired	79.35	47.60
	469.62	373.91
Less: Allowance for expected credit loss on undisputed trade receivable	(79.35)	(47.60)
	390.27	326.31
Less: Transfer to asset classfied as held for sale	-	(21.74)
TOTAL TRADE RECEIVABLES	**390.27**	304.57

Trade receivables ageing schedule for the year ended as on March 31, 2026 and March 31, 2025:

(₹ in lakhs)

PARTICULARS	Not Due/ Less than 6 Months	6 months to 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	389.76	0.51	-	-	-	390.27
	(245.66)	(6.13)	(63.08)	(11.44)	-	(326.31)
Undisputed Trade receivables – credit impaired	5.04	1.52	20.20	19.97	32.63	79.36
	(3.11)	(1.12)	(13.11)	(11.34)	(18.92)	(47.60)
Disputed Trade receivables – considered good	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(-)	(-)
Disputed Trade receivables – credit impaired	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(-)	-
TOTAL	**394.80**	**2.03**	**20.20**	**19.97**	**32.63**	**469.63**
	(248.77)	(7.25)	(76.19)	(22.78)	(18.92)	(373.91)
Less: Allowance for credit loss	5.04	1.52	20.20	19.97	32.63	79.36
	(3.11)	(1.12)	(13.11)	(11.34)	(18.92)	(47.60)
TOTAL TRADE RECEIVABLES	**389.76**	**0.51**	**-**	**-**	**-**	**390.27**
	(245.66)	(6.13)	(63.08)	(11.44)	-	(326.31)

Previous year amounts are given in brackets.

14 CASH AND CASH EQUIVALENTS

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Cash And Bank Balances		
Cash on hand	4.72	3.24
Balances with banks		
In current accounts (Refer Note 49 (d))	1,053.23	1,210.15
In deposit accounts with original maturity of less than 3 months	500.00	1,100.00
In earmarked accounts		
In current accounts	25.56	-
	1,578.79	2,310.15
TOTAL CASH AND CASH EQUIVALENTS	**1,583.51**	2,313.39

NOTES

forming part of the Financial Statements for the year ended March 31, 2026

15 BANK BALANCES OTHER THAN (14) ABOVE

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Other bank balances *		
In deposit accounts with original maturity of more than 12 months	41,595.61	90,995.84
[Includes ₹ 6.45 lakhs (Previous Year: ₹ 239.59 lakhs) under lien with banks]		
In deposit accounts with original maturity of more than 3 months but less than 12 months	94,825.04	67,738.57
* Refer Note 49 (d)		
TOTAL BANK BALANCES OTHER THAN (14) ABOVE	**136,420.65**	158,734.41

16 EQUITY SHARE CAPITAL

PARTICULARS	As at 31.03.2026		As at 31.03.2025	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
Authorised:				
Equity shares of ₹ 2/- each	150,000,000	3,000.00	150,000,000	3,000.00
Issued, subscribed and fully paid up:				
Equity shares of ₹ 2/- each	46,078,537	921.57	46,078,537	921.57

a. Reconciliation of number of shares

PARTICULARS	As at 31.03.2026		As at 31.03.2025	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
Equity Shares				
Opening Balance	46,078,537	921.57	46,078,537	921.57
Changes during the period	-	-	-	-
Closing Balance	46,078,537	921.57	46,078,537	921.57

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 ₹ 2/- 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 and appropriate judicial orders. 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 31.03.2026		As at 31.03.2025	
	Number of Equity Shares held	% Holding	Number of Equity Shares held	% Holding
La-fin Financial Services Private Limited	12,329,968	26.76	12,329,968	26.76
Jignesh P. Shah	6,536,728	14.19	6,536,728	14.19
Ravi Kanaiyalal Sheth	3,314,792	7.19	3,314,792	7.19

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

PARTICULARS	Number of Equity Shares held	% of total shares	% of Change during the year
La-Fin Financial Services Pvt Ltd	12,329,968	26.76	-
Jignesh P Shah *	6,536,728	14.19	-
Dewang Sunderraj Neralla	60,374	0.13	-
Rupal J Shah *	1,983,175	4.30	-
Mandar Neralla	1,364	0.00	-
Prakash B Shah	37,351	0.08	-
Manjay Prakash Shah	76,918	0.17	-
TOTAL	**21,025,878**	**45.63**	

* includes shares held under multiple folios

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

17 OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non-Current		
Security Deposit	572.67	224.24
TOTAL	**572.67**	224.24
Current		
Unpaid dividend	9,307.86	8,754.92
Payables on purchase of fixed assets	63.79	101.05
Payable to employees and other contractual obligations	679.74	1,677.95
Provision for CSR related expense	111.68	207.06
Security deposits	-	297.71
Advances from customers	1,595.08	102.08
	11,758.15	11,140.77
Less: Liabilities directly associated with assets classfied as held for sale	-	(4.43)
TOTAL	**11,758.15**	11,136.34
TOTAL OTHER FINANCIAL LIABILITIES	**12,330.82**	11,360.58

18 PROVISIONS

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non-Current		
Compensated absences	504.15	653.46
Gratuity	751.28	514.91
TOTAL	**1,255.43**	1,168.37
Current		
Compensated absences	108.25	63.61
Gratuity	310.37	249.75
TOTAL	**418.62**	313.36
TOTAL PROVISIONS	**1,674.05**	1,481.73

19 OTHER LIABILITIES

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Current		
Statutory remittances	398.69	395.51
Income received in advance/unearned revenue	294.54	3,207.26
	693.23	3,602.77
Less: Liabilities directly associated with assets classfied as held for sale	-	(41.05)
TOTAL	**693.23**	3,561.72
TOTAL OTHER LIABILITIES	**693.23**	3,561.72

20 INCOME TAX & DEFERRED TAX
INCOME TAX RECOGNISED IN PROFIT OR LOSS:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Current Tax		
In respect of the current year (continued + discontinued operations)	1,477.71	(1.15)
In repect of earlier years	(272.98)	(40.20)
	1,204.73	(41.35)
Deferred Tax		
In respect of the current year	482.38	233.96
	482.38	233.96
TOTAL TAX EXPENSE RECOGNISED IN THE CURRENT YEAR RELATING TO CONTINUING AND DISCONTINUED OPERATIONS	**1,687.11**	192.61

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

20.1 RECONCILIATION OF TAX EXPENSE WITH THE EFFECTIVE TAX

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Profit before tax from continuing & discontinued operations (a)	19,152.66	787.46
Income tax rate as applicable (b)	29.12%	29.12%
Calculated taxes based on above, without any adjustments for deductions [(a) x (b)]	5,577.25	229.31
Permanent tax differences due to:		
Effect of expenses that are not deductible in determining taxable profit	86.54	75.33
Tax expense / (credit) in respect of deferred tax assets not recognised / (earlier not recognised)	(1,317.28)	1,644.12
Adjustments for income chargeable to tax at different rates	(2,386.42)	(1,715.95)
In repect of earlier years	(272.98)	(40.20)
INCOME TAX EXPENSE RECOGNISED IN PROFIT OR LOSS (RELATING TO CONTINUING OPERATIONS)	**1,687.11**	192.61

20.2 TAX LOSSES & TAX CREDITS

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
(a) Tax losses		
Deferred tax asset not recognised:		
Unused tax losses (including capital gain losses)	1,764.97	2,712.87
Impairment / Provision for diminution in investments in subsidiaries & others	17,507.29	17,507.29
(b) Tax credits:		
Opening balance of MAT entitlement	5,336.40	5,217.69
Add: Claimed / (Utilised) during the year	(1,477.71)	118.71
Closing balance of MAT entitlement	**3,858.69**	5,336.40

20.3 DEFERRED TAX LIABILITIES / (ASSETS)

(a) The balance comprises temporary differences attributable to :

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Deferred income tax liabilities		
Property, plant and equipment	2,008.13	2,224.43
Investments	586.75	-
TOTAL DEFERRED INCOME TAX LIABILITIES	**2,594.88**	2,224.43
Deferred income tax assets		
Trade receivables	19.97	13.86
Loans & other receivables	780.58	934.25
Provision for employees benefits	487.49	431.48
Right to use assets	8.70	7.32
MAT Credit entitlement	3,858.69	5,336.40
TOTAL DEFERRED INCOME TAX ASSETS	**5,155.43**	6,723.31
DEFERRED INCOME TAX (ASSETS) / LIABILITIES AFTER SET OFF	**(2,560.55)**	(4,498.88)

(b) Movement in deferred tax liabilities / (assets):

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Net deferred tax (assets) / liabilities at the beginning	(4,498.88)	(4,612.75)
Charged to profit or loss on account of:		
Property, plant and equipment	(216.30)	152.87
Investments	586.75	-
Trade receivables	(6.11)	14.86

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Loans & other receivables	153.67	(21.00)
Provision for employees benefits	(77.75)	82.27
Right to use assets	(1.36)	2.20
MAT credit claimed	1,477.71	(118.71)
	1,916.61	**112.49**
Recognised in Other Comprehensive Income:		
Employee benefit expenses	21.74	1.38
	21.74	1.38
NET DEFERRED TAX (ASSETS) / LIABILITIES AT THE CLOSING	**(2,560.53)**	(4,498.88)

20.4 CURRENT TAX ASSETS

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Current tax	1,653.62	2,450.67
TOTAL CURRENT TAX ASSETS	**1,653.62**	2,450.67

21 TRADE PAYABLE

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Undisputed Dues To Micro And Small Enterprises	112.86	45.22
Total Outstanding Dues Of Creditors Other Than Micro And Small Enterprises	182.69	352.78
Payable to related parties	67.96	51.50
TOTAL TRADE PAYABLE	**363.51**	449.50

Trade Payable ageing schedule for the year ended as on March 31, 2026 and March 31, 2025:

(₹ in lakhs)

PARTICULARS	Not Due or Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade payables - Others	250.65	-	-	-	250.65
	(404.28)	(-)	(-)	(-)	(404.28)
Undisputed Trade payables - MSME	112.86	-	-	-	112.86
	(45.22)	(-)	(-)	(-)	(45.22)
Disputed Trade payables - Others	-	-	-	-	-
	(-)	(-)	(-)	(-)	(-)
Disputed Trade payables - MSME	-	-	-	-	-
	(-)	(-)	(-)	(-)	(-)
Total Trade Payables	363.51	-	-	-	363.51
	(449.50)	(-)	(-)	(-)	(449.50)

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

(a) An amount of ₹ 112.86 lakhs (Previous Year ₹ 45.22 lakhs) and ₹ Nil (Previous Year ₹ Nil) was due and outstanding to suppliers as at the end of the accounting year on account of Principal and Interest respectively.

(b) No interest paid during the year.

(c) No interest is due and payable at the end of the year.

(d) No amount of interest accrued and unpaid at the end of the accounting year.

(e) 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.

NOTES

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22 REVENUE FROM OPERATIONS

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Income from software products (IPR based license)	235.03	8,044.05
Income from software services (Project based)	10,118.04	3,491.86
IT infrastructure income	537.29	269.49
Other operating revenues		
Business support services	53.77	10.62
	10,944.13	11,816.02
Less: Related to discontinuing operations	(48.39)	(9,083.56)
TOTAL REVENUE FROM OPERATIONS	**10,895.74**	2,732.46

Revenue disaggregation by geography is as follows:

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Geography		
India	10,872.47	11,753.39
Others	71.66	62.63
	10,944.13	11,816.02
Geographical revenue is allocated based on the location of the customers		

Changes in contract assets are as follows: (₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Balance at the beginning of the year	4.57	109.26
Revenue recognised during the year	272.25	435.15
Invoices raised during the year	(123.41)	(539.84)
Balance at the end of the year	**153.41**	4.57

Changes in unearned and deferred revenue are as follows:

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Balance at the beginning of the year	3,207.26	2,543.98
Revenue recognised that was included in the unearned and deferred revenue at the beginning of the year	(4,144.04)	(911.92)
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	1,231.31	1,575.20
Balance at the end of the year	**294.53**	3,207.26

23 OTHER INCOME

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Interest received on financial assets-Carried at amortised cost		
On Bank deposits*	11,732.98	11,694.31
On Investments*	289.84	307.27
On Loans to subsidiaries	51.37	49.35
On Income tax refunds	929.37	846.44
On Others	113.57	223.46
On Loans to employees*	0.04	0.19
	13,117.17	13,121.02

*Interest under effective Interest method

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Gain on Fair Valuation of Financial Assets at fair value through profit or loss (net)	861.84	975.73
Other Non-Operating Income		
Rental income from properties (Refer Note 6(B))	1,170.69	1,267.67
Sundry balances no longer required written back	395.64	142.47
Reversal of Expected credit loss on trade receivables and advances	-	102.14
Distribution of InvIT Income	182.08	-
TOTAL OTHER INCOME	**15,727.42**	15,609.03

24 EMPLOYEE BENEFITS EXPENSE

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Salaries and wages	7,195.29	11,045.11
Contribution to provident fund and other funds (Refer Note 37)	357.76	493.36
Gratuity	267.77	259.03
Staff welfare expenses	298.01	310.86
	8,118.83	12,108.36
Less: Related to discontinuing operations	(33.71)	(5,345.30)
TOTAL EMPLOYEE BENEFITS EXPENSE	**8,085.12**	6,763.06

On 21st November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The incremental impact of change in wage definition results in an increase in the gratuity and compensated absences liability of ₹ 125.05 Lakhs as at 31st March, 2026.

25 FINANCE COSTS

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Interest expense		
Tax matters	0.01	-
Interest on lease liabilities	21.34	53.74
Others	60.83	40.11
	82.18	93.85
Less: Related to discontinuing operations	-	(38.45)
TOTAL FINANCE COSTS	**82.18**	55.40

26 DEPRECIATION AND AMORTISATION EXPENSES

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Depreciation of tangible assets	948.29	857.43
Depreciation of Investment Properties	210.06	210.06
Depreciation on lease property	76.74	281.36
Amortisation of intangible assets	27.54	57.29
	1,262.63	1,406.14
Less: Related to discontinuing operations	(0.45)	(306.97)
TOTAL DEPRECIATION AND AMORTISATION EXPENSES	**1,262.17**	1,099.17

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

27 OTHER EXPENSES

(₹ in lakhs)

PARTICULARS		Year Ended 31.03.2026	Year Ended 31.03.2025
Electricity		478.08	531.21
Rent		22.77	14.73
Repairs and maintenance		639.98	704.60
Security service charges		188.36	187.37
Office Expenses		627.79	571.48
Advertisement, branding & event expenses		80.61	206.73
Sales promotion expenses		166.49	167.70
Travelling and conveyance		201.03	256.14
Software license fees		1,182.46	1,461.31
Communication expenses		87.76	581.64
Legal and professional charges (Refer Note 34)		4,384.81	4,622.73
Loss on disposal/write off of fixed assets (net)		1.42	-
Outsourcing charges		193.65	285.24
Bad trade receivables / advances written off	22.84		
Less: Allowance for credit loss made earlier	-		-
		22.84	15.98
Expected credit loss on trade receivables and advances		123.74	-
CSR related Expenses		282.18	258.68
Miscellaneous expenses		1,063.72	1,013.41
		9,747.69	10,878.95
Less: Related to discontinuing operations		(19.79)	(2,298.38)
TOTAL OTHER EXPENSES		**9,727.90**	8,580.57

28 EXCEPTIONAL ITEMS

(₹ in lakhs)

PARTICULARS		Year Ended 31.03.2026	Year Ended 31.03.2025
Net gain on sale of business undetakings (Refer Note 44)		126.71	14,270.26
Net gain on sale of shares in Associate (Refer Note 45)		14,565.72	-
Write off / Impairment of investment in bonds / debentures (Refer Note 42 & 43)		-	(11,920.55)
Investment in subsidiary written off	(75,337.53)		(4,500.00)
Less: Earlier provision written back (Refer Note 40)	72,337.53		-
		(3,000.00)	(4,500.00)
TOTAL EXCEPTIONAL ITEMS		**11,692.43**	(2,150.29)

29 FINANCIAL INSTRUMENTS

Financial instruments by category

The carrying amounts and fair values of financial instruments by categories as at March 31, 2026 and March 31, 2025 are as follows:

(₹ in lakhs)

PARTICULARS	Amortised Cost / Cost	FVTPL	FVTOCI	Fair Value / Carrying Value
As at 31.03.2026				
Assets:				
Investments:				
In equity Instruments of Subsidiaries	24,159.34	-	-	24,159.34
In equity instruments of associate	-	-	-	-
In optionally fully convertible debentures of subsidiaries	3,000.00	-	-	3,000.00
In bonds carrying at amortised cost	26,013.66	-	-	25,743.99
In Trust Securities		3,086.40		3,086.40

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(₹ in lakhs)

PARTICULARS	Amortised Cost / Cost	FVTPL	FVTOCI	Fair Value / Carrying Value
In mutual funds	-	15,381.41	-	15,381.41
In equity instruments of others	-	770.64	-	770.64
Cash and cash equivalents	1,583.51	-	-	1,583.51
Bank balances other than above	1,36,420.65	-	-	1,36,420.65
Trade receivables	390.27	-	-	390.27
Loans	509.22	-	-	509.22
Other financial assets	65,502.27	-	-	65,502.27
TOTAL ASSETS	**2,57,578.92**	**19,238.45**	**-**	**2,76,547.70**
Liabilities:				
Trade payables	363.51	-	-	363.51
Other financial liabilities	12,330.82	-	-	12,330.82
Lease liability	222.44	-	-	222.44
TOTAL LIABILITIES	**12,916.77**	**-**	**-**	**12,916.77**

(₹ in lakhs)

PARTICULARS	Amortised Cost / Cost	FVTPL	FVTOCI	Fair Value / Carrying Value
As at 31.03.2025				
Assets :				
Investments:				
In equity Instruments of Subsidiaries	18,159.34	-	-	18,159.34
In equity instruments of associate	2,100.87	-	-	2,100.87
In optionally fully convertible debentures of subsidiary	4,500.00	-	-	4,500.00
In bonds carrying at amortised cost	26,278.05	-	-	25,744.09
In Trust Securities	-	3200.00	-	3200.00
In mutual funds	-	11,878.28	-	11,878.28
In equity instruments of others	-	755.59	-	755.59
Cash and cash equivalents	2,313.39	-	-	2,313.39
Bank balances other than above	1,58,734.41	-	-	1,58,734.41
Trade receivables	304.57	-	-	304.57
Loans	509.77	-	-	509.77
Other financial assets	31,167.90	-	-	31,167.90
TOTAL ASSETS	**2,44,068.30**	**15,833.87**	**-**	**2,69,958.81**
Liabilities:				
Trade payables	449.50	-	-	449.50
Other financial liabilities	11,360.58	-	-	11,360.58
Lease liability	211.33	-	-	211.33
TOTAL LIABILITIES	**12,021.41**	**-**	**-**	**12,021.41**

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized 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:

- 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.
- 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.
- 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 recognize transfers between the levels only at the end of reporting period and accordingly there are no transfers between levels during the year.

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

Fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

(₹ in lakhs)

PARTICULARS	Fair value measurement at end of the reporting period/year using		
	Level 1	Level 2	Level 3
As at 31.03.2026			
Assets at Fair Value :			
In mutual funds	15381.41	-	-
In equity instruments of others	-	-	770.64
In government and trust securities	3086.40	-	-
Liabilities at Fair Value :	-	-	-
As at 31.03.2025			
Assets at Fair Value :			
In mutual funds	11,878.28	-	-
In equity instruments of others	-	-	755.59
In government and trust securities	3,200.00	-	-
Liabilities at Fair Value :	-	-	-

Fair value hierarchy of assets and liabilities measured at amortised cost for which fair values are disclosed:

(₹ in lakhs)

PARTICULARS	Fair value amount as at 31.03.2026	Fair Value		
		Level 1	Level 2	Level 3
In bonds carrying at amortised cost	25,743.99	3,828.39	-	21,915.60

(₹ in lakhs)

PARTICULARS	Fair value amount as at 31.03.2025	Fair Value		
		Level 1	Level 2	Level 3
In bonds carrying at amortised cost	25,744.09	3,828.49	-	21,915.60

Reconciliation of Level 3 fair value measurement is as follows:

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
In equity instruments of others:		
Balance at the beginning of the year	**755.59**	967.89
Gain / (loss) on fair valuation of financial assets	15.05	31.76
Receipt on extinguishment of shares	-	(244.06)
Balance at the end of the year	**770.64**	755.59
In government and trust securities:		
Balance at the beginning of the year	3,200.00	-
Gain / (Loss) on fair valuation of financial assets	(10.88)	-
Allotment/purchase during the year	-	3,200.00
Sale/ Settlement during the year	(102.72)	-
Balance at the end of the year	**3,086.40**	**3,200.00**

Calculation of fair values:

The fair values of Investments in mutual funds are based on Net Asset Values (NAV) published by fund houses and uploaded on Association of Mutual Funds of India (AMFI)'s website. The unlisted equity shares are fair valued on the basis of latest available financial statements of the companies. The securities which are listed but not frequently traded are fair valued based on the estimated rate as per prevailing market condition as on reporting date as received from market intermediary. Where such estimated rates are not available, carrying value as per the books is considered. Trust securities are fair valued based on latest available Net Asset Value report from the trustee company.

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Income, expenses, gains or losses on financial instruments:

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
Financial assets carried at amortised cost		
Interest income	12187.80	12,274.58
Bad trade receivable / advances written off	(22.84)	(15.98)
Financial assets carried at fair value through profit or loss		
Gain / (loss) on fair valuation	861.84	975.73
Financial liabilities carried at amortised cost		
Interest on lease liabilities	21.34	53.74
Depreciation on lease property	76.74	281.36
Net (gain) / loss on foreign currency translations	(4.69)	13.05

30 RISK MANAGEMENT

Credit Risk Management

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables from customers and investment securities.

Trade Receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. Credit risk is managed through credit approvals of customers to which the Company grants credit terms in the normal course of business and their past transactions. Impairment losses in respect of trade receivables is assessed at party level on each reporting date. The Company establishes an expected credit loss allowance for trade receivables based on historical trends. The ageing analysis of trade receivable (gross of provision) has been considered from the date invoice falls due. Following table depicts expected credit loss on age wise trade receivables.

(₹ in lakhs)

Period (in days)		As at 31.03.2026	As at 31.03.2025
Upto 180 days	Amount	394.80	248.77
	Expected credit loss	5.04	3.11
181 - 270 days	Amount	1.99	2.47
	Expected credit loss	1.48	1.12
More than 270 days	Amount	72.84	122.67
	Expected credit loss	72.84	43.37
TOTAL	**Amount**	**469.63**	373.91
	Expected credit loss	**79.35**	47.60

Following table summarises the change in loss allowances measured using Life time Expected Credit Loss model:

(₹ in lakhs)

PARTICULARS	Year ending 31.03.2026	Year ending 31.03.2025
Balance at the beginning of the year	47.60	98.63
Add: additional provision during the year	31.35	-
Less: reversal of provision	-	51.03
Balance at the end of the year	**79.35**	47.60

Financial instruments & bank balances:

The Company limits its exposure to credit risk by generally investing in securities with a good credit rating. The credit rating is being reviewed by the Company periodically. Please refer to Note 42 and Note 43 regarding the Company's investment in (a) Non-Convertible Debentures of IL&FS Transport Networks Ltd and (b) Perpetual Bonds of Yes Bank Limited. Balances with banks are subject to low credit risks due to good credit ratings assigned to these banks.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Typically, the Company ensures that it has sufficient cash on demand to meet expected operational expenses, servicing of financial obligations. Certain liquid assets are attached under MPID Act & PMLA Act resulting in some constraint on liquidity.

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The table below provides details regarding the contractual maturities of significant financial liabilities as at March 31, 2026 and March 31, 2025.

(₹ in lakhs)

Period (in days)	Trade Payable	Period (in days)	Trade Payable
As at 31.03.2026		**As at 31.03.2025**	
Up to 180 days	363.51	Up to 180 days	449.50
181 – 365 days	-	181 – 365 days	-
More than 365 days	-	More than 365 days	-

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 , US dollars and Bahrain Dinar 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 foreign currency exposures as on year end are as under:

(₹ in lakhs)

PARTICULARS	Currency	As at 31.03.2026		As at 31.03.2025	
		Foreign Currency	₹	Foreign Currency	₹
Receivables in foreign currency					
Trade receivables	USD	0.14	12.78	0.14	11.55
Trade receivables	BHD	0.31	75.41	-	-

For the year ended March 31, 2026 every 1% increase/decrease of the respective foreign currencies compared to functional currency of the Company would result in loss / gain of ₹ 0.86 lakhs (net of tax).

For the year ended March 31, 2025 every 1% increase/decrease of the respective foreign currencies compared to functional currency of the Company would result in loss / gain of ₹ 0.08 lakhs (net of tax).

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 investments are primarily in fixed rate interest bearing securities and hence do not carry substantial interest rate risk during tenure of instruments. Company investments in bank deposits are normally for one-year fixed rate interest and hence subject to repricing risk on maturity. See Note 49 (d) for attachment of investments.

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.

Price Risk

The Company is mainly exposed to the price risk due to its investment in debt mutual funds. The price risk arises due to uncertainties about the future market values of these investments. The Company has laid policies and guidelines which it adheres to in order to minimise price risk arising from investments in debt mutual funds.

31 ACCOUNTING RATIOS

(₹ in lakhs)

Sr	Ratio	Numerator	Denominator	Year ended March 31, 2026	Year ended March 31, 2025	% Variation	Reasons for Variation
a	Current ratio	Total Current Assets	Total Current Liabilities	12.47	11.98	4.12%	Not applicable
b	Return on equity ratio	Net Profit as per P&L	Average Total Equity	5.91%	0.21%	2754.06%	Ratio improved as Profit for the year is higher due to exceptional gain during the year
c	Net profit ratio	Net Profit as per P&L	Revenue From Operations	159.59%	5.03%	3070.04%	Ratio improved as Profit for the year is higher due to exceptional gain during the year
d	Return on capital employed	Earning before interest and taxes	Capital Employed	6.30%	0.31%	1932.26%	Ratio improved as Profit for the year is higher due to exceptional gain during the year
e	Return on investment	Income generated from invested funds	Average invested funds in treasury investments	6.08%	0.50%	1126.17%	Ratio is improved as there were write off / impairment of investment during previous year

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forming part of the Financial Statements for the year ended March 31, 2026

(₹ in lakhs)

Sr	Ratio	Numerator	Denominator	Year ended March 31, 2026	Year ended March 31, 2025	% Variation	Reasons for Variation
f	Net capital turnover ratio	Revenue	Working Capital	0.07	0.06	22.11%	Ratio improved due to reduction in current assets during the year.
g	Debt-equity ratio	Total Debt (represents lease liabilities)	Shareholder's Equity	0.00	0.00	(0.58%)	Ratio is less than 0.00
h	Trade receivables turnover ratio	Revenue	Average Trade Receivable	31.50	23.16	36.02%	Ratio improved due to imrovemnt in trade receivable collections
i	Trade payables turnover ratio	Purchases of services and other expenses	Average Trade Payables	7.27	5.24	38.89%	Increase in the ratio is due to lower trade payable at year end.
j	Debt service coverage ratio	Earnings available for debt services	Debt services (lease related payments)	211.95	6.11	3366.59%	Ratio improved as Profit for the year is higher due to exceptional gain during the year
k	Inventory turnover ratio	Not applicable as the Company has no inventory.					

32 CONTINGENT LIABILITIES & ASSETS AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
1. CONTINGENT LIABILITIES:		
(a) Claims against the Company not acknowledged as debt		
(i) Income tax disputed amounts which are in appeal [including adjustable against Securities Premium account ₹ 6,493.80 lakhs (Previous Year ₹ 1,941.03 lakhs)].	14,828.84	24,352.11
(ii) GST dues contested by the Company.	3.84	-
(iii) Refer Note 49 for pending civil suits and First Information Report, impact of which is not ascertainable.		
(Future cash outflows in respect of the above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities.)		
2. CAPITAL AND OTHER COMMITMENTS		
(i) Estimated amount of contracts to be executed on capital account and not provided for (net of advances).	245.84	20.77
(ii) Commitments relating to lease		
The Company has entered into various cancellable and non-cancellable operating lease agreements as a lessee for various premises ranging from 6 months to 60 months and may be renewed for further period based on mutual agreement of the parties.		

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Future minimum lease payments		
Not later than one year	23.21	39.68
Later than one year and not later than two years	-	16.15
Later than two years and not later than five years	-	0.51
Later than five years	-	-
(iii) The Company has provided letters committing continuing financial support, subject to regulatory approval as may be required, to its subsidiaries viz. FT Group Investment Pvt. Ltd, ICX Platform (Pty) Ltd. and Knowledge Assets Private Limited to meet their day to day obligations / loan obligations / commitments, to the extent these entities may be unable to meet their obligations.		

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forming part of the Financial Statements for the year ended March 31, 2026

33 a) EXPENDITURE IN FOREIGN CURRENCY

(₹ in lakhs)

NATURE OF EXPENSES	Year Ended 31.03.2026	Year Ended 31.03.2025
Travelling expenses	6.99	42.27
Legal and professional charges	6.98	8.21
Software license fees	143.37	152.23
Miscellaneous expenses	3.62	46.19
TOTAL	**160.95**	248.89

b) EARNINGS IN FOREIGN EXCHANGE

(₹ in lakhs)

NATURE OF INCOME	Year Ended 31.03.2026	Year Ended 31.03.2025
Income from software services (Project based)	71.66	62.63
Interest on loans to subsidiaries	6.37	6.10
TOTAL	**78.03**	68.73

34 LEGAL AND PROFESSIONAL CHARGES INCLUDES PAYMENTS TO STATUTORY AUDITORS (EXCLUDING GST)

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
For audit	35.00	35.00
For limited review	15.00	15.00
For taxation matters	17.00	7.00
For other services	5.69	17.94
Reimbursement of expenses	-	0.60
TOTAL	**72.69**	75.54

35 REVENUE EXPENDITURE INCURRED DURING THE YEAR ON RESEARCH AND DEVELOPMENT

The aggregate amount of revenue expenditure incurred during the year on Research and Development as per allocation made by the management and shown in the respective heads of the account is ₹ 804.22 lakhs (Previous Year ₹ 1,562.32 lakhs). This has been relied upon by the auditors.

36 EARNINGS PER SHARE IS CALCULATED AS FOLLOWS :

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Net profit / (Loss) attributable to the equity shareholders (for basic/diluted EPS) (₹ in lakhs)	17,465.55	594.85
Weighted average number of equity shares		
For Basic EPS	46,078,537	46,078,537
Add: Effect of dilutive stock options	-	-
For Diluted EPS	46,078,537	46,078,537
Basic earnings per share (in ₹)	37.90	1.29
Diluted earnings per share (in ₹)	37.90	1.29
Face value ₹ per share	2/-	2/-

37 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 24 Employee benefits expenses.

Contribution to PF : ₹ 266.02 lakhs (Previous Year ₹ 398.53 lakhs)

Contribution to ESIC : ₹ 1.39 lakhs (Previous Year ₹ 0.52 lakhs)

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Post employment defined benefit plans:

Gratuity Plan : 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 31.03.2026	Year Ended 31.03.2025
I	**Change in defined benefit obligation during the year:**		
	Present Value of defined benefit obligation at the beginning of the year	2,069.48	2,815.32
	Interest Cost	148.27	202.90
	Current Service Cost	142.65	247.57
	Past Service Cost	125.05	-
	Benefits Paid	(129.51)	(1,216.66)
	Actuarial (gain) / loss on obligations	78.77	(6.36)
	Obligation transferred	-	26.72
	Present Value of defined benefit obligation at the end of the year	**2,434.71**	2,069.48
II	**Change in fair value of plan assets during the year:**		
	Fair Value of the plan asset at the beginning of the year	1,304.83	2,258.98
	Expected return on plan assets	87.36	162.79
	Contributions	106.26	84.12
	Benefits paid	(129.51)	(1,216.66)
	Obligation transferred	-	26.72
	Actuarial gain/ (loss) on plan assets	4.12	(11.11)
	Fair value of plan assets at the end of the year	**1,373.06**	1,304.83
	Excess of obligation over plan assets	**(1,061.65)**	(764.65)
III	**Components of employer's expense**		
	Current service cost	142.65	247.57
	Interest cost	148.27	202.90
	Past Service Cost	125.05	
	Expected return on plan assets	(87.36)	(162.79)
	Net actuarial (gain) / loss recognized	74.65	4.75
	Total expense / (credit) recognised in the Statement of Profit and Loss	**403.26**	292.43
IV	**Actual return on plan assets**	**91.48**	151.68
V	**Composition of Plan Assets as at the end of the year**		
	Insurer Managed Funds	1,373.06	1,304.83
	Fund is managed by LIC of India as per IRDA guidelines, category wise composition of planned asset is not available		
	TOTAL	**1,373.06**	1,304.83
VI	**Actuarial assumptions**		
	Discount rate	7.27%	6.78%
	Salary escalation rate	7.50%	7.50%
	Expected rate of return on plan assets	7.27%	6.78%
	Attrition rate	For service 4 yrs. & Below 10.00% p.a. & 5.00% p.a. thereafter	
	Mortality rates	Indian Assured Lives Mortality (2012-14) URBAN	

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(₹ in lakhs)

VII Experience adjustments	2026	2025
Defined benefit obligation	2,434.71	2,069.48
Fair value of planned assets	1,373.06	1,304.82
Funded Status - Deficit	1,061.65	764.66
Experience adjustment on plan liabilities [(Gain)/Loss]	(75.91)	(75.91)
Experience adjustment on plan assets [Gain/(Loss)]	(11.11)	(11.11)

VIII Sensitivity Analysis

(Amount in ₹)

DESCRIPTION	Year Ended 31.03.2026	Year Ended 31.03.2025
Defined Benefit Obligation on Current Assumptions	243,471,072	206,948,412
Delta Effect of +1% Change in Rate of Discounting	(17,189,511)	(15,590,526)
Delta Effect of -1% Change in Rate of Discounting	19,530,613	17,812,265
Delta Effect of +1% Change in Rate of Salary Increase	19,294,554	17,510,567
Delta Effect of -1% Change in Rate of Salary Increase	(17,306,138)	(15,628,869)
Delta Effect of +1% Change in Rate of Employee Turnover	(577,424)	(1,029,202)
Delta Effect of -1% Change in Rate of Employee Turnover	610,395	1,123,277

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

(Amount in ₹)

Projected Benefits Payable in Future Years From the Date of Reporting	Year Ended 31.03.2026	Year Ended 31.03.2025
1st Following Year	24,783,678	18,089,149
2nd Following Year	12,320,237	10,084,815
3rd Following Year	16,351,750	12,031,128
4th Following Year	19,930,975	15,319,864
5th Following Year	20,209,876	19,836,489
Sum of Years 6 To 10	117,763,029	90,061,273
Sum of Years 11 and above	263,397,397	233,770,999

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 ₹ 310.37 lakhs (Previous Year ₹ 249.75 lakhs) to the plan assets in the immediate next year.

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38 RELATED PARTY DISCLOSURE

I **Names of related parties and nature of relationship:**

(i) Entities where control exists (Subsidiaries, including step down subsidiaries)

1 Ticker Limited (formerly known as Tickerplant Limited) (Ticker)
2 National Spot Exchange Ltd. (NSEL)
3 Western Ghats Agro Growers Company Limited (WGAGL) (Subsidiary of NSEL)
4 Farmer Agricultural Integrated Development Alliance Ltd. (FAIDA) (Subsidiary of NSEL)
5 FT Group Investments Pvt. Ltd. (FTGIPL)
6 Knowledge Assets Pvt. Ltd. (KAPL)
7 Financial Technologies Communications Ltd. (FTCL)
8 63SATS Cybertech Limited (formarly 63SATS Global Cyber Technologies Networks Ltd.) (63SATS)
9 FT Knowledge Management Company Ltd. (FTKMCL)
10 Indian Bullion Market Association Ltd. (IBMA) (Subsidiary of NSEL)
11 ICX Platform (Pty) Ltd. (ICX)
12 Apian Finance and Investments Ltd. (APIAN)
13 Financial Technologies Singapore Pte Ltd. (FTSPL)
14 FT Projects Ltd. (FTPL)
15 3.0 verse Limited (Subsidiary of Ticker)
16 Three 0 Verse Global IT Services L.L.C. (subsidiary of Ticker)
17 Ticker Data Limited (subsidiary of Ticker)
18 Quantblock Technovation Pvt. Ltd (Formerly 9Point Capital Pvt. Ltd.) (subsidiary of Ticker) (w.e.f. 09.05.2025)

(ii) Subsidiaries, including step down subsidiaries which are under liquidation / Liquidated

1 IBS Forex Ltd. (IBS) (Under Liquidation)

(iii) Associate

NTT Data Payment Services India Limited (formerly known as atom technologies limited (atom)) (Ceased to be associate w.e.f 18/02/2026)

(iv) Key Management Personnel (KMP) as per Ind AS 24

(a) Executive Directors:

1 Mr. S. Rajendran : Managing Director & CEO
2 Mr. Devendra Agrawal : Whole-time Director & Chief Financial Officer

(b) Company Secretary :

1 Mr. Hariraj Chouhan

(c) Non-executive Directors:

1 Mr. Venkat Chary (Retd. IAS)
2 Justice Deepak Verma (Retd.)
3 Mrs. Chitkala Zutshi (Retd. IAS)
4 Mr. Kanekal Chandrasekhar
5 Mr. Sunil Shah
6 Mr. Devender Singh Rawat
7 Mr. Maheswar Sahu (w.e.f. 24.07.2025)

(d) Nominee Directors:**

1 Mrs. Malini Vijay Shankar
2 Mr. Satyananda Mishra
3 Mr. Parveen Kumar Gupta

** Nominee Directors appointed by Ministry of Corporate Affairs vide its order dated 16th March 2020, based on NCLAT order dated 12th March 2020.The Company has challenged the order dated 12th March 2020, before the Hon'ble Supreme Court for stay of the order passed by MCA. The Hon'ble Supreme Court vide its order dated 9th March 2022, has stayed NCLAT order and consequently MCA order dated 16th March 2020, remain stayed. Further, the Hon'ble Supreme court vide its order dated 13th April 2026, has kept the NCLT and NCLAT order(s) in abeyance.

(v) Individuals / Entity owning, directly or indirectly, an interest in the voting power that gives control or significant influence.

1 La-fin Financial Services Pvt. Ltd. (La-fin)
2 Mr. Jignesh Shah

(vi) Entity having promoters' influence

Indian Gold Metaverse Pvt. Ltd. (IGM)

(vii) Close Member of Key Management Personnel

1 Ms. Shyamala S R
2 Ms. Maheshwari Rajendran

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

II Details of transactions with subsidiaries during the year ended 31st March, 2026 and balances outstanding as at 31st March, 2026

(a) Party-wise details of transactions with subsidiaries including step-down subsidiaries:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
1. Income from software services		
Ticker Data Ltd	21.00	21.00
63 SATS	-	37.01
	21.00	58.01
2. Other Operating revenue		
Business Support Services/Commission		
APIAN	1.20	1.20
63 SATS	151.31	-
	152.51	1.20
3. Interest Income		
ICX	6.37	6.10
APIAN	45.00	43.25
	51.37	49.35
4. Rental income from operating leases		
NSEL	10.81	10.81
3.0 Verse Limited	40.00	40.00
Ticker Data Ltd	46.08	45.00
Ticker	65.00	65.00
63 SATS	72.00	54.00
	233.89	214.81
5. Bad debts and advances written off		
NSEL	11.68	30.27
	11.68	30.27
6. Allowance for expected credit loss on Rent and Other receivable from		
Ticker	40.46	-
	40.46	-
7. Recoveries charged by the company towards expenses		
Ticker	32.95	38.16
3.0 Verse Limited	13.40	22.09
63 SATS	22.98	43.13
Ticker Data Ltd	37.12	73.89
	106.45	177.27
8. Expenses charged to the Company		
FTCL	8.34	8.83
Ticker	-	6.85
63 SATS	-	16.48
	8.34	32.16
9. Purchase of Software/ related services		
63 SATS (Purchase of software services from 63 Moons)	118.96	-
	118.96	-
10. Allowance for expected credit loss on advances		
ICX	6.37	6.10
	6.37	6.10

NOTES
forming part of the Financial Statements for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
11. Investment made in Equity		
Ticker	-	2,500.00
NSEL	3,000.00	4,500.00
63 SATS	-	500.00
63 SATS (Conversion of Zero Coupon Unsecured Optionally Fully Convertible Debentures to Equity shares)	6,000.00	-
	9,000.00	7,500.00
12. Investment made in convertible debentures and converted into Equity during the year		
63 SATS	4,500.00	1,500.00
	4,500.00	1,500.00
13. Investment in subsidiaries written off		
NSEL	3,000.00	4,500.00
FTGIPL - investment written off	72,337.53	-
- Reversal of allowance for expected credit loss in investments	(72,337.53)	
	3,000.00	4,500.00
14. Loan Given		
Opening Balance		
ICX	162.10	162.10
APIAN	500.00	500.00
Less:- Cumulative allowance for expected credit loss on loans	(162.10)	(162.10)
	500.00	500.00
Balance as at end of year		
ICX	162.10	162.10
APIAN	500.00	500.00
Less:- Cumulative allowance for expected credit loss on loans	(162.10)	(162.10)
	500.00	500.00
15. Trade Receivables as at end of year		
Ticker	33.95	12.88
3.0 Verse Limited	1.73	-
Ticker Data Ltd	28.14	96.86
Less:- Expected credit loss on trade receivables	(39.52)	(47.49)
63SATS	7.16	31.90
	31.45	94.15
16. Rent receivable as at end of the year		
Ticker	303.56	282.35
Ticker Data Ltd	25.00	-
Less:- Expected credit loss on rent receivables	(257.60)	(233.94)
	70.96	48.41
17. Other receivables as at end of year		
Ticker	199.98	200.62
Ticker Data Ltd	80.67	22.64
63SATS	-	11.29
Less:- Expected credit loss on other receivables	(242.88)	(218.11)
	37.76	16.46
18. Advances as at end of year		
Ticker	51.52	44.33
Ticker Data Ltd	2.94	2.94
ICX	70.86	58.79
FTGIPL	2,878.28	2,878.28
Less:- Expected credit loss on advances	(2,989.87)	(2,978.88)
	13.73	5.47

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forming part of the Financial Statements for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
19. Trade payable at end of year		
Ticker	44.94	44.94
63 SATS	23.02	6.56
	67.96	51.50
20. Cumulative allowance for expected credit loss in the value of Investments		
Ticker	6,285.39	6,285.39
FTKMCL	328.00	328.00
FTGIPL	-	72,337.53
FTSPL	25,464.26	25,464.26
ICX	499.13	499.13
	32,576.78	104,914.31

III Transactions with Key Managerial Personnel (KMP) and Close Members of KMP :

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
a) Key Managerial Personnel (Executive directors & Company Secretary)		
Remuneration		
Short-term employee benefits	289.14	289.87
Post-employment benefits*		-
Other long-term benefits		-
* Post-employment benefits which are actuarially determined on overall basis are not included.		
b) Key Management Personnel (Non-executive directors)		
Director Sitting Fees	45.00	74.25
Director's remuneration	164.00	-
c) Rent to Close Member of KMP		
Ms. Shyamala S R	6.57	5.77
Ms. Maheshwari Rajendran	6.57	5.77

IV Transactions with Individuals owning, directly or indirectly, an interest in the voting power that gives control or significant influence

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Consultancy Fees*	355.00	330.00

* Amount paid to Mr. Jignesh Shah for providing strategic input in relation to ongoing legal matters and mentoring Company's future vision.

V Transactions with entities having promoter's significant influence (India Gold Metaverse Private Limited (IGM)

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
1. Income from software services	600.00	300.00
2. Managed services	23.60	6.36
3. Rental income from operating leases	22.50	7.50
Expenses charged		
1. Recoveries charged by the company towards expenses	2.77	24.21
Closing Balance		
1. Trade Receivables as at end of year	3.26	3.75
2. Rent receivable as at end of the year	-	4.43

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forming part of the Financial Statements for the year ended March 31, 2026

39 LOANS AND ADVANCES IN THE NATURE OF LOANS (AS REQUIRED BY REGULATION 34 (3) AND 53(F) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATION, 2015.

(₹ in lakhs)

	NAME OF THE COMPANY	Relationship with Company	Purpose of loan	As at 31.03.2026	As at 31.03.2025
1.	Apian Finance & Investment Ltd	Subsidiary	Business	500.00	500.00
2.	ICX Platform (PTY) Ltd.	Subsidiary	Business	162.10	162.10
	Less:- Cumulative allowance for expected credit loss on loans			(162.10)	(162.10)
	TOTAL			**500.00**	500.00

1 There are no loans or advances in the nature of loans are granted to promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

(a) repayable on demand; or

(b) without specifying any terms or period of repayment

2 No funds 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(s) or entity(ies), 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) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

The Company has not received any fund from any party(s) (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 Funding party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

40 During the year, in order to meet the working capital requirements of NSEL, the Company has subscribed to the right issues made by NSEL to the extent of ₹ 3,000 lakhs (Previous Year ₹ 4,500 lakhs). The investments were made by the Company into NSEL out of commercial expediency for the purpose of preserving various assets of the Company. Post payment default in July 2013, NSEL does not have business of its own and in the near future there does not seem to be any possibility of NSEL generating any funds for its own functioning. NSEL has no revenue and has accumulated losses of ₹ 42,884.75 lakhs and most of its assets are frozen by various regulatory authorities. Considering the remote possibility of recovery of its investments, during the year Company has written off its investment in NSEL of ₹ 3,000.00 lakhs (Previous Year ₹ 4,500 lakhs).

FT Group Investments Pvt Ltd, Mauritius (FTGIPL) was established as a Special Purpose Vehicle (SPV) for investments in global business of Information Technologies and Exchange related activities having synergies with the Company and had invested in various stepdown subsidiary companies which were set up for exchanges business at overseas. In the aftermath of event of the counter party payment default in July 2013 on the exchange platform of National Spot Exchange Limited (NSEL), one of the subsidiaries of 63moons, there had been regulatory issues and 63moons was asked to exit from the exchange ownership. However, there were no buyers who can carry the Exchange business and all subsidiaries of FTGIPL had to be wound-up, incurring heavy losses. As a result, FTGIPL impaired its investments in books of Accounts and in turn Company has also made the provision for diminution in value of investments in books of Accounts for its investments in FTGIPL over a period in earlier years. Currently, FTGIPL does not have any Investments/ Assets as all its investments has been impaired. Currently there are no business activities in FTGIPL and there is no future business plan. The Company has completed the exit of all regulatory business only this year. In view of the same and considering the investment has become permanently impaired, the Company has written off the investments in FTGIPL of ₹ 72,337.63 Lakhs and written back the provision made in earlier years of ₹ 72,337.63 lakhs. There is no restructuring of the balance sheet by foreign entity viz FTGIPL.

41 The Details of corporate social responsibility as prescribed under section 135 of Companies Act 2013 are as follows:

(₹ in lakhs)

Sr. No.	PARTICULARS	Year ended March 31, 2026	Year ended March 31, 2025
I	Amount required to be spent by the Company during the year	282.18	258.68
	Add: Shortfall at the end of previous year	207.06	35.01
	Total	**489.24**	**293.69**
II	Amount spent during the year		
	i) Construction / acquisition of any assets	-	-
	ii) For the purpose of the other than (i) above	377.56	86.63
III	Shortfall at the end of the year *	111.68	207.06
IV	Total previous year shortfall	Nil	Nil
V	Reason for shortfall	Unspent amount is Committed for project under execution	Unspent amount is Committed for project under execution

VI Nature of CSR activities include promoting education, including special education and employment enhancing vocation skills, health care and rural development.

* The Company has transferred unspent Corporate Social Responsibility (CSR) amount on April 22, 2026, to a Special account within a period of 30 days from the end of the said financial year in compliance with the provision of section 135(6) of the Act.

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forming part of the Financial Statements for the year ended March 31, 2026

42 The Company had invested ₹ 20,000 Lakhs (face value) in Secured Non-Convertible Debentures issued by IL&FS Transportation Networks Ltd (ITNL), a subsidiary of Infrastructure Leasing & Finance Ltd (IL&FS). A Resolution process was initiated under Sections 241 and 242 of the Companies Act, 2013 under the supervision of National Company Law Appellate Tribunal (NCLAT). The Ld NCLAT directed ITNL to make an interim distribution to the creditors, pursuant to which ITNL made partial interim distribution to the creditors including the Company. In view of the uncertainty on further distribution, without prejudice to its rights, adopting conservative approach, the Company has impaired and written off an amount of ₹ 13,557.10 lakhs till March 31, 2025 which was included under Exceptional items in financial results of the respective periods. Subsequent to year end, the Company has received further interim distribution of ₹ 1,050.49 lakhs, aggregating to the total interim distribution of ₹ 7,228.49 lakhs.

43 The Company had invested in 9% Yes Bank Perpetual Additional Tier I (AT-1) Bonds amounting to ₹ 30,000 Lakhs (face value). The Final Reconstruction Scheme of Yes Bank by Government of India had excluded the writing off AT-1 bonds. However, Yes Bank through its Administrator informed the stock exchanges that Additional Tier I Bonds for an amount of ₹ 8,415 crores were written down permanently which led to legal actions by the trustees and by the Company. The Hon'ble Bombay High Court quashed and set aside the decision of the Administrator which has been challenged by Yes Bank and RBI before the Hon'ble Supreme Court where the matter has been stayed subject to the final order of the Hon'ble Supreme Court. The arguments have been completed by the parties, and the matter has been reserved for order. In view of the uncertainty prevailing in the matter and irrespective of the final decision in the case, the Company expects an impairment. Hence, adopting a conservative approach, the Company has impaired and written off amount of ₹ 10,000.00 lakhs during the previous year ended March 31, 2025, which was included under Exceptional items in financial results.

44 The Company had been providing technology solutions to brokerage houses through its three business Undertakings viz. 1) Open Dealer Integrated Network, Order Management System (OMS) (ODIN), 2) MATCH, Other Services and Components and 3) Straight Through Processing Messaging Solution (STP- Gate). The Company entered into three separate Business Transfer Agreements (BTA) dated August 13, 2024, to sell these business undertakings to a party on "as is where is", basis on a slump sale, debt free and cash free basis. The sale of 1) Open Dealer Integrated Network, Order Management System (OMS) (ODIN) and 2) MATCH, Other Services and Components is complete as agreed under the agreements with closing date of January 20, 2025. The sale of STP-Gate is complete as agreed under the agreements with closing date of September 9, 2025. The disclosure with respect to the BTA was duly made to the stock exchanges. The net gain from the sale of STP Gate Undertaking is ₹ 126.71 lakhs (previous year net gain from the sale of ODIN and MATCH, Other Services and Components business undertaking of ₹ 14,270.26 lakhs) which has been included under Exceptional items in the financial results of the Company for respective periods. Since the ODIN Software and the revenue earned from it is attached under the MPID Act,1999, the consideration of an amount of ₹9,800.00 lakhs received under the BTA has been deposited with the Competent Authority under the MPID Act.

Accordingly, disclosures required under Indian Accounting Standard (Ind AS) 105 "Non-Current Assets Held for Sale and Discontinued Operations", for all three businesses undertakings viz ODIN, MATCH, Other Services and Components and STP-Gate are as under.

a) Analysis of profit from discontinued operations:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026*	Year Ended 31.03.2025*
Revenue from operations:		
ODIN	-	6,300.39
MATCH, Other Services & Components	-	2,654.08
STP-Gate	48.38	129.09
TOTAL	**48.38**	9,083.56
Total Expenses:		
ODIN	-	5,861.80
MATCH, Other Services & Components	-	2,027.84
STP-Gate	53.95	99.46
TOTAL	**53.95**	7,989.10
Profit before tax		
ODIN	-	438.59
MATCH, Other Services & Components	-	626.24
STP-Gate	(5.57)	29.63
TOTAL	**(5.57)**	1,094.46
Tax	(1.62)	318.71
Profit after Tax	(3.95)	775.75

* The amounts for these periods are for period till date of completion of transaction of the respective business undertaking.

b) Net cashflows attributable to the discontinued operations:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Net cash flow from operating activities	4.49	736.73
Net cash used in financing activities	-	(281.34)

c) Information of assets and associated liabilities classified as held for sale

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Current Assets:		
Subdry Debtors	-	21.74
Prepaid expenses	-	1.30
Total assets classified as held for sale	-	23.04
Current Liabilities		
Advance from customer	-	4.43
Unearned Revenue	-	41.05
Liabilities directly associated with assets classified as held for sale	-	45.48

45 During the quarter ended March 31, 2026, pursuant to Hon'ble MPID court's order, the Company has sold its residual equity shares in NTT Data Payment Services India Pvt Limited (an Associate of the Company) and resultant gain in standalone financial statements of ₹ 14,565.72 lakhs is disclosed as exceptional item. As directed by the MPID court, the said consideration amount, after deducting applicable taxes, has been deposited by the Company, in the designated bank account of the Competent Authority – NSEL MPID as security in lieu of attachment

46 The Board of Directors of the Company, in its meeting held on February 18, 2025, approved the participation and support of the Company to the Scheme of Arrangement between National Spot Exchange Limited ("NSEL") and the Specified Creditors i.e., traders having outstanding claims above 10 lakhs). The Board also approved the payment of ₹ 1,950 Crore ("Settlement Amount"), in accordance with the terms of the Scheme, towards settlement of the claims of ₹4610 Cr. Approx. to 5682 Specified Creditors. This Scheme of Arrangement between NSEL and the Specified Creditors ("OTS Scheme") came into place on the initiative of an investors' association called NSEL Investors Forum ("NIF") who came up with a proposal for a One-Time Full and Final Settlement ("OTS Scheme") between the traders, NSEL and the Company to bring an end to all the litigations and to settle the claims of the traders. The OTS Scheme entails payment of a Settlement Amount of ₹1,950 Crore by the Company to the Specified Creditors in proportion to their outstanding claims as on July 31, 2024. The OTS Scheme envisages that on payment of the Settlement Amount, it would result in closure of proceedings against the Company and the Persons in 63 moons Group (as defined in the OTS Scheme) and release and discharge the Company and the Persons in 63 moons Group from the Specified Creditors' Claims and removal of restraints in dealing with its properties. The OTS Scheme entails assignment of Specified Creditors' Claims to the Company on payment of the Settlement Amount. The OTS Scheme seeks a structured resolution through a statutory mechanism provided by the Companies Act, 2013.

National Company Law Tribunal, Mumbai ("NCLT") on application filed by NSEL, directed to convene a meeting of Specified Creditors through postal ballot with a facility of voting through electronic means (e-voting) for the purpose of considering, and, if thought fit, approving the proposed OTS scheme. The OTS Scheme has been duly approved in number 92.81% of Specified Creditors and value 91.35% in accordance with section 230 of the Companies Act 2013 and the relevant provisions. This approval exceeds the statutory majority required by Section 230(6) of the Companies Act 2013, that is a majority in number representing three-fourths in value. NSEL filed a Company Petition before the Ld. NCLT seeking approval of the OTS Scheme, which was sanctioned by Ld. NCLT vide order dated November 28, 2025. Some of the traders challenged the NCLT Order sanctioning OTS Scheme, before Ld. National Company Law Appellate Tribunal ("NCLAT") and the same has been dismissed by the Ld. NCLAT. one of the trader challenged the said dismissal NCLAT order before the Hon'ble Supreme Court; however, the same was dismissed by the Hon'ble Supreme Court. The Company is presently taking the necessary steps before the appropriate courts/tribunal to give effect to the OTS Scheme.

47 Based on a civil suit filed by one of the investors affected by the NSEL payment default before the Hon'ble Bombay High Court, a Notice of Motion was filed against the Company to restrain the Company to pay any dividends to the shareholders without approval of the Hon'ble High Court. The Hon'ble Bombay High Court passed an ad interim order inter alia restraining the Company from distributing any dividend or depositing the same in the dividend distribution account in accordance with the provisions of the Companies Act, 1956 (to be read as Companies Act, 2013) pending the final hearing and disposal of the Notice of Motion. In compliance to the said order, the Company has not distributed the final dividend approved by the shareholders for the financial years 2014-15, 2016-17 to 2020-21, 2022-23 to 2024-25 aggregating to ₹ 9,307.86 lakhs. The said civil suit has been withdrawn with liberty for restoration in terms of the Scheme.

On May 18, 2026, the Board of Directors of the Company have proposed a final dividend of ₹ 2/- per share in respect of the year ended March 31, 2026, subject to the approval of shareholders at the Annual General Meeting and such other approvals as may be necessary. If approved, it would result in a cash outflow of ₹ 921.57 lakhs.

48 The Union of India, through the Ministry of Corporate Affairs ("MCA"), filed a Company Petition before the Company Law Board, inter-alia seeking removal and supersession of the Board of Directors of the Company. Thereafter, in 2016, after the constitution of NCLT, the matter was transferred to NCLT. The NCLT Delhi as an interim arrangement directed formation of a five-member committee for certain matters of the Company. In the Appeal, NCLT Chennai dismissed the prayer of MCA for removal and supersession of the entire Board of the Company and ordered MCA to nominate three directors on the board of the Company. The NCLAT was pleased to uphold the NCLT Order with respect to appointment of 3 nominee directors. The Company filed civil appeal before Hon'ble Supreme Court challenging the orders passed by NCLAT & NCLT. In the interim, Hon'ble Supreme Court granted stay on appointment of nominee directors on the board of the Company and the matter is pending for final hearing. The Company filed an application in view of the Scheme, the Hon'ble Supreme Court has kept the impugned orders in abeyance to facilitate implementation of the Scheme.

49 a) The Post July-2013, civil suits have been filed against the Company in relation to the counter party payment default on the exchange platform of NSEL, wherein the Company was also been made a party. In these proceedings certain reliefs have been claimed against the Company, inter-alia, on the ground that the Company is the holding company of NSEL. These matters are pending before the Hon'ble Bombay High Court for adjudication. The Company has always denied the claims and contentions in its reply. There is no privity of contract between the Company and the Plaintiffs therein. The management is of the view that the parties who have filed the Civil Suits would not be able to sustain any claim against the Company. Pursuant to the Scheme, the Company has filed applications for disposal of the said suits. Orders for disposal/dismissal/withdrawal have been passed in respective suits.

b) Pursuant to the payment default on NSEL platform, First Information Report (FIR) was registered against various parties, including the Company, with the Economic Offences Wing, Mumbai (EOW) in connection with the counter party payment default on NSEL platform. After investigation, EOW, filed various charge sheets in the matter and inter-alia arrayed the Company. The State Government attached various assets of the Company under MPID Act by issuing Gazette Notifications. The matter is pending before the Designated MPID Court. The Company has filed applications for release of its properties pursuant to the Scheme and the same are pending.

c) The SFIO filed a complaint with the Hon'ble Sessions Court under IPC and the Companies Act, against several persons/ entities including the Company relating to NSEL payment default. The Company challenged the issuance of process order before the Hon'ble Bombay High Court and the proceedings in the matter has been stayed by the Hon'ble High Court. The matter is pending for hearing before Hon'ble Bombay High Court.

d) The Enforcement Directorate('ED') attached certain assets of the Company vide Provisional Attachment Orders under the provisions of the Prevention of Money Laundering Act, 2002(PMLA). The Hon'ble Appellate Tribunal while quashing the provisional attachment orders imposed certain conditions. The Company filed appeal before the Hon'ble Bombay High Court for the limited purpose for challenging the conditions put by the Hon'ble Appellate Tribunal. The Hon'ble Court was pleased to admit the appeal. ED also filed a cross appeal, which is tagged with the Company's appeal Meanwhile, ED filed a prosecution complaint before the Spl. PMLA Court, Mumbai against the Company and the same is pending for trial. Pursuant to the Scheme an application filed by the Company was allowed by the Hon'ble Bombay High Court by passing an order for the release of attached properties.

e) CBI also filed charge-sheets against various persons and entities including the Company in connection with the counterparty payment default on NSEL platform based on the FIRs filed by the public sector undertakings - PEC Ltd. & MMTC Ltd for alleged loss suffered by PEC Ltd. & MMTC Ltd on NSEL platform and aforesaid cases are pending for trial before the Court.

50 The Company has presented segment information in the consolidated financial statements which are presented in the same annual report. Accordingly, in terms of Paragraph 4 of Ind AS 108 'Operating Segments', no disclosures related to segments are presented in these standalone financial statements.

51 No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

(a) Crypto Currency or Virtual Currency

(b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

(c) Registration of charges or satisfaction with Registrar of Companies

(d) Relating to borrowed funds:

i. Willful defaulter

ii. Utilisation of borrowed funds & share premium

iii. Borrowings obtained on the basis of security of current assets

iv. Discrepancy in utilisation of borrowings

v. Current maturity of long term borrowings

(e) There are no transactions which are not recorded in the books of accounts that has been surrendered or disclosed any income in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(f) Transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the year ended 31st March, 2026.

(g) No funds 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 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)

(h) The Company has not received any fund from any party(s) ('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 Group or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

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

For and on behalf of the Board

Chitkala Zutshi
Director
DIN- 07684586

S. Rajendran
Managing Director & CEO
DIN: 02686150

Hariraj Chouhan
Company Secretary

Devendra Agrawal
Whole-time Director and CFO
DIN: 03579332

Place : Mumbai
Date : May 18, 2026

STATEMENT ON IMPACT OF AUDIT QUALIFICATIONS ON ANNUAL STANDALONE AUDITED FINANCIAL RESULTS FOR YEAR ENDED MARCH 31, 2026

I.	Sr. No.	Particulars	**Audited Figures** (As reported before adjusting for qualifications)	**Adjusted Figures** (Audited figures after adjusting for qualifications)
	1.	Total income *	26,671.51	26,671.51
	2.	Total Expenses*	19,211.32	19,211.32
	3.	Exceptional items*	11,692.43	11,692.43
	4.	Net Profit/(Loss)*	17,465.55	17,465.55
	5.	Earnings Per Share*	37.90	37.90
	6.	Total Assets	3,19,418.00	3,19,418.00
	7.	Total Liabilities	15,284.05	15,284.05
	8.	Net Worth	3,03,986.36	3,03,986.36

* Aggregate of continued and discontinued operations

II. Audit Qualification:

A. Qualification

Basis for Qualifications pertaining to the Company and management response thereto :

1 As stated by the Management of the Company in Note 7 (a) to the Statement, Civil Suits have been filed against the Company in relation to event occurred on National Spot Exchange Limited trading platform. These matters are pending at various stages of adjudication. As stated in the said note, the management of the Company does not foresee that the parties who have filed Civil Suits would be able to sustain any claim against the Company. In addition, as stated by the management in Note 7 (b, c, d, e) to the Statement, there are First Information Reports ("FIR") / complaints / charge-sheets / orders / notices registered / received against various parties including the Company from / with the Economic Offences Wing of the Mumbai Police (EOW), Central Bureau of Investigation (CBI), Home Department - Government of Maharashtra under MPID Act, the Directorate of Enforcement and the Serious Fraud Investigation Office (SFI0). Above matters are pending at various stages of adjudication / investigation.

Pursuant to NSEL Settlement scheme, the Company has filed applications to appropriate judicial forums for disposal of the said suits and releasing of its properties. Orders for disposal/dismissal/withdrawal have been passed in certain suits/ matters in terms of the scheme.

In this regard, the Management and those charged with Governance have represented to us that other than as stated in the said notes to the Statement, there are no claims, litigations which require adjustments to / disclosures in the Statement

Accordingly, in view of above representations regarding legal matters at various stages of adjudication and subject to NSEL Settlement Scheme and ongoing investigations/ matters, the outcome of which is not known and is uncertain at this stage, we are unable to comment on the consequential impact in respect of the same on the results for the quarter and year ended 31 March 2026.

B. Type of Audit Qualification:

Qualified Opinion

C. Frequency of observation

Qualification stated in paragraphs A 1 - since year 2012-13.

D. For Audit Qualification(s) where the impact is not quantified by the auditor:

Management's reason for unable to estimation on the impact of audit qualification

(1) For qualification referred in Sr. No. A 1 above,

i) a) The Post July-2013, civil suits have been filed against the Company in relation to the counter party payment default on the exchange platform of NSEL, wherein the Company was also been made a party. In these proceedings certain reliefs have been claimed against the Company, inter-alia, on the ground that the Company is the holding company of NSEL. These matters are pending before the Hon'ble Bombay High Court for adjudication. The Company has always denied the claims and contentions in its reply. There is no privity of contract between the Company and the Plaintiffs therein. The management is of the view that the parties who have filed the Civil Suits would not be able to sustain any claim against the Company. Pursuant to the Scheme, the Company has filed applications for disposal of the said suits.; Orders for disposal/dismissal/withdrawal have been passed in respective suits.

b) Pursuant to the payment default on NSEL platform, First Information Report (FIR) was registered against various parties, including the Company, with the Economic Offences Wing, Mumbai (EOW) in connection with the counter party payment default on NSEL platform. After investigation, EOW, filed various charge-sheets in the matter and inter-alia arrayed the Company. The State Government attached various assets of the Company under MPID Act by issuing Gazette Notifications. The matter is pending before the Designated MPID Court. The Company has filed applications for release of its properties pursuant to the Scheme and the same are pending.

c) The SFIO filed a complaint with the Hon'ble Sessions Court under IPC and the Companies Act, against several persons/entities including the Company relating to NSEL payment default. The Company challenged the issuance of process order before the Hon'ble Bombay High Court and the proceedings in the matter has been stayed by the Hon'ble High Court. The matter is pending for hearing before Hon'ble Bombay High Court.

d) The Enforcement Directorate('ED') attached certain assets of the Company vide Provisional Attachment Orders under the provisions of the Prevention of Money Laundering Act, 2002(PMLA). The Hon'ble Appellate Tribunal while quashing the provisional attachment orders imposed certain conditions. The Company filed appeal before the Hon'ble Bombay High Court for the limited purpose for challenging the conditions put by the Hon'ble Appellate Tribunal. The Hon'ble Court was pleased to admit the appeal. ED also filed a cross appeal, which is tagged with the Company's appeal Meanwhile, ED filed a prosecution complaint before the Spl. PMLA Court, Mumbai against the Company and the same is pending for trial. Pursuant to the Scheme an application filed by the Company was allowed by the Hon'ble Bombay High Court by passing an order for the release of attached properties.

e) CBI also filed charge-sheets against various persons and entities including the Company in connection with the counterparty payment default on NSEL platform based on the FIRs filed by the public sector undertakings - PEC Ltd. & MMTC Ltd for alleged loss suffered by PEC Ltd. & MMTC Ltd on NSEL platform and aforesaid cases are pending for trial before the Court.

In the light of the above ongoing investigations and matters, the outcome of which is not known and is uncertain at this stage, we are unable to quantify the impact.

(ii) Auditors' Comments:

Quantification is not possible.

For 63 moons technologies limited

Chitkala Zutshi
Chairman Audit Committee

S Rajendran
Managing Director & CEO

Devendra Agrawal
Whole Time Director & CFO

Place: Mumbai
Date: May 18, 2026

In terms of our Report issued under Regulation 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015.

For **Chaturvedi Sohan & Co.**
Chartered Accountants
FRN: 118424W

Vivekanand Chaturvedi
Partner
M.No.: 106403
UDIN: 26106403YSWDLG7249

FINANCIAL STATEMENTS

CONSOLIDATED

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Qualified Opinion

We have audited the accompanying Consolidated Financial Statements of 63 moons technologies limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), which includes its share of profit/(loss) in its associate, which comprise the Consolidated Balance Sheet as at March 31, 2026, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and notes to Consolidated Financial Statements, including a summary of material and significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on financial statements (standalone / consolidated) of subsidiaries as was audited by the other auditors, *except for the possible effects of the matter specified under Basis for Qualified Opinion section of our report*, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 (hereinafter referred to as "the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including and Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, of consolidated state of affairs (financial position) of the Group and its associate as at March 31, 2026, the consolidated loss (financial performance including other comprehensive income), its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

BASIS FOR QUALIFIED OPINION

1. *As stated by the Management of the Holding Company in Note 49 (a) to the consolidated financial statements, Civil Suits have been filed against the Holding Company in relation to event occurred on National Spot Exchange Limited trading platform. These matters are pending at various stages of adjudication. As stated in the said note, the management of the Holding Company does not foresee that the parties who have filed Civil Suits would be able to sustain any claim against the Holding Company. In addition, as stated by the management in Note 49 (b, c, d, e) to the Consolidated financial statements, there are First Information Reports ("FIR")/ complaints/ charge-sheets/ orders/ notices registered/ received against various parties including the Company from/ with the Economic Offences Wing of the Mumbai Police (EOW), Central Bureau of Investigation (CBI), Home Department - Government of Maharashtra under MPID Act, the Directorate of Enforcement and the Serious Fraud Investigation Office (SFIO). Above matters are pending at various stages of adjudication/investigation.*

   Pursuant to NSEL Settlement scheme, the Company has filed applications to appropriate judicial forums for disposal of the said suits and releasing of its properties. Orders for disposal/dismissal/withdrawal have been passed in certain suits/ matters in terms of the scheme.

   In this regard, the Management and those charged with Governance have represented to us that other than as stated in the said notes to the Consolidated financial statements, there are no claims, litigations, potential settlements involving the Company directly or indirectly which require adjustments to/disclosures in the Consolidated Financial Statements.

2. *We reproduce hereunder the 'Basis for Qualified Opinion' issued by the independent auditor(s) of a subsidiary viz. National Spot Exchange Limited ('NSEL') vide their audit report on the consolidated Ind AS financial statement of NSEL, to the extent the same are found significant as per the Guidance issued by the Institute of Chartered Accountants of India, from time to time and which also forms the basis for qualified opinion in our audit report on the accompanying consolidated financial statements of the Group:*

   (a) *"As stated in Note nos.36,38,39,40,43 and 46 to the Consolidated Financial Statement, the Group has been served with notices/ letters/ summons from various statutory authorities/ regulators/ Government departments and some purported aggrieved parties. The Group is party to many proceedings filed by / or against the Group which are pending before different forum pertaining to the period prior to suspension of the exchange related operations from 31st July 2013. The management of the Group does not foresee that the parties who have filed Civil Suits against the Group will be able to sustain any claim against the Group.*

   There are some writ petitions, public interest litigations, civil suits including in representative capacity filed by and against the Group. Such matters against the Group are sub-judice before different forums. The Group may be exposed to civil/ criminal liabilities in case of any adverse outcome of these investigations/enquiries or legal cases or any other investigations as referred to above enquires or suits which may arise at a later date.

   In the light of the above, the outcome of which is not presently known and is uncertain at this stage, hence we are not able to comment on the current or consequential impact if any, in respect of the same on these Consolidated Financial Statements. Also, the matters stated above could also have a consequential impact on the measurement and disclosure of information provided, but not limited to, Balance Sheet, Statement of profit/(loss) account, cash flow statement, statement of change in equity (SOCIE) and earnings per share (EPS) for the year ended and as at 31st March, 2026 in these Consolidated Financial Statements."

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

(b) *"The trade receivables, other receivables, loans and advances and deposits are subject to confirmation and reconciliation. The management, however, does not expect any material changes on account of such reconciliation/ confirmation from parties. In many cases legal notices have been sent to the parties in earlier years; however, we are unable to form any opinion on the recoverability of the outstanding balances of such parties."*

3. We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) 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 Consolidated Financial Statements* section of our report. We are independent of the Group and its associate 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 Consolidated 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 along with the consideration of audit report of other auditors referred to in other matters below is sufficient and appropriate to provide a basis for our qualified opinion.

EMPHASIS OF MATTERS

1. We draw attention to the Note 43 to the Consolidated Financial Statements which describes that The Company had invested Rs.20,000 Lakhs (face value) in Secured Non-Convertible Debentures issued by IL&FS Transportation Networks Ltd (ITNL), a subsidiary of Infrastructure Leasing & Finance Ltd (IL&FS). A Resolution process was initiated under Sections 241 and 242 of the Companies Act, 2013 under the supervision of National Company Law Appellate Tribunal (NCLAT). The Ld NCLAT directed ITNL to make an interim distribution to the creditors, pursuant to which ITNL made partial interim distribution to the creditors including the Company. In view of the uncertainty on further distribution, without prejudice to its rights, adopting conservative approach, the Company has impaired and written off an amount of Rs. 13,557.10 lakhs till March 31, 2025 which was included under Exceptional items in financial statements of the respective periods. Subsequent to year end, the Company has received further interim distribution of Rs.1,050.49 lakhs, aggregating to the total interim distribution of Rs.7228.49Lakhs
2. We draw attention to Note 44 to the statement which describes that The Company had invested in 9% Yes Bank Perpetual Additional Tier I (AT-1) Bonds amounting to Rs. 30,000 Lakhs (face value). The Final Reconstruction Scheme of Yes Bank by Government of India had excluded the writing off AT-1 bonds. However, Yes Bank through its Administrator informed the stock exchanges that Additional Tier I Bonds for an amount of Rs. 8,415 crores were written down permanently which led to legal actions by the trustees and by the Company. The Hon'ble Bombay High Court quashed and set aside the decision of the Administrator which has been challenged by Yes Bank and RBI before the Hon'ble Supreme Court where the matter has been stayed subject to the final order of the Hon'ble Supreme Court. The arguments have been completed by the parties, and the matter has been reserved for order. In view of the uncertainty prevailing in the matter and irrespective of the final decision in the case, the Company expects an impairment. Hence, adopting a conservative approach, the Company has impaired and written off amount of Rs. 10,000.00 lakhs during the previous year ended March 31, 2025, which was included under Exceptional items in financial results.
3. We draw attention to Note 46 to the Statement which describe that The Board of Directors of the Company, in its meeting held on February 18, 2025 approved the participation and support of the Company to the Scheme of Arrangement between National Spot Exchange limited ("NSEL") and the Specified Creditors i.e., traders having outstanding claims above 10 lakhs). The Board also approved the payment of Rs. 1,950 Crore ("Settlement Amount"), in accordance with the terms of the Scheme, towards settlement of the claims of Rs. 4610 Cr. Approx. to 5682 Specified Creditors. This Scheme of Arrangement between NSEL and the Specified Creditors ("Scheme") came into place on the initiative of an investors' association called NSEL Investors Forum ("NIF") who came up with a proposal for a One-Time Full and Final Settlement ("OTS") between the traders, NSEL and the Company to bring an end to all the litigations and to settle the claims of the traders. The Scheme entails payment of a Settlement Amount of Rs. 1,950 Crore by the Company to the Specified Creditors in proportion to their outstanding claims as on July 31, 2024. The Scheme envisages that on payment of the Settlement Amount, it would result in closure of proceedings against the Company and the Persons in 63 moons Group (as defined in the Scheme) and release and discharge the Company and the Persons in 63 moons Group from the Specified Creditors' Claims and removal of restraints in dealing with its properties. The Scheme entails assignment of Specified Creditors' Claims to the Company on payment of the Settlement Amount. The Scheme seeks a structured resolution through a statutory mechanism provided by the Companies Act, 2013.

   National Company Law Tribunal, Mumbai ("NCLT") on application filed by NSEL, directed to convene a meeting of Specified Creditors through postal ballot with a facility of voting through electronic means (e-voting) for the purpose of considering, and, if thought fit, approving the proposed scheme. The Scheme has been duly approved in number 92.81% of Specified Creditors and value 91.35% in accordance with section 230 of the Companies Act 2013 and the relevant provisions. This approval exceeds the statutory majority required by Section 230(6) of the Companies Act 2013, that is a majority in number representing three-fourths in value. NSEL filed a Company Petition before the Ld. NCLT seeking approval of the Scheme, which was sanctioned by Ld. NCLT vide order dated November 28, 2025. Some of the traders challenged the NCLT Order sanctioning Scheme, before Ld. National Company Law Appellate Tribunal ("NCLAT") and the same has been dismissed by the Ld. NCLAT. one of the trader challenged the said dismissal NCLAT order before the Hon'ble Supreme Court; however, the same was dismissed by the Hon'ble Supreme Court. The Company is presently taking the necessary steps before the appropriate courts/tribunal to give effect to the Scheme.

   Our opinion is not modified in respect these matters of emphasis.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

Consolidated Financial Statements taken as a whole; in forming our opinion thereon and we do not provide a separate opinion on these matters. Apart from 'Basis for Qualified Opinion' We have determined the key audit matters as described below:

Key audit matters from Standalone Financial Statements which are also part of the Consolidated Financial Statements:

We reproduce hereunder the 'Key Audit Matters' issued by the us w.r.t to the Holding Company to the extent the same is found significant as per the Guidance issued by the Institute of Chartered Accountants of India, from time to time and which also forms the basis for key audit matters in our audit report on the accompanying Consolidated Financial Statements of the Group:

A. Determination of fair value of carrying amount of investments
B. Accounting treatment for contracts with customers
C. Contingent Liabilities

A. Determination of fair value of carrying amount of investments

<u>Description of key audit matter:</u>

The Holding Company has investments net of provision of Rs.72,411.45 Lakhs as at March 31, 2026 consisting of Investments in the equity instruments of subsidiaries, third party bonds, mutual funds, other equity instruments etc. and are valued as per Ind AS 109, "Financial instruments". By their nature, these are subjected to various factors related to respective investee entities including but not limited to, economic factors, business dynamics, financial performance etc and impact a fair valuation of these investments. Accordingly, this necessitates a close monitoring by the management of these situations and judgement, based on appropriate evaluation criteria to arrive at a fair value of carrying amounts of these assets as at balance sheet date. Against this background, this matter was of significance in the context of our audit.

<u>Description of Auditor's response:</u>

We have carried out a comparison between carrying value of investment as at balance sheet date and net worth as reflected by latest audited financials of investee companies. Wherever carrying amount of investment is more than the net-worth of investee company we have discussed and enquired with the management the process followed by them to identify permanent diminution, if any, in the value of investment and necessary accounting treatment adopted in the books. In addition, management has provided us with the future business plans and how in their business judgement such gap between investment and net-worth of the investee is either compensated with improving business conditions or valuations of such entities. Going forward our regular audit procedures are designed to keep a follow up on outcomes of these management assertions.

B. Accounting treatment for contracts with customers

<u>Description of key audit matter:</u>

Revenue amounting to Rs.10,944.13 Lakhs including the revenue from discontinued operations reported in the Holding Company's financial statements pertains to customer specific contracts and the same are required to satisfy the recognition and measurement criteria as prescribed in IND AS 115, 'Revenue from Contracts with Customers'. Holding Company's revenue is bifurcated into three main parts (a) revenue from software products (IPR based licenses); (b) revenue from software services and (c) IT infrastructure income. Certain contracts necessarily involve estimations and certain assumptions to be made by the management in determining the quantum of revenue to be recognised in specific period. This inherently creates certain uncertainties and results in complexities in accounting treatment wherein incorrect assumptions and estimates can lead to revenue being recognised in incorrect accounting periods thereby impacting the results. Considering these factors, in the context of our audit this matter was of significance and hence a key audit matter.

<u>Description of Auditor's response:</u>

With a view to verify the reasonableness of the revenue accounting we carried out following procedures:

a) Understanding the internal control environment for revenue recognition and to test check with a view to verify its operating effectiveness.
b) Major contracts were read and analysed to verify correctness of accounting of revenue as calculated by the Holding Company's Management.
c) Discussed with the management process of identification of variable consideration and verified the working on test basis.
d) Verified the working of unbilled revenue and unearned revenue on test basis.
e) Performed analytical procedures and obtained reasons for major variances.
f) Ensured that revenue is recognized in accordance with accounting policy of the Holding Company and Ind AS 115;

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

C. Contingent liabilities

Description of Key Audit Matter

Contingent liabilities as at March 31, 2026 amounted to Rs.59,658.93 Lakhs, which mainly include pending income-tax matters and certain legal cases other than those forming basis for our qualified opinion. Contentious income tax matters relate to interpretational differences between the company and various tax authorities, certain matters subjected to internal circulars and guidelines within tax authorities irrespective of stated legal provisions sometimes requiring decision making only by higher tax authorities through appellate procedures resulting in delays in outcome. Given the current legal and operational embargo that the company is facing, it is subjected the multiple litigations by and on the company sub-judice at various courts and levels requiring the Holding Company's Management to exercise significant judgement on these outcomes to determine the liabilities that are contingent in nature. Considering these factors, in the context of our audit, this matter was of significance and hence a key audit matter.

Description of Auditor response

With a view to ensure that disclosures made by the company in Note No. 32 are determined appropriately and prudently, we obtained information of pending income-tax matters from the Holding Company and have obtained/ verified the documents including the communication with the departments provided by the Company. In addition, we have carried out comparison with respect to previous year and obtained/reviewed documentation for additional tax matters arisen during the year. Our tax team has carried out discussions with the Holding Company's internal tax team on these cases mainly with respect to issues raised by various tax authorities in their communication to the company to substantiate Holding Company's assessment that there are no present obligations perceived.

With respect to legal cases disclosed to us, we have obtained updates on pending cases from the management and discussed it with the Holding Company's internal legal department, wherever necessary. We carried out a comparison between the latest status and immediate previous status. While comparing, we have tried to ascertain the appropriateness, without being judgemental, of the management judgement exercised in updating to the latest status and have tried to evaluate an impact on such ascertainment of whether the Company liabilities to which it is contingently liable are appropriately ascertained with prudence principle.

Key audit matters from other subsidiaries which are also part of the Consolidated Financial Statements:

We reproduce hereunder the 'Key Audit Matters' issued by the independent auditor(s) of a subsidiary viz. National Spot Exchange Limited ('NSEL') vide their audit report on the consolidated financial statements of NSEL, to the extent the same are found significant as per the Guidance issued by the Institute of Chartered Accountants of India, from time to time and which also forms the basis for key audit matters in our audit report on the accompanying Consolidated Financial Statements of the Group:

(a) "As stated in note no. 2.3 of the Consolidated Financial Statements, the Board of Directors of the NSEL is of the view that in the short term, its main challenge is to recover the money from defaulting members. As explained by the management, the Group is making all out efforts in recovering the amounts from defaulter members for settlement as well as its trade and other receivables. Order issued by Hon'ble High Court for merger of NSEL with Holding company has been set aside by Hon'ble Supreme court vide order dated 30th April, 2019. Holding company has committed to continue the financial support to NSEL by way of infusion of capital into NSEL and on the basis of such support, these financial statements for the year ended 31 March, 2026 are prepared on going concern basis. We have relied on the above-mentioned explanations and information given by the Management.

(b) As stated in note no.50 of the consolidated financial statements, the group has suspended the recognition of interest income on fixed deposits attached under the Maharashtra Protection of Interest of Depositors (MPID) Act 1999 due to uncertainty in future economic benefits directly flowing to the company. The group shall account for interest amount on any favourable order by the court of law.

(c) During the year, the Holding Company has filed a Scheme of arrangement under section 230 1(b) of the Companies Act, 2013 and other applicable Provision of the Companies Act, 2013 before NCLT, Mumbai (Application No. C.A(C.A.A)/65(MB)/2025). The Scheme of arrangement is between the Holding Company and its Specified Creditors (Traders who had claims in excess of Rs. 10 lakhs as on 31.07.2024) has been proposed for an amount of Rs.1,950.00 Lakhs. As per the Scheme, significant part of the Settlement amount will be paid by 63 Moons Technologies Limited and the Specified Creditors shall assign their rights against the Defaulters in favour of 63 Moons Technologies Limited.

    During the year, the Hon'ble Tribunal allowed the Company Application No. C.A(C.A.A)/65(MB) /2025 vide order dated April 08, 2025. The NCLT, Mumbai heard all the objections on various dates. The NCLT, Mumbai vide order dated November 28, 2025 allowed the scheme.

    An Appeal was been filed against an Order of Hon'ble NCLT before NCLAT and the Hon'ble Appellate Tribunal dismissed the appeal via Order dated January 15, 2026.

    Further, a Civil appeal was been filed before Hon'ble Supreme Court challenging the order of Hon'ble NCLAT and the same was been dismissed by Hon'ble Supreme Court vide Order dated March 09, 2026.

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

(d) During the year, the management adopted a conservative approach and undertook a detailed review of the financial statements. As a result, certain adjustments have been made in relation to receivables and payables recorded in the books of accounts. For further details, please refer to Note No. 51 of the Consolidated Financial Statements.

Our opinion is not qualified in respect of these matters."

Based on the additional procedures performed by us, we have not come across any instance requiring material adjustment to the consolidated financial statement having pervasive impact in the context of an audit opinion on these financial statements.

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON (HEREINAFTER REFERRED AS "OTHER INFORMATION")

The Holding Company's Management and Board of Directors are responsible for the preparation of other information. The other information comprises the Director's Report including any annexures thereto, Corporate Governance Report and Management Discussion and Analysis included in the Holding Company's annual report but does not include the Consolidated Financial Statements and our auditor's report thereon.

These reports are expected to be made available to us after the date of this auditor's report. Our opinion on the Consolidated Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. When we read these reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable as per applicable laws and regulations.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act, that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated cash flows and consolidated statement of changes in equity of the Group including its associate in accordance with the accounting principles generally accepted in India, including the Ind AS. The respective management and Board of Directors of the companies included in the Consolidated Financial Statements are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each 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 the 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 financial statements/ Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Management and Board of Directors of the companies included in the Group and its associate are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management and Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and its associate are responsible for overseeing the financial reporting process of each Company.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 Consolidated Financial Statements.

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

A. Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

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.

B. Obtain an understanding of internal 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.

C. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

D. Conclude on the appropriateness of management's use of the going concern basis of accounting in preparation of Consolidated Financial Statements and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 Consolidated 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 Group and its associate to cease to continue as a going concern.

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

F. Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group and its associate to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated 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 consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in Consolidated Financial Statements of which we are the independent auditors 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTERS

1. The Consolidated Financial Statements include the Ind AS financial statements of three domestic subsidiaries and its step down subsidiaries, whose Ind AS financial statements reflect total assets of Rs.73,360.98 lakhs as at 31 March 2026; as well as the revenue from operation of Rs.10,368.69 lakhs, total net profit/(loss) after tax of Rs. (19,803.56) lakhs, other comprehensive income of Rs.24.93 lakhs and net cash flow of Rs.663.57 lakhs for the year then ended. The Statement also includes the Group's share of profit/(loss) of Rs. (91.23) lakhs for the year ended 31 March 2026, in respect of an associate. These Ind AS financial statements have been audited by their respective independent auditor whose audit reports have been furnished to us by the Holding Company's management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

   The Consolidated Financial Statements also include the financial statements (standalone/ consolidated) of four foreign subsidiaries, which reflects total assets of Rs. 18,558.15 lakhs as at 31 March 2026; as well as the total revenue of Rs.291.65 lakhs, total net profit/(loss) after tax of Rs. (1,086.74) lakhs, other comprehensive income of Rs. Nil Lakhs and net cash flow of Rs.1123.74 lakhs for the year then ended. These financial statements have been audited by their

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

respective independent auditor whose audit reports have been furnished to us by the Holding Company's management, and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditor and the procedures performed by us as stated in paragraph above.

2. Certain subsidiaries are located outside India and their standalone/Consolidated Financial Statements have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the standalone/Consolidated Financial Statements of these subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of these subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in the other matter paragraph, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

Our opinion on the Consolidated Financial Statements and our report on other legal and regulatory requirements below, is not modified in respect of these above matters with respect to our reliance on the work done and the reports of the other auditors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by section 143 (3) of the Act, based on our audit and on the consideration of report of other auditors on financial statements (standalone /consolidated) of such companies as was audited by them and as mentioned in the 'Other Matters' paragraph, we report, to the extent applicable, 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 of the aforesaid Consolidated Financial Statements *except for the matters described in the basis for qualified opinion paragraph*.

   B. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of other auditors.

   C. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

   D. In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014, *except for the effects, if any, of the matters described in the basis for qualified opinion paragraph*;

   E. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of subsidiary companies and associate company which are incorporated in India, none of the directors of the Group companies and its associate which are companies incorporated in India, is disqualified as on March 31, 2026 from being appointed as a director in terms of section 164(2) of the Act;

   F. With respect to the adequacy of internal financial controls over financial reporting of the Group and its associate which are companies incorporated in India 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 internal financial control over financial reporting.

   G. With respect to the other matters to be included in the auditor's report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Group, which are companies incorporated in India, where applicable, to its directors during the year is in accordance with the provisions of section 197 of the Act.

   H. 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, in our opinion and to the best of our information and according to the explanations given to us:

      i. the Consolidated Financial Statements disclose the impact of pending litigations as at March 31, 2026 on the consolidated financial position of the Group and its associate, *to the extent it is ascertainable* (Refer Note 32 to the Consolidated Financial Statements and 'Basis for Qualified Opinion');

      ii. the Group and its associate have made provision in the Consolidated Financial Statements, as required under the applicable law or Ind AS, for material foreseeable loses, if any, on long term contracts including derivative contracts.

      iii. during the year ended March 31, 2026, there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group including its associate, which are companies incorporated in India.

INDEPENDENT AUDITOR'S REPORT

To the members of 63 moons technologies limited

iv. Reporting on rule 11(e):

(a) The Management has represented that, to the best of its knowledge and belief, as stated in note no. 70 (e), 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 Holding Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding 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, as stated in note no. 70 (e), no funds (which are material either individually or in the aggregate) have been received by the Holding Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company shall, 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 has 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.

v. The dividend for the current and previous years is proposed/declared but cannot be paid due to restrictions imposed pursuant to the directions of the Court is in accordance with section 123 of the Act, as applicable. [Refer Note 47 to the Consolidated Financial Statements]

vi. Reporting under Rule 11(g) of the companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023 however reporting under Rule 11(g) of the Companies (Audit and Auditor) Rules, 2014 on preservation of audit trail as per statutory requirements for record retention is not applicable for the financial year ended March 31, 2026.

Based on our examination which included test checks, and as communicated by the respective auditors of seven subsidiaries and one associates which are companies incorporated in India whose financial statements have been audited under the Act, the Holding company, its subsidiary companies and associates have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

2. With respect to the matters specified in clause (xxi) of paragraph (3) and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/"the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued to us and the statutory auditors of respective companies included in the consolidated financial statements to which reporting under CARO is applicable, as provided to us by the Management of the Holding Company, we report that in respect of those companies where audits have been completed under section 143 of the Act, there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the Consolidated Financial Statements.

For Chaturvedi Sohan & Co
Chartered Accountant
FRN: 118424W

Vivekanand Chaturvedi
Partner
M.No:106403
UDIN: 26106403IIVEIZ7387

Date: 18th May, 2026
Place: Mumbai

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph (f) under the heading, "Report on Other legal and Regulatory Requirements" of our report on even date:

REPORT ON THE INTERNAL FINANCIAL CONTROLS

Under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

OPINION

We have audited the Internal Financial Controls over Financial Reporting of 63 moons technologies limited (hereinafter referred as "the Holding Company") and its subsidiary companies incorporated in India (the Holding Company and its subsidiaries together referred to as "the Group") which includes its share of profit/(loss) in its associate, as of March 31, 2026 in conjunction with our audit of the Consolidated Financial Statements of the Holding Company as of and for the year ended on that date.

In our opinion and to the best of our information and according to the explanations given to us and based on consideration of reports of other auditors referred to in other matters paragraph below, the Group and its associate 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, 2026, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI').

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Company's Management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note. 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 the 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.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Group and its associate, internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable, to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 judgment, including the assessment of the risks of material misstatement of the 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 internal financial controls with reference to consolidated financial statements.

OTHER MATTERS

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to ten subsidiaries and one associate, which are companies incorporated in India, is solely based on corresponding reports of the auditors of such Companies.

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph (f) under the heading, "Report on Other legal and Regulatory Requirements" of our report on even date:

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 consolidated 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 consolidated 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 consolidated 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 with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For Chaturvedi Sohan & Co
Chartered Accountant
FRN: 118424W

Vivekanand Chaturvedi
Partner
M.No:106403
UDIN: 26106403IIVEIZ7387

Date: 18th May, 2026
Place: Mumbai

CONSOLIDATED BALANCE SHEET

as at March 31, 2026

(₹ in lakhs)

PARTICULARS	Note	As at 31.03.2026	As at 31.03.2025
ASSETS			
Non-current assets			
Property, plant and equipment	6	22,576.85	20,783.52
Capital work-in-progress		650.55	-0
Right of use assets	7	285.23	292.44
Investment Property	8	9,608.50	9,818.56
Other Intangible assets	9	3,219.76	4,068.87
Financial Assets			
(i) Investments	10	30,410.51	38,104.21
(ii) Other financial assets	12	78,456.49	43,017.83
Deferred tax assets	30	2,718.53	4,521.22
Other non-current assets	13	8,442.32	7,779.24
TOTAL NON-CURRENT ASSETS		**156,368.74**	**128,385.89**
Current assets			
Financial assets			
(i) Investments	10	27,916.40	15,240.52
(ii) Trade receivables	14	6,624.67	296.58
(iii) Cash and cash equivalents	15	6,661.76	6,500.18
(iv) Bank balances other than (iii) above	16	161,016.36	186,025.11
(v) Loans	11	6,043.99	737.44
(vi) Other financial assets	12	12,126.51	19,718.69
Current tax assets (net)	30	2,236.02	2,576.77
Other current assets	13	9,664.07	8,349.96
TOTAL CURRENT ASSETS		**232,289.78**	**239,445.25**
Assets classified as held for sale		-	**23.03**
TOTAL ASSETS		**388,658.52**	**367,854.17**

CONSOLIDATED BALANCE SHEET (CONTD.)
as at March 31, 2026

(₹ in lakhs)

PARTICULARS	Note	As at 31.03.2026	As at 31.03.2025
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	17	921.57	921.57
Other equity		354,261.85	340,511.97
Equity attributable to equity holders of the Company		**355,183.42**	341,433.54
Non-controlling interests		9,768.82	2,122.41
TOTAL EQUITY		**364,952.24**	343,555.95
LIABILITIES			
NON-CURRENT LIABILITIES			
Borrowings			
Zero Coupon Convertible Debentures	18	256.94	-
Financial Liabilities			
(i) Lease liability for asset on rent		176.85	163.11
(ii) Other financial liabilities	19	572.67	224.24
Provisions	20	1,869.38	1,528.52
Deferred tax liabilities (net)	30	224.63	191.33
Other non-current liabilities	22	6.54	15.50
TOTAL NON-CURRENT LIABILITIES		**3,107.01**	2,122.70
CURRENT LIABILITIES			
Financial liabilities			
(i) Lease liability for asset on rent		108.43	121.69
(ii) Trade payables	21		
Due to micro and small enterprises		192.57	102.02
Due to others		1,321.82	1,091.42
(iii) Other financial liabilities	19	15,182.75	14,608.29
Current tax liabilities	30	-	0.08
Other current liabilities	22	3,255.74	5,832.47
Provisions	20	537.96	374.07
TOTAL CURRENT LIABILITIES		**20,599.27**	22,130.04
Liabilities directly associated with assets classfied as held for sale		**-**	45.48
TOTAL LIABILITIES		**23,706.28**	24,298.22
TOTAL EQUITY AND LIABILITIES		**388,658.52**	367,854.17
See accompanying notes forming part of the consolidated financial statements - 1 to 71			

In terms of our report attached
For Chaturvedi Sohan & Co
Chartered Accountants
(Firm's Registration No.118424W)
by the hand of

Vivekanand Chaturvedi
Partner
Membership No:106403

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board

Chitkala Zutshi
Director
DIN- 07684586

S. Rajendran
Managing Director & CEO
DIN - 02686150

Hariraj Chouhan
Company Secretary

Devendra Agrawal
Whole-time Director & CFO
DIN - 03579332

Place : Mumbai
Date : May 18, 2026

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2026

(₹ in lakhs)

	PARTICULARS	Note	Year Ended 31.03.2026	Year Ended 31.03.2025
A	**CONTINUING OPERATIONS**			
	Revenue from operations	23	21,159.35	4,682.04
	Other income (net)	24	18,288.17	18,927.05
	TOTAL INCOME		**39,447.52**	23,609.09
	Expenses			
	Cost of goods sold		3,853.36	-0
	Employee benefits expenses	25	16,650.35	12,009.70
	Finance costs	26	140.41	66.88
	Depreciation and amortisation expenses	27	3,258.47	2,922.62
	Other expenses	28	28,824.68	16,495.20
	TOTAL EXPENSES		**52,727.27**	31,494.40
	Profit / (Loss) before exceptional item and tax		**(13,279.75)**	(7,885.31)
	Exceptional items	29	9,598.94	2,349.71
	Profit / (Loss) before tax		**(3,680.81)**	(5,535.60)
	Tax expense / (credit)	30		
	Current tax		1,230.46	(337.71)
	Deferred tax		382.72	425.70
	TOTAL TAX EXPENSE		**1,613.18**	87.99
	Profit / (Loss) after tax before share of profit of associate and minority interest from continuing operations		**(5,293.99)**	(5,623.59)
	Share of profit / (loss) of associate		(91.23)	120.75
	Non-Controlling interest		(3,145.79)	(1,410.05)
	Profit / (Loss) for the year from continuing operations		**(2,239.43)**	(4,092.79)
B	**Discontinued operations**	45		
	Profit before tax		(5.56)	1,094.46
	Tax expense		(1.62)	318.71
	Net Profit for the year from discontinued operations		**(3.94)**	775.75
	Net Profit for the year		**(2,243.37)**	(3,317.04)
	Other Comprehensive Income / (loss) for the year			
	In respect of continuing operations			
	Items that will not be reclassified subsequently to profit or loss			
	Remeasurement of the net defined benefit (liability)/asset		(56.46)	7.73
	Income tax relating to above mentioned items		29.27	0.22
			(27.19)	7.95
	In respect of discontinuing operations			
	Items that will not be reclassified subsequently to profit or loss			
	Remeasurement of the net defined benefit (liability)/asset		(1.11)	(4.00)
	Income tax relating to above mentioned items		0.32	1.16
			(0.79)	(2.84)
	Total Other Comprehensive Income (net of tax)		**(27.98)**	5.11
	Attributable to Equity holders of the Company		**(2,271.35)**	(3,311.93)
	Attributable to Non Controlling Interest		**(3,145.79)**	(1,410.05)

CONSOLIDATED STATEMENT OF PROFIT AND LOSS (CONTD.)

for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Note	Year Ended 31.03.2026	Year Ended 31.03.2025
Earnings per share: (Face Value per share ₹ 2/-)			
From continuing operations:			
Basic and Diluted per share (in ₹)		(4.86)	(8.88)
From discontinuing operations:			
Basic and Diluted per share (in ₹)		(0.01)	1.68
From total operations:			
Basic and Diluted per share (in ₹)		(4.87)	(7.20)
See accompanying notes forming part of the consolidated financial statements - 1 to 71			

In terms of our report attached
For Chaturvedi Sohan & Co
Chartered Accountants
(Firm's Registration No.118424W)
by the hand of

Vivekanand Chaturvedi
Partner
Membership No:106403

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board

Chitkala Zutshi
Director
DIN- 07684586

S. Rajendran
Managing Director & CEO
DIN - 02686150

Hariraj Chouhan
Company Secretary

Devendra Agrawal
Whole-time Director & CFO
DIN - 03579332

Place : Mumbai
Date : May 18, 2026

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Equity Share Capital	Reserves and surplus										TOTAL
		Capital reserve	Capital reserve on consolida-tion	Securities premium reserve	General Reserve	Statutory reserve	Settle-ment Guarantee Fund	Securities premium of Subsidary	Share options outstand-ing account of Subsidary	Equity portion of Convert-ible Debenture	Retained earnings	
Balance at 1 April 2024	921.57	147.59	289.30	41,746.61	32,579.86	104.61	201.87	7,060.70	195.87	-	252,880.14	335,206.55
Changes in equity for the year ended March 31, 2025												
On lapse of Share options in Subsidiary	-	-	(0.09)	-	-	-	-	-	-		-	(0.09)
Transfer to Statutory reserve	-	-	-	-	-	6.92	-	-	-		(6.92)	-
Interest of earlier years transfer to Settlement Guarantee Fund	-	-	-	-	-	-	14.76	-	-		-	14.76
Dividend (Refer Note 47)	-	-	-	-	-	-	-	-	-		(921.57)	(921.57)
Remeasurement of the net defined benefit liability/asset	-	-	-	-	-	-	-	-	-		-	-
Changes in equity share capital of subsidiaries	-	-	-	-	-	-	-	-	-		-	-
Loss attributed to Non Controlling Interest	-	-	-	-	-	-	-	-	-		1,515.32	1,515.32
Security Premium received on issue of share	-	-	-	-	-	-	-	8,900.52	-		-	8,900.52
Share options outstanding account in Subsidiary	-	-	-	-	-	-	-	-	30.61		-	30.61
Effect of foreign exchange rate variation during the year	-	-	-	-	-	-	-	-	-		-	-
Total comprehensive income for the year	-	-	-	-	-	-	-	-	-		(3,317.04)	(3,317.04)
Balance at 31 March 2025	**921.57**	**147.59**	**289.21**	**41,746.61**	**32,579.86**	**111.53**	**216.63**	**15,961.22**	**226.48**	**-**	**250,149.93**	**341,429.06**
Balance at 1 April 2025	921.57	147.59	289.21	41,746.61	32,579.86	111.53	216.63	15,961.22	226.48	-	250,149.93	341,429.06
Changes in equity for the period ended March 31, 2026									-			
On lapse of Share options in Subsidiary	-	-	-	-	-	-	-	-	-		-	-
Transfer to Statutory reserve	-	-	-	-	-	7.28	-	-	-		(7.28)	-
Interest of earlier years transfer to Settlement Guarantee Fund	-	-	-	-	-	-	15.63	-	-		-	15.63
Dividend (Refer Note 47)	-	-	-	-	-	-	-	-	-		(552.94)	(552.94)
Addition during year	-	-	-	-	-	-	-	-	-	140.49	-	140.49
Changes in equity share capital of subsidiaries	-	-	-	-	-	-	-	-	-		-	-
Loss attributed to Non Controlling Interest	-	-	-	-	-	-	-	-	-		611.54	611.54
Security Premium received on issue of share	-	-	-	-	-	-	-	13,851.55	-		-	13,851.55
Share options outstanding account in Subsidiary	-	-	-	-	-	-	-	-	-		-	-
Effect of foreign exchange rate variation during the year	-	-	-	-	-	-	-	-	-		-	-
Total comprehensive income for the year	-	-	-	-	-	-	-	-	-		(2,243.37)	(2,243.37)
Balance at 31 March 2026	**921.57**	**147.59**	**289.21**	**41,746.61**	**32,579.86**	**118.81**	**232.26**	**29,812.77**	**226.48**	**140.49**	**247,957.88**	**353,251.96**

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTD.)

for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Other Comprehensive Income			Total Other Equity	Total equity attributable to equity holders of the Company	Non-controlling interests
	Foreign currency translation reserve	Other Comprehensive Income	TOTAL			
Balance at 1 April 2024	(1,129.42)	(262.03)	(1,391.45)	333,815.07	334,736.62	(2,925.78)
Changes in equity for the year ended March 31, 2025						
On lapse of Share options in Subsidiary	-	-	-	(0.09)	(0.09)	0.09
Transfer to Statutory reserve	-	-	-	-	-	-
Interest of earlier years transfer to Settlement Guarantee Fund	-	-	-	14.76	14.76	-
Dividend (Refer Note 47)	-	-	-	(921.57)	(921.57)	-
Remeasurement of the net defined benefit liability/asset	-	-	-	-	-	-
Changes in equity share capital of subsidiaries	-	-	-	-	-	2,615.06
Loss attributed to Non Controlling Interest		-		1,515.32	1,515.32	(1,515.32)
Security Premium received on issue of share	-	-	-	8,900.52	8,900.52	5,358.42
Share options outstanding account in Subsidiary		-	-	30.61	30.61	-
Effect of foreign exchange rate variation during the year	469.28	-	469.28	469.28	469.28	-
Total comprehensive income for the year	-	5.11	5.11	(3,311.93)	(3,311.93)	(1,410.05)
Balance at 31 March 2025	**(660.14)**	**(256.92)**	**(917.06)**	**340,511.97**	**341,433.53**	**2,122.42**
Balance at 1 April 2025	(660.14)	(256.92)	(917.06)	340,511.97	341,433.53	2,122.42
Changes in equity for the period ended March 31, 2026						
On lapse of Share options in Subsidiary	-	-	-	-	-	-
Transfer to Statutory reserve	-	-	-	-	-	-
Interest of earlier years transfer to Settlement Guarantee Fund	-	-	-	15.63	15.63	-
Dividend (Refer Note 47)	-	-	-	(552.94)	(552.94)	-
Addition during year	-	-	-	140.49	140.49	-
Changes in equity share capital of subsidiaries	-	-	-	-	-	3,523.14
Loss attributed to Non Controlling Interest		-		611.54	611.54	(611.54)
Security Premium received on issue of share	-	-	-	13,851.55	13,851.55	(13,851.55)
Share options outstanding account in Subsidiary		-	-	-	-	-
Effect of foreign exchange rate variation during the year	1,954.96	-	1,954.96	1,954.96	1,954.96	-
Total comprehensive income for the year	-	(27.98)	(27.98)	(2,271.35)	(2,271.35)	(3,145.79)
Balance at 31 March 2026	**1,294.82**	**(284.90)**	**1,009.92**	**354,261.85**	**355,183.41**	**9,768.82**

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTD.)

for the year ended March 31, 2026

NATURE AND PURPOSE OF RESERVES:

Capital reserve:

During amalgamation, the excess of net assets taken, over the cost of consideration paid is treated as capital reserve.

Securities premium of Subsidary:

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

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.

Equity portion of Convertible Debenture:

The difference between the proceeds received on issue of zero coupon fully convertible debebtures and the fair value of its liability component is recognised as Equity Component of convertible Debentures.

Statutory Reserve:

Reserves required to be maintained by NBFC subsidiary as per regulations of Reserve Bank of India.

Retained earnings:

Remaining portion of profits earned by the Company till date after appropriations.

Share option outstanding account of Subsidary:

The fair value of the equity-settled share based payment transactions with Group employees is recognised in Statement of Profit and Loss with corresponding credit to Employee Stock Options OutstandingAccount.

In terms of our report attached
For Chaturvedi Sohan & Co
Chartered Accountants
(Firm's Registration No.118424W)
by the hand of

Vivekanand Chaturvedi
Partner
Membership No:106403

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board

Chitkala Zutshi
Director
DIN- 07684586

S. Rajendran
Managing Director & CEO
DIN - 02686150

Hariraj Chouhan
Company Secretary

Devendra Agrawal
Whole-time Director & CFO
DIN - 03579332

Place : Mumbai
Date : May 18, 2026

CONSOLIDATED STATEMENT OF CASH FLOW

for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026		Year Ended 31.03.2025	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit / (Loss) before tax from:				
Continuing operations		(3,680.81)		(5,535.60)
Discontinuing operations		(5.56)		1,094.46
Adjustments for:				
Depreciation and amortisation expense	3,258.92		3,229.59	
Gain on Fair Valuation of Financial Assets	(1,728.28)		(2,410.50)	
Write off of investment in bonds / debentures	-		11,920.55	
Gain on disposal of Investments in Associates	(9,472.23)		-	
Expense on Employee Stock Option Scheme	-		30.61	
Bad trade receivables / advances written off (net of provision held)	6,715.71		280.48	
Provision / liabilities no longer required written back	(414.82)		(1,095.63)	
Net gain on sale of business undertaking	(126.71)		(14,270.26)	
Dividend income	(221.10)		(83.97)	
Finance costs	47.64		56.26	
Interest income	(14,703.15)	(16,644.02)	(14,273.39)	(16,616.26)
Operating profit before working capital changes		**(20,330.39)**		(21,057.40)
Changes in working capital:				
Trade receivable, loans , other financial assets and other assets	(8,001.79)		1,841.96	
Trade payables, other financial liabilities, other liabilities and provisions	(1,009.23)	(9,011.03)	1,276.18	3,118.14
Cash used in operations		**(29,341.42)**		(17,939.26)
Net Income Tax - (paid) / refund received		44.19		3,660.98
NET CASH FLOW FROM OPERATING ACTIVITIES		**(29,297.23)**		(14,278.28)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Capital expenditure on Property, plant and equipment and other Intangible assets including capital advances		(4,277.55)		(1,127.23)
Proceeds from sale of shares in associate (net of expenses)		16,666.59		-
Proceeds from sale of Financial assets - others		37,600.83		1,983.91
Purchase of financial assets others		(48,140.32)		-
Proceeds on sale of business undertaking on slump sale basis (net of expenses)		93.53		12,571.84
Deposit with Competent Authority		(14,555.66)		(9,800.00)
Decrease / (Increase) in fixed deposit with banks		5,507.13		(20,509.63)
Inter corporate deposits placed		(4,850.00)		(650.00)
Interest income		15,700.87		12,672.40
Dividend income		221.10		83.97
NET CASH USED IN INVESTING ACTIVITIES		**3,966.53**		(4,774.74)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from issue of share capital in Subsidiaries		25,254.94		16,870.53
Proceeds of borrowing by subsidiary		375.00		-
Lease Payment		(152.14)		(400.26)
Cash generated from / (used in) financing activities		**25,477.80**		**16,470.27**
Net Increase / (decrease) in cash and cash equivalents (A+B+C)		**147.10**		**(2,582.75)**
Cash and cash equivalents (opening balance)		7,002.23		9,584.98
Cash and cash equivalents (closing balance)		**7,149.33**		**7,002.23**

CONSOLIDATED STATEMENT OF CASH FLOW (CONTD.)
for the year ended March 31, 2026

(₹ in lakhs)

	Current Year	Previous Year
Cash and cash equivalents (Refer Note 15)	6,661.76	6,500.18
Effect on exchange differences on restatement of foreign currency cash and cash equivalents	(80.87)	(65.19)
Effect of sale / liquidation of Subsidiaries	-	-
	6,580.89	6,434.99
Other bank balances (refer note 12)	568.44	567.24
Cash and cash equivalents (closing balance)	**7,149.33**	7,002.23

Notes to cash flow statement:

1. 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.
2. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in IND AS 7.
3. Previous year's figures have been regrouped / reclassified wherever applicable.

In terms of our report attached
For Chaturvedi Sohan & Co
Chartered Accountants
(Firm's Registration No.118424W)
by the hand of

Vivekanand Chaturvedi
Partner
Membership No:106403

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board

Chitkala Zutshi
Director
DIN- 07684586

S. Rajendran
Managing Director & CEO
DIN - 02686150

Hariraj Chouhan
Company Secretary

Devendra Agrawal
Whole-time Director & CFO
DIN - 03579332

Place : Mumbai
Date : May 18, 2026

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forming part of the consolidated financial statements for the year ended March 31, 2026

1 COMPANY OVERVIEW

63 moons technologies limited (the 'Company') is a public limited company incorporated and domiciled in India. The Company's registered office is at Shakti Tower – II, 4th floor, Premises – J, 766, Anna Salai, Chennai – 600002. Tamilnadu, India and corporate office FT Tower, CTS No, 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai-400093, Maharashtra, India.

The 63 moons group is among the global leaders in offering technology IP (Intellectual Property) and domain expertise to create and trade on next-generation financial markets, that are transparent, efficient and liquid, across all asset classes including equities, commodities, currencies and bonds among others. The group is pioneer in end to end Straight Through Processing (STP) solution that support high density transactions. It has developed proprietary technology platform benchmarked against global standard which give it a decisive edge in driving mass disruptive innovation at the speed and cost of execution unmatched in the financial market industry.

2 BASIS OF PREPARATION

2.1 Statement of compliance and Basis of Preparation

The consolidated financial statements of 63 moons technologies limited ('the Parent Company') its subsidiary companies and its associate company (Refer Note 3(I) below for list of entities included in consolidated financial statements) (the Parent Company, its subsidiaries and associate company constitute 'the Group') have been prepared in accordance with the 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 thereto0and the relevant provisions of the 2013 Act.

The financial statements of subsidiaries and associate company used in the consolidation are drawn up to the same reporting dates as that of the Parent Company, viz March 31, 2026

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 the consolidated financial statements were approved by the Board of Directors on May 18, 2026.

2.2 Functional and presentation currency

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

2.3 Use of judgements 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 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 4.16, 13, and 30	Estimation of income taxes, Recognition and utilisation of deferred tax assets and MAT credit entitlement and utilisation.
Note 4.20, 32	Measurement of contingencies key assumptions about the likelihood and magnitude of an outflow of resources.
Note 4.9, 4.10, 4.11 and 39	Assessment of carrying value / fair value of financial instruments.
Note 4.14 and 36	Measurement of defined benefit obligations: key actuarial assumptions.
Note 4.5, 4.6, 4.7, 6,8 and 9	Estimation of useful life of tangible, intangible assets and investment property.

3 PRINCIPLES OF CONSOLIDATION

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS-110) "Consolidated Financial Statements", and Indian Accounting Standards (Ind AS-28) "Investments in Associates and Joint Ventures" as notified under the Companies (Accounts) Rules, 2014 on the following basis:

Group consolidates entities which it owns or controls. The consolidated financial statements comprise the financial statements of the Company, its subsidiaries and its associate company as disclosed below. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect

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forming part of the consolidated financial statements for the year ended March 31, 2026

those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases.

The financial statements of the Group subsidiary companies are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain / loss from such transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group. Non-controlling interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the company, are excluded.

Associates are entities over which the Group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting. The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date. The Group's investment in associates includes goodwill identified on acquisition.

I. The Subsidiary and Associate companies considered in the presentation of the consolidated financial statements are:

Sr. No.	Name of Subsidiaries	Country of incorporation	Proportion of Ownership Interest (31.03.2026)	Proportion of Ownership Interest (31.03.2025)
1	Ticker Limited (formerly known as Ticker Plant Limited) (Ticker)	India	67.49%	67.49%
2	3.0 Verse Limited (subsidiary of Ticker)	India	100.00%	100.00%
3	Three 0 Verse Global IT Services L.L.C. (subsidiary of Ticker)	U.A.E.	100.00%	100.00%
4	Ticker Data Limited (subsidiary of Ticker)	India	100.00%	100.00%
3	Financial Technologies Communications Limited (FTCL)	India	100.00%	100.00%
4	Apian Finance & Investment Limited (Apian)	India	100.00%	100.00%
5	FT Projects Limited. (FTPL)	India	100.00%	100.00%
6	63SATS Cybertech Limited (formerly 63SATS Global Cyber Technologies Networks Limited) (63SATS)	India	65.27%	100.00%
7	FT Knowledge Management Company Limited (FTKMCL)	India	100.00%	100.00%
8	National Spot Exchange Limited (NSEL)	India	99.99%	99.99%
9	Indian Bullion Market Association Limited (IBMA) (subsidiary of NSEL)	India	60.88%	60.88%
10	Farmer Agricultural Integrated Development Alliance Limited (FAIDA) (subsidiary of NSEL)	India	100.00%	100.00%
11	Western Ghats Agro Growers Company Limited (WGAGL) (subsidiary of NSEL)	India	84.00%	84.00%
12	Financial Technologies Singapore Pte Limited (FTSPL)	Singapore	100.00%	100.00%
13	ICX Platform (Pty) Limited (ICX)	South Africa	100.00%	100.00%
14	FT Group Investments Pvt. Limited. (FTGIPL)	Mauritius	100.00%	100.00%
15	Knowledge Assets Pvt. Limited (KAPL)	Mauritius	100.00%	100.00%
16	Quantblock Technovation Pvt. Ltd. (Formerly 9Point Capital Pvt. Ltd. (w.e.f. 09-05-2026) (subsidiary of Ticker)	India	100.00%	-
	Name of Associate Company			
1	NTT Data Payment Services India Limited (formerly known as atom technologies limited (atom)) (Ceased to be associate w.e.f 18-02-2026)	India	-	29.15%

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forming part of the consolidated financial statements for the year ended March 31, 2026

II Disclosures mandated by schedule III of Companies Act 2013, by way of additional information:

(₹ in lakhs)

Name of the entity	Net Assets i.e total assets minus total liabilities		Share in Profit / Loss	
	As % of consolidated net assets	Amount	As % of consolidated Profit / (Loss)	Amount
I. Parent Company				
63 moons technologies limited	85.63%	3,04,134.00	(778.54%)	17,465.62
II. Subsidiaries				
a. Indian Subsidiaries:				
National Spot Exchange Limited. (NSEL) (on consolidated basis)	0.49%	1,724.00	458.53%	(10,286.53)
Apian Finance and Investments Limited. (APIAN)	0.28%	978.29	(1.62%)	36.39
Ticker Limited.0(TickerPlant) (on consolidated basis)	2.42%	8,588.31	402.81%	(9,036.45)
Financial Technologies Communications Limited. (FTCL)	0.15%	643.20	(1.45%)	32.61
63SATS Cybertech Limited (formerly 63SATS Global Cyber Technologies Networks Limited)	8.38%	29,750.29	22.42%	(503.02)
FT Knowledge Management Company Limited. (FTKMCL)	0.02%	66.33	(0.11%)	2.16
FT Projects Limited. (FTPL)	-	4.03	0.04%	(0.99)
b. Foreign Subsidiaries:				
FT Group Investments Pvt. Ltd. (FTGIPL)	(1.15%)	(4,098.38)	1.75%	(39.16)
Financial Technologies Singapore Pte Ltd. (FTSPL)	5.19%	18,421.87	46.85%	(1,050.92)
Knowledge Assets Pvt. Ltd. (KAPL)	(0.06%)	(222.42)	0.57%	(12.80)
ICX Platform (Pty) Ltd. (ICX)	(0.09%)	(334.83)	(0.72%)	16.14
c. Inter -Company Elimination & Consolidation Adjustments	(1.26%)	(4,471.28)	85.63%	(1,920.98)
GRAND TOTAL	100.00%	**3,55,183.42**		**(5,297.93)**
Minority Interest in Subsidiaries losses		9,768.82	(140.23%)	3,145.79
Share of profit in Associates			4.07%	(91.23)
TOTAL		**3,64,952.24**	100.00%	**(2,243.37)**

4 MATERIAL ACCOUNTING POLICIES

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

4.1 Revenue

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. The Group recognises the revenue as per five step model as specified in Ind AS 115. 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 Group as part of the contract. Revenue also excludes taxes collected from customers.

The revenue from the sale of software products (including IPR based licenses) is recognised on delivery/granting of right to use. In case software are bundled with support, charges for support are recognized as revenues ratably over the contractual period. The support services are provided on cost plus basis. 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 with allocation of revenue based on percentage of completion of efforts basis. In the case of time and material contracts, revenue is recognised on the basis of hours completed and material used. In instances when revenue is derived from sales of third-party vendor services, material or licenses, revenue is recorded on a gross basis when the Company is a principal to the transaction and net of costs when the Company is acting as an agent between the customer and the vendor, once control of a promised good is transferred to a customer. Certain upfront non-recurring incremental contract acquisition costs are deferred and classified as Deferred contract cost and amortized to revenue, usually on a straight-line basis, over the term of the contract. 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

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forming part of the consolidated financial statements for the year ended March 31, 2026

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.

The billing schedules agreed with customers include periodic performance-based billing and/ or milestone based progress billings. Revenues in excess of invoicing are classified as contract assets (which are referred to as unbilled revenue).0Contract 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).

Service charges include income from various services viz data fee and message services, revenue sharing income, coaching and training fees, internet telecommunication charges, which are recognised as and when services are rendered.

4.2 Interest income

Interest income from debt instruments 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. Interest income in respect of income tax is accounted on receipt basis.

4.3 Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established.

4.4 Investment property rental income

Rental income from investment property is recognised as revenue on a straight-line basis over the term of the lease and presented as other income.

4.5 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 an 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 Group and cost of the item can be measured reliably. Repairs & maintenance costs are recognised in Statement of Profit and Loss as and when incurred.

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.

Freehold Land is not depreciated. For others, 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
Building	58 years
Leasehold improvements	Over lease period (2 to 5 years)

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

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forming part of the consolidated financial statements for the year ended March 31, 2026

4.6 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.0Amortization methods and useful lives are reviewed annually and the effects of any changes in estimates are accounted for on a prospective basis.

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

– Patents, copyright and other rights - 8 years

– Computer software - 4 to 6 years

Development expenditure, on an individual project, is recognized as an intangible asset when the Company can demonstrate:

– The technical feasibility of completing the intangible asset so that it will be available for use or sale.

– Its intention to complete and its ability and intention to use or sell the asset.

– How the asset will generate future economic benefits.

– The availability of resources to complete the asset.

– The ability to measure reliably the expenditure during development.

Subsequently, following initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized over the period of expected future benefit. Amortization expense is recognized in the statement of profit and loss. During the period of development, the asset is tested for impairment annually.

4.7 Investment property

Investment properties are initially recognised at cost including transaction costs. Subsequently investment properties comprising buildings are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Depreciation is calculated using the straight-line method over their estimated useful lives. Fair value is calculated using discounted cash flow method and other relevant factors, if any. Useful life of the investment property is considered as 58 years.

4.8 Cash and cash equivalents

The Group 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.

4.9 Financial instruments

Financial assets and financial liabilities are recognised when the Group 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.

Classification	Initial recognition	Subsequent recognition
Non-derivative financial instruments		
a) Financial assets **at amortised cost:** 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 at fair value through other comprehensive income: 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 **at fair value through statement of profit and loss:** 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 (Those do not contain significant financing component.) (ii) Loans	At transaction price. At fair value.	Subsequently held at amortised cost, using the effective interest rate method, net of any expected credit loss.

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Classification	Initial recognition	Subsequent recognition
e) Other Equity investments	At fair value.	Any changes through Statement of Profit and Loss.
f) Financial liabilities	At fair value including directly attributable transaction costs	**At amortised cost:** using effective interest method except certain items.
g) Borrowings	In respect of compound financial instruments, Zero Coupon Unsecured, Optionally Fully Convertible Debenture, the liability component is measured at the present value of the future cash flows (redemption amount), discounted using a market rate of interest for a similar debt instrument without a conversion option. The equity component is measured as the residual amount, i.e., the difference between the proceeds received and the fair value of the liability component.	• The liability component is subsequently measured at amortised cost using the effective interest rate (EIR) method. • The equity component is not remeasured after initial recognition.
Share capital		
	Ordinary shares classified as equity.	

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

Derecognition of financial instruments:

A financial asset is derecognised by the Group only when:

- Contractual right to receive cash flows from the assets expires; or
- the Group has transferred the rights to receive cash flows from the financial asset; or
- if the Group has not retained control of the financial asset; or
- the Group 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.

4.10 Measurement of Fair Value

The Group'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 Group regularly reviews significant unobservable inputs and valuation adjustments. In determining the fair value of its financial instruments, the Group 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.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liabilities and the level of fair value hierarchy.

4.11 Write – Off

The Group is directly reducing the gross carrying amount of a financial asset when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. A write-off constitutes a derecognition event.

4.12 Impairment

i. Financial assets:

For the financial assets which are not fair valued through profit or loss, the Group tests loss allowances using the expected credit loss (ECL) model and recognises, if any.

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.

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ii. Non-financial assets:

The carrying amounts of the Group'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 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

4.13 Foreign Currency transactions

Transactions in foreign currencies are translated into the functional currency of the Group 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. Non-monetary assets and liabilities that are measured at fair value in a foreign currency is translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction and are not retranslated. Foreign currency differences are generally recognised in profit or loss.

Foreign operations

The translation of the financial statements of non-integral foreign operations (including branches) is accounted for as under:

i. All revenues and expenses are translated at average rate.

ii. All monetary and non-monetary assets and liabilities are translated at the rate prevailing on the balance sheet date.

iii. Resulting exchange difference is accumulated in Foreign Currency Translation Reserve Account until the disposal of the net investment in the said non integral foreign operation.

iv. Foreign subsidiaries (non-integral foreign operations) financial statements are prepared in the currency of country in which they are domiciled except when another currency is considered appropriate based on revenue and cost stream.

4.14 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 Group 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 balance sheet 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 balance sheet 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 Group 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.

Defined contribution plans

The Group pays provident fund contributions to publicly administered provident funds as per local regulations. The Group 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 Group 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

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was in-substance, multiple awards with a corresponding increase to share options outstanding account. For employees, in respect of Employee Stock Option Scheme, remuneration is considered at the time of exercise of option at a perquisite value as defined under Income Tax Act, 1961.

4.15 Borrowing costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. All other borrowing costs are charged to expense.

4.16 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. 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 Group 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. The Group 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 Group 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. 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.

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 Group 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

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 Group 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. 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. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

4.17 Inventories

Inventories are valued at lower of cost on First in First out (FIFO) basis or net realizable value. Cost comprises of cost of purchase and other costs incurred in bringing the inventories to their respective present location and condition. In case of defective and obsolete items, due allowance is estimated and provided for wherever necessary

4.18 Operating Cycle

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

4.19 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.

4.20 Contingent liabilities and contingent assets, if any, are disclosed in the notes to accounts. (Refer note 32)

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.

4.21 Leases

The Group, at the inception of a contract, assesses whether the contract is a lease or not lease.

Group as a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight -line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right -of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date discounted using the incremental borrowing rate. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract.

The Group has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value and are recognized as an expense on a straight-line basis over the lease term.

Group as a lessor

At the inception of the lease the Group classifies each of its leases as either an operating lease or a finance lease. The Group recognises lease payments received under operating leases as income on a straight- line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Group is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

4.22 Discontinued operations and assets classified as held for sale

A discontinued operation is a component of the entity that has been disposed off or is classified as held for sale and represents a separate major line of business or geographical area of operations; and is part of a single co-ordinated plan to dispose of such a line of business or area of operations. The results of discontinued operations are presented separately as a single amount as standalone statement of profit and loss after tax from discontinued operations in the standalone statement of profit and loss.

Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell. An impairment loss is recognized for any initial or subsequent write-down of the asset to fair less costs to sell A gain is recognised for subsequent increase in value less costs to sale of an asset, but not in excess of any cumulative impairment loss previously recognized. Interest and other expenses attributable to the liabilities of a disposal the Group classified as held for sale continue to be recognized. Assets classified as held for sale are presented separately from the other assets in the Balance Sheet The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the Balance Sheet

4.23 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.

5 Recent Indian Accounting standards (Ind AS)

Ministry of Corporate Affairs (MCA) has not notified any amendments to Ind AS which are effective 1st April 2026.

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6 PROPERTY, PLANT AND EQUIPMENT*

(₹ in lakhs)

Particulars	Freehold Land	Buildings	Plant & Equipment	Improvement to Leasehold Premises	Computer Hardware	Equip- ments**	Furniture and Fixtures	Vehicles	Total
Year ended March 31, 2026									
Gross carrying value as at April 01, 2025	4,836.60	18,081.82	7.07	95.77	8,894.00	7,272.16	4,943.13	1,405.28	45,535.83
Additions	1,140.00	799.00	-	-	375.28	468.66	39.54	41.63	2,864.11
Disposals	-	-	-	-	(1.28)	-	(4.86)	-	(6.14)
Exchange differences	-	-	-	-	0.79	1.20	1.83	-	3.82
Gross carrying value as at March 31, 2026	**5,976.60**	**18,880.82**	**7.07**	**95.77**	**9,268.79**	**7,742.02**	**4,979.64**	**1,446.91**	**48,397.62**
Accumulated depreciation and impairment as at April 01, 2025	-	4,118.86	7.09	95.77	7,829.28	6,713.45	4,878.94	1,108.92	24,752.31
Depreciation charge during the year	-	311.78	-	-	389.88	230.74	20.62	115.44	1,068.46
Disposals	-	-	-	-	(0.33)	-	(1.50)	-	(1.83)
Exchange differences	-	-	-	-	0.39	0.72	0.72	-	1.83
Accumulated depreciation and impairment as at March 31, 2026	**-**	**4,430.64**	**7.09**	**95.77**	**8,219.22**	**6,944.91**	**4,898.78**	**1,224.36**	**25,820.77**
Net carrying amount as at March 31, 2026	**5,976.60**	**14,450.18**	**(0.02)**	**-**	**1,049.57**	**797.11**	**80.86**	**222.55**	**22,576.85**
Year ended March 31, 2025									
Gross carrying value as at April 01, 2024	4,836.60	18,081.82	7.07	95.77	8,346.54	6,876.39	4,919.59	1,386.80	44,550.58
Additions	-	-	-	-	547.46	395.64	23.54	18.48	985.12
Exchange differences	-	-	-	-	-	0.13	-	-	0.13
Disposals	-	-	-	-	-	-	-	-	-
Gross carrying value as at March 31, 2025	**4,836.60**	**18,081.82**	**7.07**	**95.77**	**8,894.00**	**7,272.16**	**4,943.13**	**1,405.28**	**45,535.83**
Accumulated depreciation and impairment as at April 01, 2024	-	3,818.65	6.08	95.77	7,474.13	6,543.84	4,861.01	995.07	23,794.55
Depreciation charge during the year	-	300.21	1.01	-	355.15	169.49	17.93	113.85	957.64
Disposals	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	-	-	0.12	-	-	0.12
Accumulated depreciation and impairment as at March 31, 2025	-	4,118.86	7.09	95.77	7,829.28	6,713.45	4,878.94	1,108.92	24,752.31
Net carrying amount as at March 31, 2025	4,836.60	13,962.96	(0.02)	-	1,064.72	558.71	64.19	296.36	20,783.52

* Refer Note 49 and 53

** Equipments includes "office equipments, networking equipments and electrical installations".

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7 RIGHT OF USE ASSETS

(₹ in lakhs)

PARTICULARS	Buildings	Computer Hardware	Total
Year ended March 31, 2026			
Gross carrying Value as atApril 01, 2025	430.58	-	430.58
Additions	153.80	-	153.80
Exchange differences	8.86		8.86
Deletions on dehiring premises	(67.67)	-	(67.67)
Gross carrying Value as at March 31, 2026	**525.57**	**-**	**525.57**
Accumulated depreciation and impairment			
as at April 01, 2025	138.14	-	138.14
Charged during the year	134.62	-	134.62
Exchange differences	4.36		4.36
Deletions on dehiring premises	(36.78)	-	(36.78)
Upto March 31, 2026	**240.34**	**-**	**240.34**
Net carrying amount as at March 31, 2026	**285.23**	**-**	**285.23**
Year ended March 31, 2025			
Gross carrying Value as at April 01, 2024	161.84	634.60	796.44
Additions	302.02	165.83	467.85
Deletions on dehiring premises	(33.28)	(800.43)	(833.71)
Gross carrying Value as at March 31, 2025	**430.58**	**-**	**430.58**
Accumulated depreciation and impairment			
as at April 01, 2024	49.80	262.21	312.01
Charged during the year	92.62	211.06	303.68
Deletions on dehiring premises	(4.28)	(473.27)	(477.55)
Upto March 31, 2025	**138.14**	**-**	**138.14**
Net carrying amount as at March 31, 2025	**292.44**	**-**	**292.44**

NOTES:

A As a Lessee:

The Group incurred ₹ 66.10 lakhs (Previous Year ₹ 213.67 lakhs) for the year ended 31st March, 2026 towards expenses relating to short-term leases and leases of low-value assets. The total cash outflow for leases is ₹164.09 lakhs (Previous Year ₹ 380.04 lakhs) for the year ended 31st March, 2026, including cash outflow of short-term leases and leases of low-value assets. Interest on lease liabilities is ₹ 25.21 lakhs (Previous Year ₹ 56.26 lakhs) for the year.

B The Company as a Lessor:

The Group has entered into various cancellable and non-cancellable operating lease agreements as a lessor for various premises ranging from 2 months to 60 months and may be renewed for further period based on mutual agreement of the parties. The lease rentals recognised as income in the statement of profit and loss during the year are included in Note 24 under the head 'Rental income from properties sublease'.

Disclosure for non-cancellable operating lease is as follows:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Lease Income		
Lease rentals	1,170.69	1,267.67
Future minimum lease receivable		
Not later than one year	1,049.10	354.12
Later than one year and not later than 5 Year	1,839.86	1,103.88
Later than five years	-	-

C The Commitment related to lease payments are shown in Note 32.

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8 INVESTMENT PROPERTIES*

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Gross carrying amount		
Opening gross carrying amount / Deemed cost	12,752.22	12,752.22
Additions	-	-
Closing gross carrying amount	12,752.22	12,752.22
Accumulated depreciation		
Opening accumulated depreciation	2,933.66	2,723.60
Depreciation charge	210.06	210.06
Closing accumulated depreciation	3,143.72	2,933.66
Net carrying amount	**9,608.50**	9,818.56

* Refer Note 49 (d)

i. Amounts recognised in profit or loss for investment properties

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
Rental income	704.89	930.39
Direct operating expenses from property that generated rental income	(86.35)	(90.59)
Direct operating expenses from property that did not generate rental income		-
Profit from investment properties before depreciation	**618.54**	839.70
Depreciation	210.06	210.06
Profit from investment properties	**408.48**	629.64

ii. Contractual obligations

There are no contractual obligations towards investment property

iii. Leasing arrangements

Certain investment properties are leased to tenants under long-term operating leases with rentals payable monthly. Minimum lease payments receivable under non-cancellable operating leases of investment properties are as follows:

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Within one year	1,049.10	354.12
Later than one year but not later than 5 years	1,839.86	1,103.88
Later than 5 years	-	-

iv. Fair value

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Investment properties	12,127.19	10,393.31

9 OTHER INTANGIBLE ASSETS

(₹ in lakhs)

PARTICULARS	Trade Mark	Computer Software	Total
Year ended March 31, 2026			
Gross carrying value as at April 01, 2025	65.83	11,251.61	11,317.44
Additions	1.09	700.78	701.87
Exchange differences	-	907.03	907.03
Disposals	-	(141.25)	(141.25)
Gross carrying value as at March 31, 2026	**66.92**	**12,718.17**	**12,785.09**

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(₹ in lakhs)

PARTICULARS	Trade Mark	Computer Software	Total
Accumulated amortisations and impairment as at April 01, 2025	42.87	7,205.69	7,248.57
Amortisation charge during the year	5.76	1,840.01	1,845.77
Exchange differences	-	610.83	610.83
Disposals	-	(139.84)	(139.84)
Accumulated amortisations and impairment as at March 31, 2026	**48.62**	**9,516.69**	**9,565.33**
Net carrying amount as at March 31, 2026	**18.30**	**3,201.48**	**3,219.76**
Year ended March 31, 2025			
Gross carrying value as at April 01, 2024	64.66	10,977.34	11,042.00
Additions	1.17	51.71	52.88
Exchange differences	-	222.56	222.56
Disposals	-	-	-
Gross carrying value as at March 31, 2025	65.83	11,251.61	11,317.44
Accumulated amortisations and impairment as at April 01, 2024	36.51	5,344.27	5,380.78
Amortisation charge during the year	6.37	1,751.90	1,758.27
Exchange differences	-	109.52	109.52
Disposals	-	-	-
Accumulated amortisations and impairmentMarch 31, 2025	42.87	7,205.69	7,248.57
Net carrying amount as at March 31, 2025	22.96	4,045.92	4,068.87

10 INVESTMENTS*

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non Current		
In Equity Instruments (Quoted)	1,839.22	1,604.95
In Equity Instruments (Unquoted)	0.01	0.01
In Government And Trust Securities (Unquoted)	-	-
In Bonds (Quoted)	25,484.88	26,013.66
In mutual funds (Unquoted)	-	-
In trust securities	3,086.40	3,200.00
In Equity Instruments In Associate (Unquoted)		
Carrying Amount Investment In Associate	5,184.72	7,164.84
Less: Sale of shares in Associate	(5,093.49)	-
Share Of Profit / (Loss) In Associate	(91.23)	120.75
	-	7,285.59
TOTAL	**30,410.51**	38,104.21
Current		
In mutual funds (Unquoted)	26,616.98	14,220.54
In Bonds (Quoted)	528.78	264.39
In Equity instruments (Unquoted)	770.64	755.59
TOTAL	**27,916.40**	15,240.52
TOTAL INVESTMENTS	**58,326.91**	53,344.73

*Refer Note 41, 43, 44, 46, 47, 49, and 54.

Aggregate market value of quoted investments	27,852.88	27,883.00
Aggregate amount of unquoted investments	27,387.63	14,976.14
Investment carried at cost	-	-
Investment carried at amortised cost	25,484.88	26,013.66
Investment carried at fair value through other comprehensive income	528.78	264.39
Investment carried at fair value through profit & loss	29,226.85	16,581.09

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11 LOANS

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non - Current		
Unsecured, Considered Good		
Loans To Employees	-	-
TOTAL	**-**	-
Current		
Unsecured, Considered Good		
Loans to employees.	43.93	87.38
Intercorporate loans	5,500.00	-
Loans Related To Nbfc Activities	500.06	650.06
TOTAL	**6,043.99**	737.44
TOTAL LOAN	**6,043.99**	737.44

12 OTHER FINANCIAL ASSETS*

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non-Current		
Interest Accrued On Bank Fixed Deposits (Refer Note 65, 66)	123.07	156.84
Other Bank Balances		
In Deposits Accounts	41,663.97	20,736.66
In Current Accounts	568.44	567.24
Deposit With Hon'Ble Bombay High Court	11,614.94	11,614.94
Deposit with Competent Authority (Refer Note 65, 66)	24,355.66	9,800.00
Security Deposits	129.95	141.69
Other Receivables	0.46	0.46
TOTAL	**78,456.49**	43,017.83
Current		
Other Receivables	7,003.34	13,656.41
Interest Accrued On Bank Fixed Deposits	3,594.66	4,580.03
Interest Accrued On Investments	32.26	10.84
Unbilled Revenue	168.45	111.23
Rent Receivables	14.62	76.93
Receivable On Sale / Redemption Of Investments	1,043.26	1,043.26
Security Deposits	269.92	48.40
Contractually Reimbursable Expenses		
Considered Good	-	191.59
Considered Doubtful	-	-
Less: Allowance Doubtful For Loans And Advances	-	-
	-	191.59
	12,126.51	19,718.69
TOTAL OTHER FINANCIAL ASSETS	**90,583.00**	62,736.52

*Refer Note 49, 53 and 64 to 66

13 OTHER ASSETS

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non-Current Assets		
Capital Advances	5.54	19.47
Prepaid Expenses	3,256.58	3,244.32
Deferred Contract Cost	127.02	-

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(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Advance Income Tax (Net Of Provision)	4,436.01	3,885.51
Balances With Government Authorities	22.44	22.84
Advance For Lease	594.73	607.10
TOTAL OTHER NON CURRENT ASSETS - CONTINUING OPERATIONS	**8,442.32**	7,779.24
Current Assets		
Prepaid Expenses	1,183.29	1,157.85
Balances With Government Authorities	2,850.80	1,408.51
Advance Income Tax (Net Of Provision)	314.72	314.72
Capital Advances	3,046.63	3,000.00
Advance For Lease	12.37	12.37
Deferred Contract Cost	124.69	-
Advance For Supply Of Goods And Services.		
Considered Good	2,131.57	2,457.81
Considered Doubtful	99.00	67.50
Less: Provision For Doubtful Advances	(99.00)	(67.50)
	2,131.57	2,457.81
Total Other Current Assets	9,664.07	8,351.26
Less: Transferred to asset classified as held for sale	-	(1.30)
Total Other Current Assets - Continuing Operations	9,664.07	8,349.96
TOTAL OTHER ASSETS	**18,106.39**	16,130.50

14 TRADE RECEIVABLES

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Current		
Unsecured		
Trade Receivable Considered Good	6,624.67	318.32
Trade Receivables - Credit Impaired	79.36	47.60
Less: Allowance For Expected Credit Loss	(79.36)	(47.60)
	6,624.67	318.32
Total Trade Receivables	6,624.67	318.32
Less: Transferred to asset classified as held for sale	-	(21.74)
TRADE RECEIVABLES IN RESPECT OF CONTINUING OPERATIONS	**6,624.67**	296.58

Trade receivables ageing schedule for the year ended as on March 31, 2026 and March 31, 2025:

PARTICULARS	Not Due Less than 6 Months	6 months to 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	6,567.82	56.85	-	-	-	6,624.67
	(235.37)	(6.13)	(63.08)	(11.44)	-	(316.02)
Undisputed Trade receivables – credit impaired	5.04	1.52	20.20	19.97	32.63	79.36
	(3.11)	(3.42)	(13.11)	(11.34)	(18.92)	(49.90)
Disputed Trade receivables – considered good	-	-	-	-	-	-
	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-
	-	-	-	-	-	-
	6,572.86	58.37	20.20	19.97	32.63	6,704.03
	(238.48)	(9.55)	(76.19)	(22.78)	(18.92)	(365.92)
Less: Allowance for credit loss	5.04	1.52	20.20	19.97	32.63	79.36
	(3.11)	(1.12)	(13.11)	(11.34)	(18.92)	(47.60)
Total Trade Receivables	**6,567.82**	**56.85**	**-**	**-**	**-**	**6,624.67**
	(235.37)	**(8.43)**	**(63.08)**	**(11.44)**	**-**	**(318.32)**

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15 CASH AND CASH EQUIVALENTS

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Cash on hand	16.54	12.83
Bank Balances:		
In Current Accounts (Refer Note 49 and 64)	2,792.91	4,648.43
In Deposit Accounts	3,852.31	1,838.92
TOTAL CASH & CASH EQUIVALENTS	**6,661.76**	6,500.18

16 BANK BALANCES OTHER THAN (III) ABOVE

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Other Bank Balances*		
In Deposit Accounts With Original Maturity Of More Than 3 Months But Less Than 12 Months	115,911.75	91,403.87
In Deposit Accounts With Original Maturity Of More Than 12 Months	45,104.61	94,621.24
TOTAL BANK BALANCES OTHER THAN (III) ABOVE	**161,016.36**	**186,025.11**

*Refer Note 49 and 64

17 EQUITY SHARE CAPITAL

PARTICULARS	As at 31.03.2026		As at 31.03.2025	
	Number of shares	(₹ in lakhs)	Number of shares	(₹ in lakhs)
Authorised:				
Equity shares of ₹ 2/- each	150,000,000	3,000.00	150,000,000	3,000.00
Issued, subscribed and fully paid up:				
Equity shares of ₹ 2/- each	46,078,537	921.57	46,078,537	921.57

a. Reconciliation of Number of shares

PARTICULARS	As at 31.03.2026		As at 31.03.2025	
	Number of shares	(₹ in lakhs)	Number of shares	(₹ in lakhs)
Equity Shares				
Opening Balances	46,078,537	921.57	46,078,537	921.57
Changes during the period	-	-	-	-
Closing Balance	46,078,537	921.57	46,078,537	921.57

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

The Parent company has only one class of shares referred to as equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. The Parent 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 and appropriate judicial orders. In the event of liquidation of the Parent company, the holders of equity shares will be entitled to receive remaining assets of the Parent 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 31.03.2026		As at 31.03.2025	
	Number of Equity Shares held	% Holding	Number of Equity Shares held	% Holding
La-fin Financial Services Private Limited	12,329,968	26.76	12,329,968	26.76
Jignesh P. Shah	6,536,728	14.19	6,536,728	14.19
Ravi Kanaiyalal Sheth	3,314,792	7.19	3,314,792	7.19

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

PARTICULARS	Number of Equity Shares held	% of total shares	% of Change during the year
La-Fin Financial Services Pvt Ltd	12,329,968	26.76	-
Jignesh P Shah *	6,536,728	14.19	-
Dewang Sunderraj Neralla	60,374	0.13	-
Rupal J Shah *	1,983,175	4.30	-
Mandar Neralla	1,364	0.00	-
Prakash B Shah	37,351	0.08	-
Manjay Prakash Shah	76,918	0.17	-
TOTAL	**21,025,878**	**45.63**	

* includes shares held under multiple folios

18 BORROWINGS

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non-Current		
1500 (Previous Year Nil) Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 1,00,000/- each – Tranche VI (₹ 25,000/- paid up)	256.94	-
TOTAL NON-CURRENT BORROWINGS	**256.94**	-

1,500 (Previous Year Nil) partly paid Zero Coupon Unsecured Fully Convertible Debentures (ZOFCD) of Rs. 1,00,000/- each (Rs. 25,000/- paid up) are issued at par by a subsidiary. The ZOFCDs do not carry interest. The debenture holder shall have option to convert at any time after three months of issue. The instrument is convertible into 1,00,000 equity shares of face value of Rs. 1/- per share at par for every 1 ZOFCD held. Equity shares arising out of conversion of ZOFCDs will rank pari passu in all respect with the then outstanding equity shares of the Company on the date of allotment, except for dividend, which if declared, shall be paid on pro-rata basis from the date of allotment of such equity shares If not converted as above, anytime within the 5th year from allotment, ZOFCDs shall be converted into 1,00,000 equity shares of Rs 1/-each. If not opted to be converted at all, then the amount paid-up on ZOFCDs would be redeemed at par. ZOFCDs being compound instruments, the liability component is measured at the present value of the future cash flows (redemption amount), discounted using a market rate of interest for a similar debt instrument without a conversion option. The equity component is measured as the residual amount, i.e., the difference between the proceeds received and the fair value of the liability component.

19 OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non-Current		
Security Deposit	572.67	224.24
TOTAL NON-CURRENT OTHER LIABILITIES - CONTINUING OPERATIONS	**572.67**	224.24
Current		
Unpaid dividend (Refer Note 47)	9,307.86	8,754.92
Security deposits	-	297.71
Payable to employees and other contractual obligations	1,240.01	2,796.51
Advances from Members / Customer	1,643.48	179.37
Payables on purchase of fixed assets	65.19	101.05
Members Liabilities	2,814.53	2,276.10
Provision For CSR Related Expense	111.68	207.06
Total Current Other Financial liabilities	15,182.75	14,612.72
Less: Liabilities directly associated with assets classified as held for sale	-	(4.43)
TOTAL OTHER FINANCIAL LIABILITIES - CONTINUING OPERATIONS	**15,182.75**	14,608.29
TOTAL OTHER FINANCIAL LIABILITIES - CONTINUING OPERATIONS	**15,755.42**	**14,832.53**

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20 PROVISIONS

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non-Current		
Provision for employee benefits		
Compensated absences	755.43	843.33
Gratuity	1,113.95	685.19
TOTAL	**1,869.38**	1,528.52
Current		
Provision for employee benefits		
Compensated absences	207.46	104.29
Gratuity	329.25	269.76
Others	1.25	0.02
TOTAL	**537.96**	374.07
TOTAL PROVISION	**2,407.34**	1,902.59

21 TRADE PAYABLE

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Current		
Dues of micro and small enterprises	192.57	102.02
Dues to others	1,321.82	1,091.42
TOTAL TRADE PAYABLE	**1,514.39**	1,193.44

Trade Payable ageing schedule for the year ended as on March 31, 2026 and March 31, 2025:

PARTICULARS	Not Due Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade payables – Others	1,201.30	117.25	0.62	2.65	1,321.81
	(-1,091.42)	-	-	-	(-1,091.42)
Undisputed Trade payables – MSME	192.57	-	-	-	192.57
	(-102.02)	-	-	-	(-102.02)
Disputed Trade payables – Others	-	-	-	-	-
	-	-	-	-	-
Disputed Trade payables – MSME	-	-	-	-	-
	-	-	-	-	-
	1,393.87	117.25	0.62	2.65	1,514.39
	(-1,193.44)	-	-	-	(-1,193.44)
Less: Allowance for credit loss	-	-	-	-	-
	-	-	-	-	-
TOTAL TRADE PAYABLES	1,393.87	117.25	0.62	2.65	1,514.38
	(-1,193.44)	-	-	-	(-1,193.44)

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

(a) An amount of ₹ 192.57 lakhs (Previous Year ₹ 102.02 lakhs) and ₹ Nil lakhs (Previous Year ₹ Nil) was due and outstanding to suppliers as at the end of the accounting year on account of Principal and Interest respectively.

(b) No interest paid during the year.

(c) No interest is due and payable at the end of the year.

(d) No amount of interest accrued and unpaid at the end of the accounting year.

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.

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22 OTHER LIABILITIES

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Non-Current		
Other Payables:		
Income received in advance (Unearned revenue)	6.54	15.50
TOTAL	**6.54**	15.50
Current		
Other Payables:		
Income received in advance (Unearned revenue)	992.31	3,746.46
Statutory remittances	2,263.43	2,116.19
Other Advances	-	10.87
TOTAL	3,255.74	5,873.52
Less: Liabilities directly associated with assets classfied as held for sale	-	(41.05)
TOTAL CURRENT OTHER LIABILITIES - CONTINUING OPERATIONS	**3,255.74**	5,832.47
TOTAL OTHER LIABILITIES	**3,262.28**	5,847.97

23 REVENUE FROM OPERATIONS

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Income from software products (IPR based license)	6,281.04	8,272.78
Income from software services (Project based)	10,314.77	5,205.10
IT Infrastructure income	537.29	269.49
Sale of traded goods	3,978.27	-
Other operating revenues		
Business support services	68.95	10.62
Income relating to NBFC activities	27.42	7.61
	21,207.74	13,765.60
Less: Related to discontinuing operations	(48.39)	(9,083.56)
TOTAL REVENUE FROM CONTINUING OPERATIONS	**21,159.35**	4,682.04

Revenue disaggregation by geography is as follows:

(₹ in lakhs)

GEOGRAPHY	Year Ended 31.03.2026	Year Ended 31.03.2025
India	20,136.06	13,404.95
Others	1,071.66	360.66
	21,207.72	13,765.60

Changes in contract assets are as follows:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Balance at the beginning of the year	111.23	109.24
Revenue recognised during the year	331.13	726.79
Invoices raised during the year	(273.91)	(724.80)
Balance at the end of the year	**168.45**	111.23

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forming part of the consolidated financial statements for the year ended March 31, 2026

Changes in unearned and deferred revenue are as follows:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Balance at the beginning of the year	3,761.96	3,137.47
Revenue recognised that was included in the unearned and deferred revenue at the beginning of the year	(5,030.12)	(1,495.93)
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	2,267.02	2,120.42
Balance at the end of the year	**998.85**	3,761.96

24 OTHER INCOME

(₹ in lakhs)

PARTICULARS		Year Ended 31.03.2026	Year Ended 31.03.2025
Interest received on financial assets- Carried at amortised cost			
On Bank deposits*		13,004.96	12,847.69
On Investments*		289.84	307.27
On Income- tax refund		940.22	853.91
On Loans to employees*		5.47	3.17
On Inter Corporate Deposits		346.93	-
On Others		115.73	261.35
		14,703.15	14,273.39
* Interest under effective interest method			
Dividend received on financial assets carried at fair value through profit or loss		221.10	83.97
Gain on fair valuation of financial assets at fair value through profit or loss (net)		1,728.28	2,410.50
Loss allowances / liabilities no longer required written back	414.82		-
Less: Other Receivable written off (Refer Note 67)-	-		-
		414.82	795.13
Write back of bad debts written off earlier		-	300.50
Other non-operating income			
Rental income from properties [Refer Note 7 (b)]		936.81	1,052.86
Miscellaneous Income		284.01	10.70
TOTAL OTHER INCOME		**18,288.17**	18,927.05

25 EMPLOYEE BENEFITS EXPENSE

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Salaries and wages	15,189.30	15,945.99
Contribution to provident fund and other funds (Refer Note 36)	579.03	656.71
Gratuity	477.42	331.40
Employee stock option compensation cost	-	37.46
Staff welfare expenses	438.31	383.44
TOTAL	16,684.06	17,355.00
Less: Related to discontinuing operations	(33.71)	(5,345.30)
TOTAL EMPLOYEE BENEFITS EXPENSE - CONTINUING OPERATIONS	**16,650.35**	12,009.70

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forming part of the consolidated financial statements for the year ended March 31, 2026

26 FINANCE COSTS

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Interest expense on:		
Financial liabilities carried at amortised cost	41.96	-
Delayed payment of tax	0.12	48.74
Interest on lease rental assets	25.21	56.26
Others	73.12	0.33
TOTAL	140.41	105.33
Less: Related to discontinuing operations	-	(38.45)
TOTAL FINANCE COSTS - CONTINUING OPERATIONS	**140.41**	66.88

27 DEPRECIATION AND AMORTISATION EXPENSE

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Depreciation of tangible assets	1,068.47	957.49
Depreciation of investment properties	210.06	210.06
Depreciation on lease property	134.62	303.68
Amortisation of intangible assets	1,845.77	1,758.36
TOTAL	3,258.92	3,229.59
Less: Related to discontinuing operations	(0.45)	(306.97)
TOTAL DEPRECIATION AND AMORTISATION EXPENSE - CONTINUING OPERATIONS	**3,258.47**	2,922.62

28 OTHER EXPENSES

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Electricity	524.58	582.42
Rent	59.15	98.24
Repairs and maintenance- others	673.65	753.35
Security services charges	210.11	207.01
Office expenses	710.03	632.42
Advertisement, Branding & Event Expenses	3,022.96	361.45
Sales Promotion expenses	1,741.98	461.20
Travelling and conveyance	583.95	524.93
Communication expenses	142.65	668.10
Legal and professional charges (Refer No 34)	9,249.33	9,079.29
Software license fees	2,489.42	2,124.17
Data feed expenses	456.79	804.32
Outsourcing Charges	249.47	348.22
Expected credit loss on trade receivables and advances	126.83	294.76
Bad trade receivables / advances written off	6,588.88	(14.28)
Less: Allowances for credit loss made earlier	-	-
	6,588.88	(14.28)
CSR related Expenses	282.18	258.68
Miscellaneous expenses	1,732.51	1,609.30
TOTAL	28,844.47	18,793.58
Less: Related to discontinuing operations	(19.79)	(2,298.38)
TOTAL OTHER EXPENSES	**28,824.68**	16,495.20

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29 EXCEPTIONAL ITEM

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Net gain on sale of business undertaking (Refer Note 45)	126.71	14,270.26
Write off of investment in bonds / debentures (Refer Note 43 and 44)	-	(11,920.55)
Gain on disposal of Investments in Associates (Refer Note 50)	9,472.23	-
TOTAL EXCEPTIONAL ITEM	**9,598.94**	2,349.71

30 INCOME TAX & DEFERRED TAX

(₹ in lakhs)

	PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
30.1	**Income Tax recognised in Profit or loss:**		
	Current Tax		
	In respect of the current year	1,501.90	21.31
	In respect of earlier years	(273.06)	(40.31)
		1,228.84	(19.00)
	Deferred Tax		
	In respect of the current year		
	Other items	382.72	425.70
	TOTAL TAX EXPENSE RECOGNISED IN THE CURRENT YEAR	**1,611.56**	406.70
30.2	**Reconciliation of tax expense with the effective tax**		
	Profit before tax including discontinued operations	(3,686.37)	(4,441.14)
	Income tax rate as applicable (b)	29.12%	29.12%
	Calculated taxes based on above, without any adjustments for deductions [(a) x (b)]	(1,073.47)	(1,293.26)
	Permanent tax differences due to:		
	Adjustments for income chargeable to tax at different rates / exempt	(2,664.65)	(1,795.84)
	Deferred tax assets not recognised on tax losses carried forward	4,025.74	3,460.68
	Tax credit for earlier years unrecognised losses	(11.24)	-
	Earlier years tax expense recognised / (reversed)	(273.06)	(40.20)
	Effect of expenses that are not deductible in determining taxable profit	125.03	75.33
	INCOME TAX EXPENSE RECOGNISED IN PROFIT OR LOSS (RELATING TO CONTINUING OPERATIONS)	**128.34**	406.70
30.3	**Tax Losses & Tax credits**		
	(a) Tax losses		
	Deferred tax asset not recognised :		
	Unused tax losses (including capital gain losses)	11,065.92	9,254.76
	Provision for subsidiaries	17,507.29	17,507.29
	(b) Tax credits:		
	Opening balance of MAT entitlement	5,354.75	5,241.20
	Less: Utilised during the year	(1,477.71)	118.71
	CLOSING MAT CREDIT BALANCE	**3,877.04**	5,359.91
30.4	**Deferred tax liabilities / (assets)**		
	(a) The balance comprises temporary differences attributable to :		
	Deferred income tax liabilities		
	Property, plant and equipment	2,054.04	2,224.73
	Gain / Loss on fair valuation of Financial Assets	865.93	192.79
	TOTAL DEFERRED INCOME TAX LIABILITIES	**2,919.97**	2,417.52

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forming part of the consolidated financial statements for the year ended March 31, 2026

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Deferred income tax assets		
Loans and other receivables	804.42	962.88
Trade receivables	19.97	13.86
Provision for employees benefits	533.70	431.48
Right to use assets	9.23	7.32
Mat Credit	3,853.54	5,331.87
Tax losses	193.01	-
TOTAL DEFERRED INCOME TAX ASSETS	5,413.87	6,747.41
Deferred income tax liabilities/(assets) after set off	**(2,493.90)**	(4,329.89)
(b) Movement in deferred tax liabilities/(assets):		
Net deferred tax liabilities at the beginning	(4,329.89)	(4,640.03)
Charged to profit or loss on account of:		
Property, plant and equipment	(170.69)	154.41
Fair valuation gain/(loss) on investments	673.14	191.53
Tax losses	(193.01)	-
Trade receivables	(6.11)	42.16
Right to use assets	(1.91)	2.20
Provision for employees benefits	(102.22)	83.65
Loans & other receivables	158.46	(49.63)
MAT Credit Utilised / (created)	1,478.33	(114.18)
Net deferred tax liabilities/(assets) at the closing	**(2,493.90)**	(4,329.89)
30.5 Current tax liabilities / (assets)		
Current tax	(2,236.02)	(2,576.77)
TOTAL CURRENT TAX LIABILITIES / (ASSETS)	**(2,236.02)**	(2,576.77)

31 RATIO

The following are analytical ratios for the Year ended March 31, 2025 and March 31, 2023

(₹ in lakhs)

PARTICULARS	Numerator	Denominator	Year ended 31.03.2026	Year ended 31.03.2025	Variance	Reason for Variation
Current Ratio	Total Current Assets	Total Current Liabilities	11.28	10.82	4.22%	Not applicable
Return on Equity (ROE)	Net Profit as per P&L	Average Total Shareholder's Equity	(0.64%)	(1.21%)	(47.11%)	Ratio improved as loss for the year is lower due to gain of exceptional item during the year
Net profit ratio	Net Profit as per P&L	Revenue	(10.58%)	(24.10%)	(56.11%)	Ratio improved as loss for the year is lower due to gain of exceptional item during the year
Return on capital employed (ROCE)	Earning before interest and taxes	Capital Employed	(0.99%)	(1.26%)	(21.43%)	Ratio improved as loss for the year is lower due to gain of exceptional item during the year
Return on Investment(ROI)	Income generated from Investment	Time weighted average Investment	6.01%	0.98%	512.81%	Ratio is better in current year as in last year there was exceptional write off loss in investments.
Net capital turnover ratio	Revenue	Working Capital	0.10	0.06	66.97%	Ratio has improved due to higher turnover during current year
Debt – Equity Ratio	Total Debt (represents lease liabilities)	Shareholder's Equity	0.00	0.00	NA	Ratio is less than 0.00

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PARTICULARS	Numerator	Denominator	Year ended 31.03.2026	Year ended 31.03.2025	Variance	Reason for Variation
Trade receivables turnover ratio	Revenue	Average Trade Receivable	6.13	6.45	(4.96%)	Not applicable
Trade payables turnover ratio	Purchases of services and other expenses	Average Trade Payables	3.60	3.49	3.15%	Not applicable
Debt service coverage ratio	Earnings available for debt services	Debt services (lease related payments)	NA	NA	NA	Not applicable since in current year there is net loss
Inventory turnover ratio	Not applicable as the Company has no inventory.					

32 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR) :

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
(A) Contingent liabilities:		
1 Claims not acknowledged as debt		
(a) Income tax disputed amounts which are in appeal (refer note 61 (c) and 62 (b)) [(including adjustable against Securities Premium account ₹ 1,941.03 lakhs (Previous Year ₹ 1941.03 lakhs)]	18,667.74	27,134.35
(b) GST/MVAT, Service tax and excise dues contested by the Group. (refer note 61 (b) and 62 (a))	40,987.29	40,983.45
(c) Claim from buyers of shares in for third party claims & Penalty by FIU contested by the Group (refer note 61 (a))	-	144.00
(d) Refer Note 49 for the parent company and refer note 53,55,58,59 and 60 for NSEL and subsidaries for pending writ petitions, public interest litigations, civil suits and First Information Report, impact of which is not ascertainable.		
Future cash outflows in respect of the above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities.		
2 Corporate guarantees given by subsidiaries	3.90	3.90
(B) Capital and other commitments:		
1 Estimated amount of contracts to be executed on capital account and not provided for (net of advances)	2,793.90	20.77
2 Commitments relating to lease		
The Group has entered into various cancellable and non-cancellable operating lease agreements as a lessee for various premises ranging from 6 months to 60 months and may be renewed for further period based on mutual agreement of the parties.		
Future minimum lease payments		
Not later than one year	87.55	29.51
Later than one year and not later than five years	-	26.82

33 EARNINGS PER SHARE IS CALCULATED AS FOLLOWS:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
(a) Net Profit / (Loss) attributable to the equity shareholders (for basic and diluted EPS)	(2,239.43)	(4,092.79)
(b) Weighted average number of equity shares		
For Basic EPS	46,078,537	46,078,537
For Diluted EPS	46,078,537	46,078,537
(c) Basic earnings per share ₹	(4.86)	(8.88)
(d) Diluted earnings per share ₹	(4.86)	(8.88)
(e) Face value ₹ per share	2/-	2/-

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34 LEGAL AND PROFESSIONAL CHARGES (REFER NOTE 28) INCLUDES PAYMENTS TO AUDITORS (EXCLUDING GST/ SERVICE TAX):

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
As auditors - statutory audit	77.32	73.20
For limited reviews	18.37	17.26
For taxation matters	20.00	7.94
For other services	6.06	18.17
Reimbursement of expenses	-	18.68
TOTAL	**121.74**	135.25

35 RELATED PARTY DISCLOSURE

i Names of related parties and nature of relationship: (As per Ind-AS 24)

(a) Key Management Personnel (KMP)

Executive Directors:

1 Mr. S. Rajendran : Managing director & CEO
2 Mr. Devendra Agrawal : Whole-time Director and Chief Financial Officer

Company Secretary:

1 Mr. Hariraj Chouhan

Non-executive Directors:

1 Mr. Venkat Chary (Retd. IAS)
2 Justice Deepak Verma (Retd.)
3 Mrs. Chitkala Zutshi (Retd. IAS)
4 Mr. Kanekal Chandrasekhar
5 Mr. Sunil Shah
6 Mr. Devender Singh Rawat
7 Mr. Maheswar Sahu (w.e.f. 24.07.2025)

Nominee Directors :**

1 Mrs. Malini Vijay Shankar
2 Mr. Satyananda Mishra
3 Mr. Parveen Kumar Gupta

** Nominee Directors appointed by Ministry of Corporate Affairs vide its order dated 16th March 2020, based on NCLAT order dated 12th March 2020.The Company has challenged the order dated 12th March 2020, before the Hon'ble Supreme Court for stay of the of the order passed by MCA. The Hon'ble Supreme Court vide its order dated 9th March 2022, has stayed NCLAT order and consequently MCA order dated 16th March 2020, remain stayed. Further, the Hon'ble Supreme court vide its order dated 13th April 2026, has kept the NCLT and NCLAT order(s) in abeyance.

(b) Promoter / member of promoters' group

1 La-fin Financial Services Pvt. Limited (La-fin)
2 Mr. Jignesh Shah
3 Manjay P. Shah

(c) Asssociate

NTT Data Payment Services India Limited (formerly known as atom technologies limited (atom)) (till 18/02/2026)

(d) Entity having promoters' significant influence

Indian Gold Metaverse Pvt. Ltd. (IGM)
Jupiter Metaverse LLP
72 Networks Private Limited
Ashohini Ventures LLP

(e) Relatives of Key Management Personnel

1 Ms.Shyamala S R
2 Ms.Maheshwari Rajendran

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II Transactions with related parties

(a) Transactions with Key Managerial Personnel (KMP), relatives of KMP and Entity over which KMP and relative of KMP can exercise significant influence:

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
a) Key Managerial Personnel (Executive directors)		
Remuneration		
Short-term employee benefits	289.14	289.87
Post-employment benefits*	-	-
Other long-term benefits*	-	-
Share-based payments	-	-
* post employment benefits are actuarially determined on overall basis and hence not separately provided		
b) Key Management Personnel (Non-executive directors)		
Director Sitting Fees & commission	45.00	74.25
Director's remuneration	164.00	-
c) Rent to Relatives of KMP		
Ms Shyamala S R	6.57	5.77
Ms Maheshwari Rajendran	6.57	5.77

(b) Transactions with Promoter / member of promoters' group

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
1 Consultancy Fees - Mr. Jignesh Shah*	430.00	330.00
2 Short Term employee benefits	1,027.22	227.22

* Amount paid to Mr. Jignesh Shah for providing strategic inputs in relation to ongoing legal matters and mentoring company's future vision.

(c) Transactions with entities having promoter's significant influence (India Gold Metaverse Private Limited (IGM)

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
Income Received		
1 Sales Service Project based	600.00	300.00
2 Managed services	23.60	6.36
3 Rental income from operating leases	22.50	7.50
Expenses charged		
1 Recoveries charged by the company towards expenses	2.77	24.21
Closing Balance		
1 Trade Receivables as at end of year	3.26	3.75
2 Rent receivable as at end of the year	-	4.43

Jupiter Metaverse LLP

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
Borrowings		
1 Zero coupon Unsecured Optionally Fully Convertible Debentures in 63SATS Cybertech Limited (formerly 63SATS Global Cyber Technologies Networks Limited)	375.00	-
2 Zero coupon Compulsorily Convertible Debentures in Ticker Data Limited	125.00	-

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72 Networks Private Limited

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
Loan Given		
1 Loan given by Ticker Limited	800.00	-
Income Received		
1 Interest received on loan	96.04	-
Closing Balances		
1 Loan	800.00	-
2 Interest receivables as at year end	9.51	-

Ashohini Ventures LLP

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
1 Zero coupon Compulsorily Convertible Debentures in Ticker Data Limited	125.00	-

36 EMPLOYEE BENEFIT PLANS

Defined contribution plans: Amount recognised as expenses towards contribution to provident fund, employees state insurance corporation and other funds are ₹ 455.28 lakhs (Previous Year ₹ 387.33 lakhs)

Post employment defined benefit plans:

Gratuity Plan: 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 status of the gratuity plan as required under Ind AS -19 :

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
I. Change in benefit obligation:		
Projected benefit obligation at the beginning of the year	2,779.80	3,398.93
Interest Cost	194.94	242.78
Current Service Cost	247.08	390.48
Past Service Cost	237.97	-
Benefits Paid	(182.62)	(1,243.18)
Cost of plan amendment / Liability Transfer In	38.62	83.12
Actuarial loss / (gain) on obligations	87.40	(92.32)
Obligation transferred / settled	-	-
Projected benefit obligation at the end of the year	**3,403.19**	2,779.80
II. Change in plan assets		
Fair Value of the plan asset at beginning of the year	1,839.26	2,672.59
Expected return on plan assets	120.86	190.43
Contributions	133.14	224.89
Benefits paid	(182.62)	(1,243.18)
Cost of plan amendment / Liability Transfer In	38.62	(60.16)
Actuarial gain on plan assets	10.71	54.69
Fair value of plan assets at the end of the year	**1,959.97**	1,839.26
Excess of obligation over plan assets	**1,443.21**	940.54
III. Gratuity expense for the year		
Current service cost	317.40	390.48
Past Service Cost	237.97	-
Interest cost	188.07	242.78
Expected return on plan assets	(113.99)	(190.43)

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(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Net actuarial (gain) / loss recognized	31.10	(3.73)
TOTAL	**660.55**	439.09
IV. Actual return on plan assets	**131.57**	245.12
V. Category of Assets as at end of the year		
Insurer Managed Funds	**1,959.97**	1,839.26
Fund is managed by LIC of India as per IRDA guidelines, category wise composition of planned asset is not available	-	-
TOTAL	**1,959.97**	1,839.26
VI. Assumptions		
Discount rate	7.27%	7.21%
Salary escalation rate	7.50%	7.50%
Expected rate of return on plan assets	7.27%	7.21%

VII. Experience adjustments	2026	2025	2024	2023	2022
Defined benefit obligation	3,403.19	2,779.80	3,398.92	2,965.54	2,653.17
Fair value of planned assets	1,959.97	1,839.26	2,672.59	2,329.73	2,069.99
Surplus / deficit	1,443.21	940.54	726.33	635.80	583.19
Experience adjustment on plan liabilities [(Gain)/Loss]	87.40	(92.31)	(5.15)	354.82	(57.09)
Experience adjustment on plan assets [Gain/(Loss)]	10.71	54.69	9.91	(1.38)	19.03

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

Expected contribution of Rs. 609.66 lakhs to the plan assets in the immediate year

37 STOCK BASED COMPENSATION

During the year2022-23, Ticker Ltd.(Ticker), one of subsidaries, pursuant to approval by its shareholders in the Extra Ordinary Annual General Meeting, has authorized its Board to introduce, offer, issue, and provide share-based incentives to eligible employees of the Ticker, its subsidiary and holding/parent company under the Ticker Limited - Employee Stock Option Scheme (ESOS)-2021 Plan at a price of ₹ 3/-.

Details of the Option granted under stock option schemes are as under:

Schemes	No. of Options Granted	Grant Date	Exercise Price in ₹	Vesting Period
ESOS 2021	49,014,750	May 18, 2022	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	975,400	September 21, 2022	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 of Ticker.

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

PARTICULARS	No of Options	
	Year Ended 31.03.2026	Year Ended 31.03.2025
Options outstanding as at the beginning of the year	25,877,850	47,064,100
Options granted during the year	-	-
Options exercised during the year	-	(19,446,980)
Options lapsed / forfeited / cancelled during the year	-	(1,739,270)
Options outstanding as at the year-end	25,877,850	25,877,850
Options exercisable as at the year-end	25,877,850	7,781,230

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 Group recorded an employee compensation cost of ₹ Nil Lakhs (Previous Year ₹ 37.46 lakhs) in the Statement of Profit and Loss.

38 SEGMENT REPORTING

The Group has identified Business segments as its primary segment and Geographical segments as its secondary segment taking into account the nature of services, differing risks and returns, the organizational structure and the internal reporting system of the Group. Inter-company transfers are accounted for at market /negotiated prices in case of transactions of special nature for which suitable alternative sources do not exist.

Revenues and direct expenses in relation to segments are categorized based on items that are individually identifiable to that segment or those which can be reasonably allocated to the segment. Depreciation and other expenses which relate to the group as a whole and which cannot be reasonably allocated to any segment have been disclosed as unallocated expenses.

a) Primary segment: Business segments

(₹ in lakhs)

PARTICULARS	Software Services / solutions	Trading	Others	Elimination	Total
A) CONTINUED OPERATIONS:					
External revenue	15,992.99	3,978.27	1,188.09	-	21,159.35
	(3,992.89)		(689.15)		(4,682.04)
Inter-segment revenue	-	189.64	21.00	-210.64	-
	(58.01)		(21.08)	(-79.09)	(-)
Net Sales / Income from operations	15,992.99	4,167.91	1,209.09	-210.64	21,159.35
	(4,050.90)		(710.23)	(-79.09)	(4,682.04)
Segment result	-5,574.04	160.18	-11,564.27	-274.44	-16,703.69
	(7,556.01)		(7,241.83)	(-259.58)	(-14,538.26)
Add: Unallocable income					3,585.05
					(4,653.66)
Less: Unallocable expenses					14,723.85
					(12,207.22)
Less: Finance costs					140.41
					(66.88)
Add: Interest Income					14,703.15
					(14,273.39)
Add: Exceptional Item					9,598.94
					(2,349.71)
Profit / (Loss) before tax					-3,680.81
					(-5,535.60)
Less : Provision for taxation (including taxes in respect of earlier years and tax effect on exceptional item)					1,613.18
					(87.99)
Profit / (Loss) after tax before share of results of associates and minority interest					-5,293.99
					(-5,623.59)

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(₹ in lakhs)

PARTICULARS	Software Services / solutions	Trading	Others	Elimination	Total
B) Discontinued operations:					
Profit / (Loss) before tax					-5.56
					(1,094.46)
Less : Provision for taxation					-1.62
					(318.71)
Profit / (Loss) after tax					-3.94
					(775.75)
C) Net profit / (loss) after tax before share of results of associates and minority interest					-5,297.93
					(-4,847.84)

Notes:

1. Due to diversified nature of business, significant portion of assets are interchangeably used between segments and the management believes that its segregation will not be meaningful.
2. The reportable segments are described as follows :
   a) Software services / solutions segment represents includes an integrated mix of various products, projects and services incidental thereto.
   b) Trading segment represents includes sale of products / services procured and sold without any modification.
   c) The businesses, which are not reportable segments during the year, have been grouped under the "Others" segment. This mainly comprises of various services towards process management, Shared Business Support Services, IT Infrastructure Sharing, NBFC related activities.
3. Previous year figures are given in brackets and are regrouped to confirm to current year's classification and segment loss is indicated by '-'ve sign.

b) Secondary Segment: Geographical segments:

The Group has two geographical segments viz, within India and outside India. Significant portion of segment operational assets are in India. Revenue from geographical segments based on domicile of the customers is outlined below:

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
Net Revenue/ Income from Operations (including discontinued operations)		
Within India	20,136.06	13,404.95
Outside India	1,071.66	360.66
	21,207.72	13,765.61

The aggregate amount of revenue expenditure incurred during the year on Research and Development and shown in the respective heads of the account is ₹ 1,047.25 lakhs (Previous Year ₹ 1,562.32 lakhs).

39 FINANCIAL INSTRUMENTS

Financial instruments by category

The carrying value and fair value of financial instruments by categories as at March 31, 2026 and March 31, 2025 are as follows:

(₹ in lakhs)

Particulars	Amortised Cost / Cost	FVTOCI	FVTPL	Fair Value / Carrying Value
As at 31.03.2026				
Financial Assets :				
Investments				
In Equity Instruments of Others	-	-	2,609.87	2,609.87
In equity instruments of associates	-			-
In Bonds	26,013.66	-	-	25,743.99
In Deposits	-			-
In Trust Securities	-	-	3,086.40	3,086.40
In Mutual Funds	-	-	26,616.98	26,616.98

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(₹ in lakhs)

Particulars	Amortised Cost / Cost	FVTOCI	FVTPL	Fair Value / Carrying Value
Cash and cash equivalents	6,661.76	-	-	6,661.76
Bank balances other than (iii) above	1,61,016.36	-	-	1,61,016.36
Trade receivables	6,624.67	-	-	6,624.67
Loans	6,043.99	-	-	6,043.99
Other financial assets	90,583.00	-	-	90,583.00
TOTAL FINANCIAL ASSETS	**2,96,943.44**	**-**	**32,313.25**	**3,28,987.02**
Financial liabilities				
Lease liabilities	285.28	-	-	285.28
Trade payables	1,514.39	-	-	1,514.39
Other financial liabilities	15,755.42	-	-	15,755.42
TOTAL FINANCIAL LIABILITIES	**17,555.09**	**-**	**-**	**17,555.09**

As at 31.03.2025				
Financial Assets :				
Investments				
In Equity Instruments of Others	-	-	2,360.55	2,360.55
In equity instruments of associates	7,285.59			7,285.59
In Bonds	26,278.05	-	-	26,278.05
In Deposits	650.00	-	-	650.00
In Trust Securities	-	-	3,200.00	3,200.00
In Mutual Funds	-	-	14,220.54	14,220.54
Cash and cash equivalents	6,500.18	-	-	6,500.18
Bank balances other than (iii) above	1,86,025.11	-	-	1,86,025.11
Trade receivables	318.32	-	-	318.32
Loans	87.44	-	-	87.44
Other financial assets	62,736,.52	-	-	62,736.52
TOTAL FINANCIAL ASSETS	**2,89,881.21**	**-**	**19,781.09**	**3,09,128.34**
Financial liabilities				
Lease liabilities	284.80	-	-	284.80
Trade payables	1,193.44	-	-	1,193.44
Other financial liabilities	14,832.53	-	-	14,832.53
TOTAL FINANCIAL LIABILITIES	**16,310.77**	**-**	**-**	**16,310.77**

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:

- 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.
- 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.
- 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:

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Fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

(₹ in lakhs)

PARTICULARS	Fair value measurement at end of the reporting period/year using		
	Level 1	Level 2	Level 3
As at 31.03.2026			
Assets at fair Value :			
In mutual funds	26,616.98	-	-
In equity instruments of others	1,839.23	-	770.64
In government and trust securities	3,086.40	-	-
Liabilities at fair Value :	-	-	-
As at 31.03.2025			
Assets at fair Value :			
In mutual funds	14,220.54	-	-
In equity instruments of others	1,604.95	-	755.60
In trust securities	3,200.00	-	-
Liabilities at fair Value :	-	-	-

Fair value hierarchy of assets and liabilities measured at amortised cost for which fair values are disclosed:

(₹ in lakhs)

PARTICULARS	Fair Value amount	Fair Value		
		Level 1	Level 2	Level 3
As at 31.03.2026				
In Bonds	25,743.99	3,828.39	-	21,915.60
As at 31.03.2025				
In Bonds	25,744.09	3,828.49	-	21,915.60

Reconciliation of Level 3 fair value measurement is as follows:

(₹ in lakhs)

	As at 31.03.2026	As at 31.03.2025
In equity instruments of other than Associate		
Balance at the beginning of the year	**755.60**	967.89
Gain on Fair Valuation of Financial Assets	15.05	31.76
Sale/ Settlement during the year	-	(244.06)
Balance at the end of the year	**770.64**	755.60

Calculation of fair values:

The fair values of Investments in mutual funds are based on Net Asset Values (NAV) published by fund houses and uploaded on Association of Mutual Funds of India (AMFI)'s website. The unlisted equity shares are fair valued on the basis of latest available financial statements of the companies. The securities which are listed but not frequently traded are fair valued based on the estimated rate as per prevailing market condition as on reporting date as received from market intermediary. Trust securities are fair valued based on latest available Net Asset Value report from the trustee company.

Income, expenses, gains of losses on financial instruments:

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
Financial assets carried at amortised cost		
Interest income	13,300.27	13,158.13
Advances received written back	-	300.50
Write back of of Bad trade receivable / advances written off earlier (net)	(6,588.88)	314.78
Expected credit loss on trade receivables and advances	126.83	294.76

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(₹ in lakhs)

PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
Financial assets carried at fair value through profit or loss		
Dividend	221.10	83.97
Gain / (loss) on fair valuation	1,728.28	2,410.50
Financial liabilities carried at amortised cost		
Loss allowances / liabilities no longer required written back	414.82	795.13
Interest on lease liabilities	25.21	56.26
Depreciation on lease assets	134.62	303.68
Net gain / (loss) on foreign currency translations	-	8.29

40 RISK MANAGEMENT

Credit risk management

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's receivables from customers and investment securities.

Trade receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. Credit risk is managed through credit approvals of customers to which the Group grants credit terms in the normal course of business and their past transactions. Impairment losses in respect of trade receivables are assessed at party level on each reporting date. The Group establishes an expected credit loss allowance for trade receivables based on historical trends.

Financial instruments and bank balances:

The Group limits its exposure to credit risk by generally investing in securities with a good credit rating. The credit rating is being reviewed by the Group periodically. Please refer to Note 43 and 44 regarding the Company's investment in (a) Non-Convertible Debentures of IL&FS Transport Networks Ltd and (b) Perpetual Bonds of Yes Bank Limited. Balances with banks are subject to low credit risks due to good credit ratings assigned to these banks.

Liquidity risk

liquidity to meet its liabilities when due, under normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Typically the Group ensures that it has sufficient cash on demand to meet expected operational expenses, servicing of financial obligations. Certain liquid assets are attached under MPID Act & PMLA Act resulting in some constraint on liquidity.

The table below provides details regarding the contractual maturities of significant financial liabilities as at March 31, 2026 and March 31, 2025:

(₹ in lakhs)

Period (in days)	Trade Payable
As at 31.03.2026	
Upto 180 days	1,514.39
181 – 365 days	-
More than 365 days	1,514.39

Period (in days)	Trade Payable
As at 31.03.2025	
Upto 180 days	1,193.44
181 – 365 days	-
More than 365 days	1,193.44

Foreign Currency risk

The Group's exchange risk arises primarily from outstanding balances of trade receivables. The exchange rate between the Indian rupee and US dollars has changed substantially in recent periods and may continue to fluctuate in the future.

As at March 31, 2026, the net unhedged exposure to the Group on holding financial assets (trade receivable) other than in their functional currency amounted to rupees ₹ 88.18 lacs receivables (March 31, 2025 ₹ 11.55 Lacs).

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 Group's investments are primarily in fixed rate interest bearing securities and hence do not carry substantial interest rate risk during tenure of instruments. Group investments in bank deposits are normally for one year fixed rate interest and hence subject to repricing risk on maturity.

Price Risk

The Group is mainly exposed to the price risk due to its investment in debt mutual funds. The price risk arises due to uncertainties about the future market values of these investments.

The Group has laid policies and guidelines which it adheres to in order to minimize price risk arising from investments in debt mutual funds.

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41 During the year, 63SATS, a subsidiary of Parent Company, has issued additional share capital at premium on account of which holding in 63SATS is reduced from 100.00% to 65.27%, resulting in transfer of proportionate retained earnings to Non-controlling Interest which is shown in Statement on Change in Equity.

42 The Details of corporate social responsibility as prescribed under section 135 of Companies Act 2013 are as follows:

(₹ in lakhs)

Sr. No.	PARTICULARS	Year ended March 31, 2026	Year ended March 31, 2025
I	Amount required to be spent by the Company during the year	282.18	258.68
	Add: Shortfall at the end of previous year	207.06	35.01
	Balance to spend during year	**489.24**	293.69
II	Amount spent during the year		
	i) Construction / acquisition of any assets	-	-
	ii) For the purpose of the other than (i) above	377.56	86.63
III	Shortfall at the end of the year*	111.68	207.06
IV	Total previous year shortfall	Nil	Nil
V	Reason for shortfall	Unspent amount is Committed for project under execution	Unspent amount is Committed for project under execution

Nature of CSR activities includes promoting education, including special education and employment enhancing vocation skills, health care and rural development.

* The Company has transferred unspent Corporate Social Responsibility (CSR) amount on April 22, 2026, to a Special account within a period of 30 days from the end of the said financial year in compliance with the provision of section 135(6) of the Act.

43 The Company had invested ₹ 20,000 Lakhs (face value) in Secured Non-Convertible Debentures issued by IL&FS Transportation Networks Ltd (ITNL), a subsidiary of Infrastructure Leasing & Finance Ltd (IL&FS). A Resolution process was initiated under Sections 241 and 242 of the Companies Act, 2013 under the supervision of National Company Law Appellate Tribunal (NCLAT). The Ld NCLAT directed ITNL to make an interim distribution to the creditors, pursuant to which ITNL made partial interim distribution to the creditors including the Company. In view of the uncertainty on further distribution, without prejudice to its rights, adopting conservative approach, the Company has impaired and written off an amount of ₹ 13,557.10 lakhs till March 31, 2025, which was included under Exceptional items in financial results of the respective periods. Subsequent to year end, the Company has received further interim distribution of ₹ 1,050.49 lakhs, aggregating to the total interim distribution of ₹ 7,228.49 lakhs.

44 The Company had invested in 9% Yes Bank Perpetual Additional Tier I (AT-1) Bonds amounting to ₹ 30,000 Lakhs (face value). The Final Reconstruction Scheme of Yes Bank by Government of India had excluded the writing off AT-1 bonds. However, Yes Bank through its Administrator informed the stock exchanges that Additional Tier I Bonds for an amount of ₹ 8,415 crores were written down permanently which led to legal actions by the trustees and by the Company. The Hon'ble Bombay High Court quashed and set aside the decision of the Administrator which has been challenged by Yes Bank and RBI before the Hon'ble Supreme Court where the matter has been stayed subject to the final order of the Hon'ble Supreme Court. The arguments have been completed by the parties, and the matter has been reserved for order. In view of the uncertainty prevailing in the matter and irrespective of the final decision in the case, the Company expects impairment. Hence, adopting a conservative approach, the Company has impaired and written off amount of ₹ 10,000.00 lakhs during the previous year ended March 31, 2025, which was included under Exceptional items in financial results.

45 The Company had been providing technology solutions to brokerage houses through its three business Undertakings viz. 1) Open Dealer Integrated Network, Order Management System (OMS) (ODIN), 2) MATCH, Other Services and Components and 3) Straight Through Processing Messaging Solution (STP- Gate). The Company entered into three separate Business Transfer Agreements (BTA) dated August 13, 2024, to sell these business undertakings to a party on "as is where is", basis on a slump sale, debt free and cash free basis. The sale of 1) Open Dealer Integrated Network, Order Management System (OMS) (ODIN) and 2) MATCH, Other Services and Components is complete as agreed under the agreements with closing date of January 20, 2025. The sale of STP-Gate is complete as agreed under the agreements with closing date of September 9, 2025. The disclosure with respect to the BTA was duly made to the stock exchanges. The net gain from the sale of STP Gate Undertaking is ₹ 126.71 lakhs (previous year net gain from the sale of ODIN and MATCH, Other Services and Components business undertaking of ₹ 14,270.26 lakhs) which has been included under Exceptional items in the financial results of the Company for respective periods. Since the ODIN Software and the revenue earned from it is attached under the MPID Act,1999, the consideration of an amount of ₹9,800.00 lakhs received under the BTA has been deposited with the Competent Authority under the MPID Act.

Accordingly, disclosures required under Indian Accounting Standard (Ind AS) 105 "Non-Current Assets Held for Sale and Discontinued Operations", for all three businesses undertakings viz ODIN, MATCH, Other Services and Components and STP-Gate are as under.

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a) Analysis of profit from discontinued operations:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026*	Year Ended 31.03.2025*
Revenue from operations:		
ODIN	-	6,300.39
MATCH, Other Services & Components	-	2,654.08
STP-Gate	48.38	129.09
TOTAL	**48.38**	9,083.56
Total Expenses:		
ODIN	-	5,861.80
MATCH, Other Services & Components	-	2,027.84
STP-Gate	53.95	99.46
TOTAL	**53.95**	7,989.10
Profit before tax		
ODIN	-	438.59
MATCH, Other Services & Components	-	626.24
STP-Gate	(5.57)	29.63
TOTAL	**(5.57)**	1,094.46
Tax	(1.62)	318.71
Profit after Tax	(3.95)	775.75

* The amounts for these periods are for period till date of completion of transaction of the respective business undertaking

b) Net cashflows attributable to the discontinued operations:

(₹ in lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Net cash flow from operating activities	4.49	736.73
Net cash used in financing activities	-	(281.34)

c) Information of assets and associated liabilities classified as held for sale

(₹ in lakhs)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Current Assets:		
Sundry Debtors	-	21.74
Prepaid expenses	-	1.30
Total assets classified as held for sale	-	23.04
Current Liabilities		
Advance from customer	-	4.43
Unearned Revenue	-	41.05
Liabilities directly associated with assets classified as held for sale	-	45.48

46 The Board of Directors of the Company, in its meeting held on February 18, 2025, approved the participation and support of the Company to the Scheme of Arrangement between National Spot Exchange Limited ("NSEL") and the Specified Creditors i.e., traders having outstanding claims above 10 lakhs). The Board also approved the payment of ₹ 1,950 Crore ("Settlement Amount"), in accordance with the terms of the Scheme, towards settlement of the claims of ₹4610 Cr. Approx. to 5682 Specified Creditors. This Scheme of Arrangement between NSEL and the Specified Creditors ("OTS Scheme") came into place on the initiative of an investors' association called NSEL Investors Forum ("NIF") who came up with a proposal for a One-Time Full and Final Settlement ("OTS Scheme") between the traders, NSEL and the Company to bring an end to all the litigations and to settle the claims of the traders. The OTS Scheme entails payment of a Settlement Amount of ₹1,950 Crore by the Company to the Specified Creditors in proportion to their outstanding claims as on July 31, 2024. The OTS Scheme envisages that on payment of the Settlement Amount, it would result in closure of proceedings against the Company and the Persons in 63 moons Group (as defined in the OTS Scheme) and release and discharge the Company and the Persons in 63 moons Group from the Specified Creditors' Claims and removal of restraints in dealing with its properties. The OTS Scheme entails

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assignment of Specified Creditors' Claims to the Company on payment of the Settlement Amount. The OTS Scheme seeks a structured resolution through a statutory mechanism provided by the Companies Act, 2013.

National Company Law Tribunal, Mumbai ("NCLT") on application filed by NSEL, directed to convene a meeting of Specified Creditors through postal ballot with a facility of voting through electronic means (e-voting) for the purpose of considering, and, if thought fit, approving the proposed OTS scheme. The OTS Scheme has been duly approved in number 92.81% of Specified Creditors and value 91.35% in accordance with section 230 of the Companies Act 2013 and the relevant provisions. This approval exceeds the statutory majority required by Section 230(6) of the Companies Act 2013, that is a majority in number representing three-fourths in value. NSEL filed a Company Petition before the Ld. NCLT seeking approval of the OTS Scheme, which was sanctioned by Ld. NCLT vide order dated November 28, 2025. Some of the traders challenged the NCLT Order sanctioning OTS Scheme, before Ld. National Company Law Appellate Tribunal ("NCLAT") and the same has been dismissed by the Ld. NCLAT. one of the trader challenged the said dismissal NCLAT order before the Hon'ble Supreme Court; however, the same was dismissed by the Hon'ble Supreme Court. The Company is presently taking the necessary steps before the appropriate courts/tribunal to give effect to the OTS Scheme.

47 Based on a civil suit filed by one of the investors affected by the NSEL payment default before the Hon'ble Bombay High Court, a Notice of Motion was filed against the Company to restrain the Company to pay any dividends to the shareholders without approval of the Hon'ble High Court. The Hon'ble Bombay High Court passed an ad interim order inter alia restraining the Company from distributing any dividend or depositing the same in the dividend distribution account in accordance with the provisions of the Companies Act, 1956 (to be read as Companies Act, 2013) pending the final hearing and disposal of the Notice of Motion. In compliance to the said order, the Company has not distributed the final dividend approved by the shareholders for the financial years 2014-15, 2016-17 to 2020-21, 2022-23 to 2024-25 aggregating to ₹ 9,307.86 lakhs. The said civil suit has been withdrawn with liberty for restoration in terms of the Scheme.

On May 18, 2026, the Board of Directors of the Company have proposed a final dividend of ₹ 2/- per share in respect of the year ended March 31, 2026, subject to the approval of shareholders at the Annual General Meeting and such other approvals as may be necessary. If approved, it would result in a cash outflow of ₹ 921.57 lakhs.

48 The Union of India, through the Ministry of Corporate Affairs ("MCA"), filed a Company Petition before the Company Law Board, inter-alia seeking removal and supersession of the Board of Directors of the Company. Thereafter, in 2016, after the constitution of NCLT, the matter was transferred to NCLT. The NCLT Delhi as an interim arrangement directed formation of a five-member committee for certain matters of the Company. In the Appeal, NCLT Chennai dismissed the prayer of MCA for removal and supersession of the entire Board of the Company and ordered MCA to nominate three directors on the board of the Company. The NCLAT was pleased to uphold the NCLT Order with respect to appointment of 3 nominee directors. The Company filed civil appeal before Hon'ble Supreme Court challenging the orders passed by NCLAT & NCLT. In the interim, Hon'ble Supreme Court granted stay on appointment of nominee directors on the board of the Company and the matter is pending for final hearing. The Company filed an application in view of the Scheme, the Hon'ble Supreme Court has kept the impugned orders in abeyance to facilitate implementation of the Scheme.

49 a) The Post July-2013, civil suits have been filed against the Company in relation to the counter party payment default on the exchange platform of NSEL, wherein the Company was also been made a party. In these proceedings certain reliefs have been claimed against the Company, inter-alia, on the ground that the Company is the holding company of NSEL. These matters are pending before the Hon'ble Bombay High Court for adjudication. The Company has always denied the claims and contentions in its reply. There is no privity of contract between the Company and the Plaintiffs therein. The management is of the view that the parties who have filed the Civil Suits would not be able to sustain any claim against the Company. Pursuant to the Scheme, the Company has filed applications for disposal of the said suits. Orders for disposal/dismissal/withdrawal have been passed in respective suits.

b) Pursuant to the payment default on NSEL platform, First Information Report (FIR) was registered against various parties, including the Company, with the Economic Offences Wing, Mumbai (EOW) in connection with the counter party payment default on NSEL platform. After investigation, EOW, filed various charge sheets in the matter and inter-alia arrayed the Company. The State Government attached various assets of the Company under MPID Act by issuing Gazette Notifications. The matter is pending before the Designated MPID Court. The Company has filed applications for release of its properties pursuant to the Scheme and the same are pending.

c) The SFIO filed a complaint with the Hon'ble Sessions Court under IPC and the Companies Act, against several persons/ entities including the Company relating to NSEL payment default. The Company challenged the issuance of process order before the Hon'ble Bombay High Court and the proceedings in the matter has been stayed by the Hon'ble High Court. The matter is pending for hearing before Hon'ble Bombay High Court.

d) The Enforcement Directorate('ED') attached certain assets of the Company vide Provisional Attachment Orders under the provisions of the Prevention of Money Laundering Act, 2002(PMLA). The Hon'ble Appellate Tribunal while quashing the provisional attachment orders imposed certain conditions. The Company filed appeal before the Hon'ble Bombay High Court for the limited purpose for challenging the conditions put by the Hon'ble Appellate Tribunal. The Hon'ble Court was pleased to admit the appeal. ED also filed a cross appeal, which is tagged with the Company's appeal Meanwhile, ED filed a prosecution complaint before the Spl. PMLA Court, Mumbai against the Company and the same is pending for trial. Pursuant to the Scheme an application filed by the Company was allowed by the Hon'ble Bombay High Court by passing an order for the release of attached properties.

e) CBI also filed charge-sheets against various persons and entities including the Company in connection with the counterparty payment default on NSEL platform based on the FIRs filed by the public sector undertakings - PEC Ltd. & MMTC Ltd for alleged loss suffered by PEC Ltd. & MMTC Ltd on NSEL platform and aforesaid cases are pending for trial before the Court.

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50 During the quarter ended March 31, 2026, pursuant to Hon'ble MPID court's order, the Company has sold its residual equity shares in NTT Data Payment Services India Pvt Limited (an Associate of the Company) and resultant gain in standalone financial statements of ₹ 9,472.23 lakhs is disclosed as exceptional item. As directed by the MPID court, the said consideration amount, after deducting applicable taxes, has been deposited by the Company, in the designated bank account of the Competent Authority – NSEL MPID as security in lieu of attachment.

Various updates and relevant notes relating to NSEL and its subsidiary companies: (Note No 51 to 68)

51 NSEL had utilized its own funds to the extent of Rs. 10,065.71 Lakhs net of write off (Previous year Rs. 16,582.49 Lakhs) in fulfilling settlement obligation of its Members. These amounts are receivable from the Defaulting Members and therefore the amounts are appearing under "Other Financial Assets as "other receivable".

52 Recovery Proceedings against the defaulters: NSEL has obtained Decrees, Orders and Awards against 21 defaulters and has secured an amount of approx. Rs. 4,29,477.00 Lakhs. The decrees / awards are under execution before the Supreme Court appointed committee. The Company is pursuing to obtain decree against the last / 22nd Defaulter i.e., N.K. Proteins Ltd. in a Commercial Suit which is pending before the Hon'ble Bombay High Court.

In parallel, NSEL is also pursuing 138 proceedings against the Defaulters and against 3 Defaulters, NSEL has obtained Judgement of conviction against them.

53 Investigation by EoW, Enforcement Directorate (ED), CBI is complete and final charge sheets have been filed. The investigation has revealed no money trail to NSEL or its Promoter. Entire money trail of has been traced to the Defaulters.

Respective courts have taken cognizance of the Charge sheets filed and the matter is now pending before the respective courts.

54 Recovery Proceedings against other trade receivables: NSEL had initiated recovery proceedings against Trade Receivables. NSEL has been successful in obtaining arbitration awards against the 3 of its debtors. An amount of Rs 3,214.94 lakhs that was deposited by NAFED with the registry of Hon'ble Delhi High Court, has been transferred to the registry of Hon'ble Bombay High Court as per order dated 13th February, 2024. Further, during the year 2024-25 NSEL recovered Rs 300.00 Lakhs from Ayush Sales Private Ltd which was been written off as Bad debt in the financial year 2012-13.

55 Investigation by Serious Fraud Investigation Office ("SFIO"): The SFIO, after its investigation have filed complaint with the Sessions Court, Mumbai. NSEL has filed an application before the Hon'ble High Court of Bombay assailing the order passed by the learned Additional Judge, Sessions Court in the Complaint filed by the SFIO and an interim stay has been operating in favor of NSEL.

56 Recovery Suits against NSEL: As a result of the payments default by the Defaulters, several Traders have filed Recovery Suits against NSEL which are pending before the Hon'ble Bombay High Court. NSEL is confident of defending the cases and no adverse orders is expected from any of the suits.

57 Matters in case of IBMA:

a) As on 31st July 2013, ₹ 1,17,009.86 Lakhs was the settlement payout receivable by IBMA from NSEL on account of trades executed by its affiliated members and clients that were part of the revised settlement plan. This figure has been arrived at on the basis of information received from NSEL. IBMA has relied on such information. Up to 16th May 2015, NSEL has completed 65 weekly payouts and has released ₹ 11,036.90 Lakhs towards the obligation of IBMA's affiliated members and clients. Payout after 20th November 2013 has been made by NSEL directly to constituent members and clients of IBMA. The amount receivable by affiliated members and clients was not fully received from NSEL as per the revised settlement plan. On the basis of the legal opinion received by IBMA, and IBMA acted as a member broker, IBMA may not have any liability on net basis towards such unsettled obligation to its members and clients. In view thereof, no provision for the same is made in the books of accounts of IBMA.

b) Out of the recoveries made from defaulting members of Exchange, Competent Authority (CA) have disbursed some amounts to members and clients. IBMA had sought the details of disbursement, however, no details has been received from CA of such recoveries and disbursement to members. In absence of details of such recoveries and disbursement with IBMA, IBMA has not updated it.

58 COURT CASES INITIATED BY IBMA:

a) IBMA had entered into an agreement with M/s SNP Design Pvt. Ltd. (hereinafter referred as "SNP") Trades were executed by IBMA on behalf of SNP till July 31, 2013, and a sum of ₹ 7,747 Lakhs along with interest is due and recoverable from SNP. IBMA has filed a Commercial Suit 30 of 2015 before the Hon'ble High Court of Bombay against SNP Designs Pvt. Ltd. and Others which is pending.

b) IBMA had entered into procurement agreement with Harley Carmbel Pvt. Ltd. (hereinafter referred as "Harley") Harley failed to make full payment of its obligations. IBMA has obtained an Arbitration Award amounting to Rs. 234.84 Lakhs along with interest at 12% p.a. in its favor, IBMA has filed Execution Petition before the Alappuzha Court (Kerala) which is pending.

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59 COURT CASES PENDING AGAINST IBMA: -

a) EOW has filed the 4th charge sheet in the Designated MPID Court U/s. 3 of Maharashtra Protection of Interest of Depositors in Financial Establishment Act 1999 against IBMA & Ors which is numbered as MPID Special Case 05 of 2019. The MPID Court was pleased to take the cognizance and issued process. The said MPID Case No. 5 of 2019 is merged in MPID Case No. 1.

b) Competent Authority has filed Misc. Application against IBMA praying therein to make attachment absolute of the banks account mentioned in the notification dated 19th October 2018 issued under the MPID Act. The next date of the matter is 11th May 2026 for filing suggestive issues by Ld. SPP.

c) As FIR invoked several Sections of the IPC, which are mentioned in Paragraph 1 of Part A of the Schedule to the PMLA (as amended) therefore, investigation by Enforcement Directorate ("ED") commenced under the PMLA by registering ECIR. After investigation the ED filed a prosecution complaint dated 30.03.2015 before the Ld. PMLA Court, Mumbai. ED filed Special PMLA case 21 of 2018, Directorate of Enforcement v/s. IBMA and Others before Designated PMLA Court, Mumbai. The Learned Special PMLA Court has taken cognizance of the complaints and the matter is pending before the Special PMLA Court.

d) Company Petition No. 19 of 2019: The SFIO has filed complaint before City Sessions Court, Mumbai under the various provisions of Companies Act and IPC. The City Sessions Court was pleased to take cognizance of the complaint and issued process against IBMA on 29.07.2019, said matter is pending.

e) M/s. Issan Overseas Pvt. Ltd filed a complaint against IBMA and its ex-directors alleging that VAT is not paid by IBMA to Issan Overseas Pvt. Ltd. As Police did not register FIR against IBMA, Issan Overseas Pvt. Ltd. filed Criminal Case before the Ld. Addl. Chief Metropolitan Magistrate, Ahmedabad which is pending. IBMA has filed Writ Petition before the Hon'ble Gujarat High Court for quashing the Criminal Case filed by Issan Overseas Pvt. Ltd.

f) M/s Shri Khemisati Exims Pvt. Ltd has filed Commercial Suit before the Hon'ble High Court of Bombay against various parties including IBMA (IBMA) for recovery of an amount of ₹ 380.44 Lakhs with interest thereon @ 18% per annum. IBMA has filed its Written Statement on record and the Suit is pending before High Court. As per the recent amendment in pecuniary Jurisdiction City Civil Court rules the matter is transferred to the City Civil Court.

g) Commercial Suit no. 70 of 2017 has been filed (by NSEL Trader) before the Hon'ble High Court of Bombay against various parties including IBMA (IBMA) for recovery of an amount of ₹ 2,267.14 Lakhs with interest thereon @ 18% per annum which is pending.

60 Other matters:

a) <u>In case of NSEL</u>

Company Law matters: An inspection of the Company under Section 209A of the Companies Act, 1956 was carried out. Pursuant to such inspection, the Company received certain notices of non-compliances with certain provision of the Companies Act, 1956 from the Ministry of Corporate Affairs. Following the filing of compounding applications by the Company and their successful compounding by the Registrar of Companies, the department shall initiate the process of withdrawing and/or disposing of the ongoing prosecution matters pending before the Metropolitan Magistrate Court, Girgaon, Mumbai.

b) <u>In case of IBMA:</u>

(i) IBMA has put all efforts to recover the trade debts and other receivables. The likelihood of recoverability of such receivables has been impacted due to the abrupt closure of the business, loss of credibility of IBMA and several other factors. IBMA has made full provision against such receivables. Total provision till 31st March, 2026 for such doubtful trade receivable is Rs 751.82 Lakhs (previous year Rs 751.82 Lakhs) and for other receivables is Rs 7,667.48 Lakhs (previous year Rs 7,667.48 Lakhs).

(ii) As an ITCM IBMA had received margin money from its constituent trading members and clients. The outstanding margin amount as on the balance sheet date was Rs. 128.73 Lakhs and is shown under the head "Other Financial Liabilities".

(iii) M/s Karvy Comtrade Ltd. has informed vide letter dated 30th March, 2017 that interest and penalty debited by MCX on account of shortage of Margin and cross deals by IBMA. The said amount is in turn debited to IBMA account without its knowledge / consent. IBMA have not accounted/accepted the said debit amount of Rs. 42.12 Lakhs and it had denied the said charges. IBMA till date has not received any notice/communication from Karvy Comtrade Ltd with regards aforesaid and as per limitation Act, aforesaid claim is barred.

61 In Case of NSEL:

a) The Director, FIU-India vide an Order on 04th November 2015 had imposed a total penalty of Rs.144.00 Lakhs on NSEL. In appeal filed by NSEL, the Appellate Tribunal disposed of the Appeal by modifying the part of the order in relation to the maximum penalty and reduced the penalty from Rs 1.00 Lakh to Rs. 0.15 Lakh for each failure. FIU-India and NSEL both have filed appeal challenging order of the Appellate Tribunal, which are pending before the Hon'ble Bombay High Court. Since, amount of penalty is not determinable at this stage and NSEL is confident of getting favorable order and hence it has not made any provision in the books of account and shown as contingent liability.

b) Service tax related contingent liability: The Office of the Commissioner of Service Tax issued demand notice of Rs.1,322.51 Lakhs for contravening the provisions of the Finance Act, 1994 for the period 2010-11 (Oct-March) to 2014-15 and have made liable for penalty u/s 78 A of the Finance Act, 1994. The Office of the Commissioner has made demand of Rs. 2,645.12 Lakhs (excluding interest) under various Sections of the Finance Act, 1994. NSEL has filed appeal against the

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said Order dated 30th June, 2021. The appeal shall be heard by the Service Tax Appellate Tribunal (SAT) in due course. Since, amount of penalty is not determinable at this stage and NSEL is confident of getting favorable order and hence it has not made any provision in the books of account and shown as contingent liability.

c) Income tax related contingent liabilities: Income Tax Department has disallowed certain expenses and have made additions to the income of the company for the period from AY 2011-12 to 2015-16 and AY 2023-24 to AY 2024-25. The total amount of demand arising out from such additions is Rs. 1,292.25 Lakhs, out of which Rs 811.41 lakhs has been adjusted against TDS. During the year for AY 2024-25, the Company has received an order u/s 143(3) of the Income Tax Act, 1961 from the Department disallowing expenses amounting to Rs. 4,288.11 Lakhs and raised a demand for an amount of Rs. Rs. 297.32 Lakhs. Income Tax Department has raised demand for Rs 32.66 Lakhs towards short deduction of TDS for Assessment Year 2017-18 (u/s 201(1)/201(1A).

Since the additions / demands made by the department are erroneous, Company has filed appeals which is pending before CIT (Appeals). Since the Company is confident in succeeding in all the appeals that have been filed, Company has not made any provision in the books of account and shown as contingent liability.

62 IN CASE OF IBMA:

a) Sales Tax:

(I) Where company has acted as an agent for members/clients:

The company had obtained sales tax registrations in seventeen states in India. IBMA had acted as an agent for few of selling and buying members on NSEL exchange platform in respective states as “dealer”. Such transactions were carried out for principals (member/clients) by IBMA. Some of the state sales tax authorities are in advances stage or have completed assessments of such transactions. In some cases, input tax credits (ITC) on purchases have been denied on account of following reasons:

i. Non- payment of Sales Tax (VAT/CST) by selling party.

ii. Non-filing of sales tax (VAT /CST) returns by selling party.

iii. Non-matching of sales tax amount with the Sales Tax returns filed by selling party.

iv. Lack of confirmation of sales tax payment by selling party etc.

As a fall out of above, demands have been raised against the company by several state government sales tax authorities. All such demands are contested at various forums. In all such cases, the company has taken steps to ensure that ITC on purchases are not denied and credits are promptly given to the company.

In cases where the selling dealer has collected tax, but not deposited to state treasury, the company has requested administration to recover from the selling dealer/ not to hold company responsible for the same. In cases where confirmation of proof of payment by selling party is concerned, the company is using its resources to seek the same and furnish before the authorities.

As per the legal advice received by the company, such liabilities, if any, which arises for acting as an agent primarily pertains to the principal for whom the company had acted as an agent. The liability of the company qua such demands shall be to the sales tax registering authorities shall be total, if the company is held responsible to make such payments, ultimately. In all such cases, at present the company has treated such liabilities as contingent liabilities in its books of accounts, pending arriving at final liability on assessment and pending recovery of such amounts from principals.

(II) Where company has carried out own trading activities:

In case of denial of input tax credit (ITC) on all transactions where purchases were made by the company, on its account, such liabilities on sales tax account is considered as “contingent liabilities” till assessment is completed. In case of demands, which are disputed and where the liability of payment of tax is not on the company, the same is disclosed for as contingent liability.

The summary of such demands and their treatment in the books of accounts of the company are as under.

(₹ in lakhs)

Particulars	For trades as an agent for members	For proprietary trades
Gujarat VAT	252.42	-
Andhra Pradesh VAT	9.31	-
Punjab VAT	28,233.29	-
Maharashtra VAT	767.61	-
Haryana VAT	6525.55	-
Uttar Pradesh VAT	1111.10	116.54
TOTAL	**36,899.28**	**116.54**

(III) Interest on Vat liability

Company had liability of VAT of earlier years in various states against which interest and penalty of Rs 1,247.24 Lakhs on delayed payment has already been provided in books of accounts till FY 2017-18. Company has not provided any interest and penalty during the year on said liability as the Company expects waiver of interest and penalty under VAT departments’ amnesty scheme coming in to effect time to time in various states.

During the year, the Company has decided to write back interest on VAT Punjab provided in the books of account till 2017-18. Since the interest amount is not been determined by the department and the Company has challenged the liability amount by filing writ petition.

VAT Liability of Rs.275.58 Lakhs forming part of trade payable has been correctly regrouped in statutory dues for both reporting periods.

b) Income tax appeals and demand status:

Income tax assessment/appeal for period from AY 2010-11 is under progress at various levels. There are certain demands raised by the department. Additions have been made by department which are not justified and in certain cases appeal effect is not given or there are errors in orders which are not rectified. Company has filed objections and appeal to such additions, errors and demands. Matter is pending under various forum for hearing.

Year wise break up demand and forum where the same is pending is given below.

Sr.no	Assessment year	Demand (Rs. In Lakhs)	Forum where same is pending
1	2011-12	150.31	Income tax Appellate Tribunal
2	2012-13	1,197.52	Income tax Appellate Tribunal
3	2013-14	675.02	Income tax Appellate Tribunal
4	2014-15	193.82	Income tax Appellate Tribunal

In all the years under appeal. CIT(A) has given very little relief against addition made by assessing officer. IBMA is hopeful that all additions will be deleted, and it will get sizeable relief. Against the above demands, IBMA had paid ₹ 20 Lakhs in the year 2019-20 under protest.

63 NSEL has created Fixed Deposit from money received from members in Escrow Account. The fund is invested in Bank FDs as per an order of Competent Authority/High Court. The interest on such FDs were credited to Escrow Account. NSEL does not take interest income in its Statement of Profit & Loss. The TDS amount deducted by Bank has been claimed by NSEL and as and when refund of TDS is received, it will be invested in form of fixed deposit.

64 NSEL's and IBMA'S most of the Bank Accounts and Mutual fund investments have been freezed by the State of Maharashtra under MPID and therefore is not able to use the funds lying with it. The applicability of MPID on the 63 Moons and NSEL was challenged by 63 Moons. The Hon'ble High Court of Bombay vide Order pronounced on 22 August 2019 was pleased to declare that NSEL is not a financial establishment under the MPID Act. The said order dated 22.08.2019 was challenged by the State of Maharashtra before the Hon'ble Supreme Court. The Hon'ble Supreme Court has set aside the order of the Bombay High Court.

65 In case of NSEL, basis the Gazette Notification issued by the State of Maharashtra under the provisions of Maharashtra Protection of Interest of Depositors (MPID) Act and the order of the Supreme court wherein NSEL has been held to be Financial Establishment under the MPID Act, the management of NSEL has suspended the recognition of Interest Income on Fixed Deposits that are attached under MPID Act. The management of NSEL is of the view that future economic benefit for the said Interest income is highly unlikely and may not directly flow to NSEL. The Interest Income for the period April 2024 to March 2025 which has not been booked in the books of accounts amounts to Rs. 352.97 Lakhs (Previous year Rs. 355.36 Lakhs). NSEL shall account for Interest amount on any favourable order by court of law.

66 In case of IBMAL, Basis the Gazette Notification issued by the State of Maharashtra under the provisions of Maharashtra Protection of Interest of Depositors (MPID) Act wherein IBMAL has been held to be Financial Establishment under the MPID Act, the management has suspended the recognition of Interest Income on Fixed Deposits that are attached under MPID Act. The management of IBMA is of the view that future economic benefit for the said Interest income is highly unlikely and may not directly flow to IBMA. The Interest Income for the period April 2025 to March 2026 which has not been booked in the books of accounts amounts to Rs. 1.72 Lakh (Previous Year Rs. 1.39 Lakh). IBMA shall account for Interest amount on any favourable order by court of law.

67 In case of NSEL, during the year, the management of NSEL undertook a detailed review of the financial statements and made certain decisions regarding receivables and payables recorded in the books of accounts. Adopting a conservative approach, the management decided to carry out the following actions:

a. Written off an amount of Rs. 6,515.98 Lakhs (Previous Year Rs. 6,515.98 Lakhs) recoverable from defaulting members, which has been reduced from "Other Receivables" and charged to the Statement of Profit and Loss.

b. Written off ₹ Nil (Previous Year Rs. 123.47 Lakhs), representing advances. After a thorough assessment and considering the suspension of business operations since 2013, these amounts have been considered irrecoverable.

c. Write back amounts of ₹ Nil (Previous Year Rs.7,193.73 lakhs) shown under various heads like 'Advanced Received under Contract, Trade Payables, Advance from Customers, Margin Money and Payable to employees and other contractual payable' considering that no claims have been made against the Company so far and any future claims are barred under the Limitation Act.

d. The management has identified certain defaulting parties from whom ₹ Nil (Previous Year ₹1,257.03 Lakhs) is receivable. These parties had also provided advances to the Company prior to the suspension of operations. Accordingly, the management has adjusted/set off these advances against the outstanding receivables, thereby reducing the net receivable amount.

e. A sum of ₹ Nil (Previous Year ₹277.05 Lakhs) has been treated as bad debts and charged to the Statement of Profit and Loss. This amount pertains to two parties, and despite all reasonable recovery efforts, the management has concluded that the amounts are not recoverable.

68 In case of IBMAL, during the year, the management undertook a detailed review of the financial statements and made certain decisions regarding payables recorded in the books of accounts. Adopting a conservative approach the management has written back the payable amount which was Outstanding for more than 3 years. Additionally, the Company has written back Margin Money Liability for few of their clients.

69 The Group 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.

70 No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III.

(a) Crypto Currency or Virtual Currency

(b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made there under

(c) Registration of charges or satisfaction with Registrar of Companies

(d) Relating to borrowed funds:

i. Willful defaulter

ii. Utilisation of borrowed funds & share premium

iii. Borrowings obtained on the basis of security of current assets.

iv. Discrepancy in utilization of borrowings

v. Current maturity of long-term borrowings

(e) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), 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 Group (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

The Group has not received any fund from any party(s) (Funding Party) with the understanding that the Group shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Funding party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(f) There are no transactions which are not recorded in the books of accounts that has been surrendered or disclosed any income in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

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

For and on behalf of the Board

Chitkala Zutshi
Director
DIN- 07684586

S. Rajendran
Managing Director & CEO
DIN: 02686150

Hariraj Chouhan
Company Secretary

Devendra Agrawal
Whole-time Director and CFO
DIN: 03579332

Place : Mumbai
Date : May 18, 2026

STATEMENT ON IMPACT OF AUDIT QUALIFICATIONS ON ANNUAL CONSOLIDATED AUDITED FINANCIAL RESULTS FOR YEAR ENDED MARCH 31, 2026.

(₹ in lakhs)

I.	Sr. No.	Particulars	Audited Figures (As reported before adjusting for qualifications)	Adjusted Figures (Audited figures after adjusting for qualifications)
	1.	Total income *	39,495.91	39,495.91
	2.	Total Expenses*	52,781.22	52,781.22
	3.	Exceptional items*	9,598.94	9,598.94
	4.	Net Profit/(Loss)*	(2,243.37)	(2,243.37)
	5.	Earnings Per Share*	(4.87)	(4.87)
	6.	Total Assets	3,88,658.52	3,88,658.52
	7.	Total Liabilities	23,706.28	23,706.28
	8.	Net Worth	3,55,183.42	3,55,183.42

*Aggregate of continued and discontinued operations

II. Audit Qualification:

A. Qualification

Basis for Qualifications pertaining to the Company and management response thereto :

1 (a) As stated by the Management of the Company in Note 7 (a) to the Statement, Civil Suits have been filed against the Company in relation to event occurred on National Spot Exchange Limited trading platform. These matters are pending at various stages of adjudication. As stated in the said note, the management of the Company does not foresee that the parties who have filed Civil Suits would be able to sustain any claim against the Company. In addition, as stated by the management in Note 7 (b, c, d, e) to the Statement, there are First Information Reports ("FIR") / complaints / charge-sheets / orders / notices registered / received against various parties including the Company from / with the Economic Offences Wing of the Mumbai Police (EQ W), Central Bureau of Investigation (CBI), Home Department - Government of Maharashtra under MPID Act, the Directorate of Enforcement and the Serious Fraud Investigation Office (SFI0). Above matters are pending at various stages of adjudication / investigation.

Pursuant to NSEL Settlement scheme, the Company has filed applications to appropriate judicial forums for disposal of the said suits and releasing of its properties. Orders for disposal/dismissal/withdrawal have been passed in certain suits/ matters in terms of the scheme.

In this regard, the Management and those charged with Governance have represented to us that other than as stated in the said notes to the Statement, there are no claims, litigations which require adjustments to / disclosures in the Statement.

Accordingly, in view of above representations regarding legal matters at various stages of adjudication and subject to NSEL Settlement Scheme and ongoing investigations/ matters, the outcome of which is not known and is uncertain at this stage, we are unable to comment on the consequential impact in respect of the same on the results for the quarter and year ended 31 March 2026.

2 We reproduce hereunder the Basis for Qualified Opinion issued by the independent auditor(s) of a subsidiary viz. National Spot Exchange Limited ('NSEL') vide their audit report on the consolidated Ind AS financial statement of NSEL, to the extent the same are found significant as per the Guidance issued by the Institute of Chartered Accountants of India, from time to time and which also forms the basis for qualified opinion in our audit report on the accompanying Statement of the Group.

(a) "As stated in note nos. 36,38,39,40,43 and 46 to the Consolidated Financial Statement, the Group has been served with notices/ letters/ summons from various statutory authorities/ regulators/ Government departments and some purported aggrieved parties. The Group is party to many proceedings filed by / or against the Group which are pending before different forum pertaining to the period prior to suspension of the exchange related operations from 31st July 2013. The management of the Group does not foresee that the parties who have filed Civil Suits against the Group will be able to sustain any claim against the Group.

There are some writ petitions, public interest litigations, civil suits including in representative capacity filed by and against the Group. Such matters against the Group are sub-judice before different forums. The Group may be exposed to civil/criminal liabilities in case of any adverse outcome of these investigations/ enquiries or legal cases or any other investigations as referred above enquires or suits which may arise at a later date.

In the light of the above, the outcome of which is not presently known and is uncertain at this stage, hence we are not able to comment on the current or consequential impact if any, in respect of the same on these Consolidated Financial Statements. Also, the matters stated above could also have a consequential impact on the measurement and disclosure of information provided, but not limited to, Balance Sheet, Statement of profit/(loss) account, cash flow statement, statement of change in equity (SOCIE) and earnings per share (EPS) for the year ended and as at 31st March, 2026 in these Consolidated Financial Statements.

(b) "The trade receivables, other receivables are subject to confirmation and reconciliation. The management, however, does not expect any material changes on account of such reconciliation/ confirmation from parties. In many cases legal notices have been sent to the parties in earlier years; however, we are unable to form any opinion on the recoverability of the outstanding balances of such parties."

B. Type of Audit Qualification:

Qualified Opinion

C. Frequency of observation

Qualification stated in paragraphs A1(a), A2(a), A2(b) above – since year 2012-13.

D. For Audit Qualification(s) where the impact is not quantified by the auditor:

(i) Management's reason for unable to estimation on the impact of audit qualification

1. For qualification referred in Sr. No. A 1 (a) above,

i) a) The Post July-2013, civil suits have been filed against the Company in relation to the counter party payment default on the exchange platform of NSEL, wherein the Company was also been made a party. In these proceedings certain reliefs have been claimed against the Company, inter-alia, on the ground that the Company is the holding company of NSEL. These matters are pending before the Hon'ble Bombay High Court for adjudication. The Company has always denied the claims and contentions in its reply. There is no privity of contract between the Company and the Plaintiffs therein. The management is of the view that the parties who have filed the Civil Suits would not be able to sustain any claim against the Company. Pursuant to the Scheme, the Company has filed applications for disposal of the said suits.; Orders for disposal/dismissal/withdrawal have been passed in respective suits.

b) Pursuant to the payment default on NSEL platform, First Information Report (FIR) was registered against various parties, including the Company, with the Economic Offences Wing, Mumbai (EOW) in connection with the counter party payment default on NSEL platform. After investigation, EOW, filed various charge-sheets in the matter and inter-alia arrayed the Company. The State Government attached various assets of the Company under MPID Act by issuing Gazette Notifications. The matter is pending before the Designated MPID Court. The Company has filed applications for release of its properties pursuant to the Scheme and the same are pending.

c) The SFIO filed a complaint with the Hon'ble Sessions Court under IPC and the Companies Act, against several persons/entities including the Company relating to NSEL payment default. The Company challenged the issuance of process order before the Hon'ble Bombay High Court and the proceedings in the matter has been stayed by the Hon'ble High Court. The matter is pending for hearing before Hon'ble Bombay High Court.

d) The Enforcement Directorate('ED') attached certain assets of the Company vide Provisional Attachment Orders under the provisions of the Prevention of Money Laundering Act, 2002(PMLA). The Hon'ble Appellate Tribunal while quashing the provisional attachment orders imposed certain conditions. The Company filed appeal before the Hon'ble Bombay High Court for the limited purpose for challenging the conditions put by the Hon'ble Appellate Tribunal. The Hon'ble Court was pleased to admit the appeal. ED also filed a cross appeal, which is tagged with the Company's appeal Meanwhile, ED filed a prosecution complaint before the Spl. PMLA Court, Mumbai against the Company and the same is pending for trial. Pursuant to the Scheme an application filed by the Company was allowed by the Hon'ble Bombay High Court by passing an order for the release of attached properties.

e) CBI also filed charge-sheets against various persons and entities including the Company in connection with the counterparty payment default on NSEL platform based on the FIRs filed by the public sector undertakings - PEC Ltd. & MMTC Ltd for alleged loss suffered by PEC Ltd. & MMTC Ltd on NSEL platform and aforesaid cases are pending for trial before the Court.

In the light of the above ongoing investigations and matters, the outcome of which is not known and is uncertain at this stage, we are unable to quantify the impact.

2. For qualification referred in Sr. No. A 2(a) above

   The Company is taking all steps to defend its position, however since all matters are sub-judice, the Company is unable to quantify the impact, if any, of such legal proceedings on the financial statements of the Company. There are no claims/litigations/potential settlements involving the Company directly or indirectly, which may require adjustments in the Consolidated Ind AS Financial Statements.

3. For qualification referred in Sr. No. A 2 (b) above:

   The trade receivables, other receivables are subject to confirmation and reconciliation. The management, however, does not expect any material changes on account of such reconciliation/ confirmation from parties. In many cases legal notices have been sent to the parties in earlier years; however we are unable to form any opinion on the recoverability of the outstanding balances of such parties.

(ii) Auditors' Comments:

Quantification is not possible.

For 63 moons technologies limited

Chitkala Zutshi
Chairman Audit Committee

S Rajendran
Managing Director & CEO

Devendra Agrawal
Whole Time Director & CFO

Place: Mumbai
Date: May 18, 2026

In terms of our Report issued under Regulation 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015.

For **Chaturvedi Sohan & Co.**
Chartered Accountants
FRN: 118424W

Vivekanand Chaturvedi
Partner
M.No.: 106403
UDIN: 26106403IIVEIZ7387

63 moons technologies limited

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