CKA Birla Group

birlasoft

July 3, 2026

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

Scrip ID: BSOFT
Scrip Code: 532400

Kind Attn: The Manager,
Department of Corporate Services

National Stock Exchange of India Ltd.,
Exchange Plaza, C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai – 400051.

Symbol: BSOFT
Series: EQ

Kind Attn: The Manager,
Listing Department

Subject: - 35th Annual Report of Birlasoft Limited ("the Company") for FY 2025-26.

Dear Sir/Madam,

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the SEBI (LODR) Regulations, 2015"), please find attached the 35th Annual Report of the Company for FY 2025-26 which is being sent through electronic mode to the Members who have registered their e-mail addresses with the Registrar and Transfer Agent ("RTA")/Depository Participants ("DPs").

Further, in accordance with Regulation 36(1)(b) of the SEBI (LODR) Regulations, 2015, the Company is also sending a letter to Members whose e-mail addresses are not registered with the RTA/DPs providing the weblink through which the Annual Report can be accessed on the Company's website.

The Annual Report is available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings.

Kindly take the same on record.

Thanking you.

Yours faithfully,

For **Birlasoft Limited**

Sneha Prashant Padve

Digitally signed by Sneha Prashant Padve
Date: 2026.07.03 13:00:39 +05'30'

BIRLASOFT LIMITED

Sneha Padve
Company Secretary & Compliance Officer
Membership No. A9678

Encl.: - As mentioned above.

CKA Birla Group

birlasoft

Accelerating AI
Intent. Innovation. Impact.

Annual Report 2025-26

Accelerating
Intent.
Innovation.
Impact.

At Birlasoft, every transformation begins with a clear purpose. As we continue to evolve in an increasingly AI-driven world, we remain focused on translating ambition into action, building capabilities that enable sustainable growth and long-term value creation. This commitment is reflected in our FY 2025-26 theme.

The theme represents the three forces shaping Birlasoft's journey. Intent reflects the clarity of our vision and the conviction with which we pursue our strategic priorities. Innovation embodies our ability to harness emerging technologies, particularly Artificial Intelligence, to reimagine possibilities, strengthen capabilities and create differentiated value. Impact signifies the outcomes we deliver – for our clients, our people, our stakeholders and the broader communities we touch.

During the year, we continued to strengthen our foundations while advancing our AI-led transformation. We invested in talent, enhanced our digital capabilities, continued building a culture of continuous learning and accelerated the integration of intelligent technologies across the organisation. These efforts have enabled us to become more agile, resilient and future-ready.

As we move forward, our focus remains on accelerating every aspect of our growth journey – converting intent into execution, innovation into advancement and effort into meaningful impact. Together, these elements form the foundation of our continued pursuit of excellence and a vision for a smarter, more connected future.

Contents

Corporate Information

BOARD OF DIRECTORS

Amita Birla
Chairman

CK Birla
Non-Executive Director

Ananth Sankaranarayanan
Independent Director

Satyavati Berera
Independent Director

Nidhi Killawala
Independent Director

Manish Choksi
Independent Director

Angan Guha
Chief Executive Officer &
Managing Director

Chandrasekar Thyagarajan
Chief Financial Officer

Sneha Padve
Company Secretary &
Compliance Officer

AUDITORS

Statutory Auditor

M/s. S R B C & Co LLP
Chartered Accountants

Secretarial Auditor

Dr. K. R. Chandratre
Practising Company Secretary

REGISTRAR & TRANSFER AGENT

MUFG Intime India Private Limited
(Formerly known as Link Intime India
Private Limited)

BANKERS

State Bank of India

HDFC Bank Limited

The Hongkong & Shanghai
Banking Corporation Limited

Citibank N.A.

Axis Bank Limited

ICICI Bank Limited

Kotak Mahindra Bank Limited

Standard Chartered Bank

Key Performance Indicators

Key Highlights of FY 2026

Revenue
₹ 5,310.0 Cr | $ 597.5 Mn

EBITDA
₹ 866.0 Cr | $ 97.5 Mn

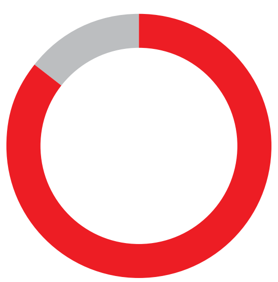
PAT
₹ 518.4 Cr | $ 58.3 Mn

Headcount
11,363

Cash & Cash Equivalents
₹ 2,637.3 Cr | $ 278.1 Mn

Networth
₹ 4,113.1 Cr | $ 433.7 Mn

Client Geography



Americas
85.8%

RoW
14.2%

Revenue by Industry Verticals

Manufacturing
37.9%

BFSI
24.4%

Lifesciences & Services
20.4%

Energy & Utilities
17.3%

Revenue by Service Offerings

Digital and Data
57.7%

ERP
31.5%

Infrastructure
10.8%

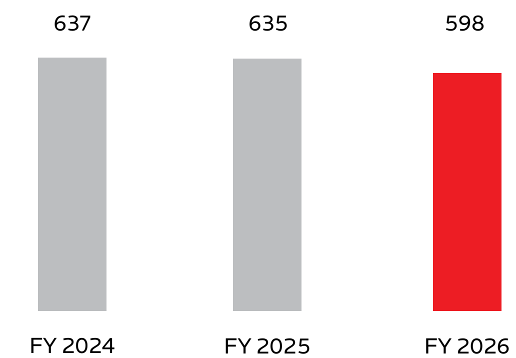
Client Concentration

Top 5
42.2%

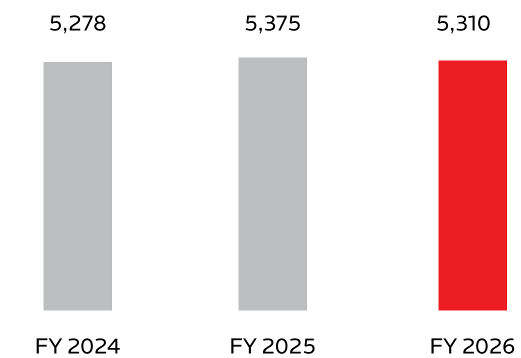
Top 10
55.2%

Top 20
67.0%

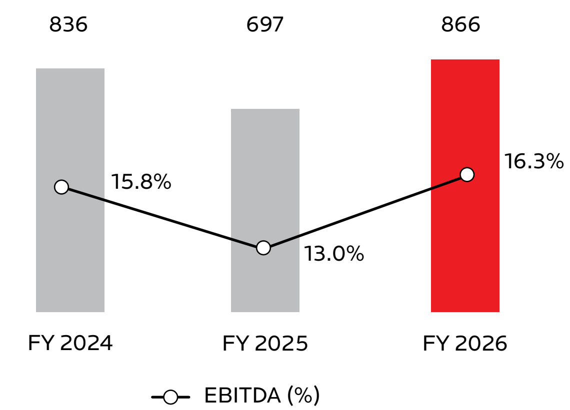
Revenue from Operations ($ Mn)



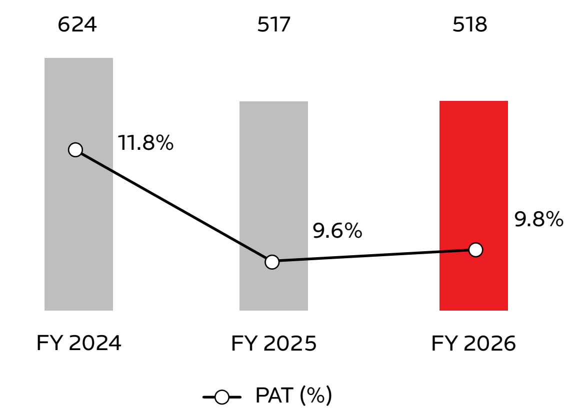
Revenue from Operations (₹ Cr)



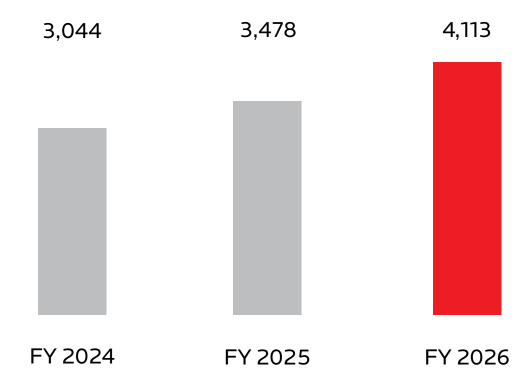
EBITDA (₹ Cr)



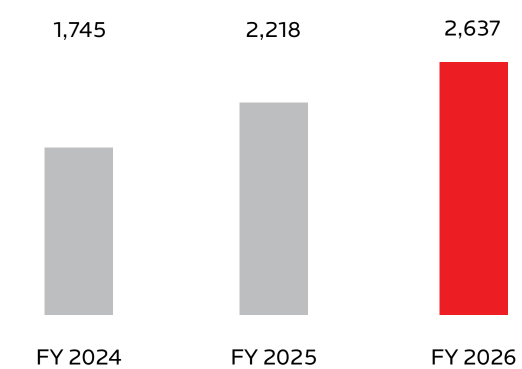
PAT (₹ Cr)



Networth (₹ Cr)



Cash & Cash Equivalents including Investments (₹ Cr)



CHAIRMAN'S LETTER

Dear Shareholders,

As we look back on the year, one truth stands out: enduring institutions are shaped not just by success in stable times, but by the clarity and resolve they demonstrate amid change. FY 2026 unfolded in an environment of heightened uncertainty, yet it was a year of learning and purposeful investment for the future. When volatility becomes constant, leadership is defined by the choices it makes about where to remain anchored and where to adapt with intent.

The CKA Birla Group: Rooted in Purpose, Evolving with the Times

As the CKA Birla Group, we are advancing our evolution as a diversified, globally-oriented enterprise: strengthening our businesses, expanding our international presence and sharpening our strategic priorities in the sectors where we can create the greatest long-term value.

We believe that enduring success is built on disciplined growth, operational resilience and responsible stewardship. By balancing commercial ambition with a commitment to the communities and societies in which we operate, we seek to create sustainable value for customers, employees, partners, shareholders and future generations.

Our purpose has remained constant across decades of change: to build institutions that endure and contribute meaningfully to economic and social progress. We are particularly drawn to opportunities that expand access to education, improve healthcare outcomes, and foster the conditions for sustainable enterprise and innovation to flourish. Through these efforts, we aim not only to grow businesses, but also to strengthen the foundations upon which long-term prosperity depends.

The Global Environment: Recalibration and a New Technology Cycle

This was a defining year for enterprise AI, as organisations moved from exploration to scaled adoption. For technology services companies, this shift presents a unique opportunity to translate innovation into measurable business impact through responsible, value-led transformation.

Birlasoft's Strategic Focus: Building Capability, Deepening Relevance

Birlasoft's strategy remains anchored in strengthening core capabilities while deepening its relevance through focused investments in next-generation technologies, ecosystem partnerships and outcome-led operating models. Always with an emphasis on customer success and sustainable value creation.

During FY 2026, the Company made bold investments in AI and GenAI, Cloud and advanced analytics. These efforts were anchored by two flagship transformation initiatives Project Athena and Optimus.

- Project Athena is our enterprise-wide programme covering multiple initiatives such as pipeline generation, delivery excellence, and talent supply chain
- Optimus applies data, automation and AI to transform our operations and enhance delivery

Together, these initiatives reflect Birlasoft's deliberate shift from capacity creation to domain and AI-led capability development, coupled with a stronger focus on client-centric execution.

We invested in our partnerships with hyperscalers, GenAI leaders and specialised AI companies to bring domain specific AI solutions to our customers. We also delivered cutting edge AI-led domain solutions at our top customers which we are now productising as repeatable assets.

The Rise of Physical AI

A significant development reshaping our core verticals is the emergence of Physical AI. The convergence of artificial intelligence with physical systems through advanced semiconductors, robotics, edge computing and autonomous operations means AI is moving out of the lab and onto the factory floor, the warehouse aisle and the energy site.

This is Industrial Intelligence, which is directly relevant to Birlasoft's Manufacturing and Life Sciences clients.

- In Manufacturing, Physical AI means autonomous quality inspection, predictive maintenance driven by edge-deployed models and digital twins that compress product development cycles
- In Life Sciences, it means AI-driven laboratory automation and autonomous supply chain orchestration

Birlasoft is positioning itself at this intersection. Backed by the Group's longstanding manufacturing heritage and healthcare capabilities, we are building a differentiated offering across Engineering & Manufacturing, IT-OT integration, and Industry 5.0 solutions. Our experience across industrial and healthcare environments provides valuable insight into the operational realities facing both manufacturers and life sciences organisations, enabling us to engage with clients from a position of experience and understanding.

Birlasoft's role is to be that integrator by building the orchestration layer for AI, digital twins and safety logic. It bridges the gap between robotics OEMs, sensor providers and hyperscaler platforms on one side, and live operating workflows on the other. This allows intelligence, automation and safety systems to operate as a unified whole across both industrial and regulated healthcare environments.

FY 2026 Performance: Resilience with Financial Discipline

Our EBITDA margin expanded by 333 basis points to 16.3%, reflecting improved operational efficiencies and cost discipline. Net profit was ₹ 5,184 million, broadly stable year-on-year. Cash and cash equivalents grew 19% year-on-year, underscoring balance sheet strength. The Board has recommended a final dividend of ₹ 4 per share in addition to the interim dividend of ₹ 2.5 per share paid during the year.

Our deal momentum improved in the second half, Q3 and Q4 FY2026 saw TCV of $202 million and $208 million respectively, the strongest consecutive quarters of the year with several marquee AI-led engagements. Our aspiration to be the trusted transformation partner for fast growing mid-market enterprises from strategy to scaled execution is shaping well.

Responsible Growth: ESG as a Value Creation Discipline

Birlasoft has advanced its Net Zero commitment to 2040 from 2050, reinforcing the integration of climate priorities into its long-term growth strategy. Near-term and long-term emission reduction targets have been submitted to the Science Based Targets initiative for validation.

The Company's sustainability efforts continue to receive strong external recognition. Birlasoft was rated in the 'Leader' category by NSE Sustainability Ratings & Analytics, ranking among the top 10% of assessed companies for ESG integration and responsible business practices. Morningstar Sustainalytics classified Birlasoft as Low ESG Risk, while S&P Global placed us in the 97th percentile for ESG practices, and CRISIL awarded an ESG score of 64.

Birlasoft has also received endorsement from the United Nations Global Compact (UNGC) and mapped its material ESG topics to the UNGC's Ten Principles, a meaningful step toward alignment with internationally recognised standards.

People and Culture: Investing in a Future-Ready Workforce

Birlasoft's 11,000+ workforce is the bedrock of everything we do. In FY 2026 we deepened our investment in AI fluency across the workforce and embedded inclusion into how we work and lead. We set up the Birlasoft AI Academy with an aim to train our people in Agentic AI and leading AI technologies. We earned the Great Place to Work certification for the fifth consecutive year and were recognised among India's Top 50 Best Workplaces in IT.

Building capability remains central to Birlasoft's long-term growth strategy, with learning and development serving as a critical enabler of business transformation. During the year, learning penetration reached 99.6% across the workforce, with employees completing more than 7,57,000 learning hours. Over 7,900 employees were trained through GenAI programs, with Agentic AI developers now being a standard deployment in live client environments.

CSR: Creating Impact Where It Matters

Our CSR efforts continue to centre on women and children, education and community enablement with a strong emphasis on inclusion and accessibility. During the year, the company supported infrastructure for high quality cancer care and inclusive education for the visually impaired by establishing a Braille Digital Library. This has helped over 215 visually challenged children gain access to assistive learning. We also actively tapped into employee volunteering through our BForce program.

Looking Ahead: Clarity, Capability and Confidence

While near-term demand conditions may remain uneven, the long-term direction is clear.

Enterprises will continue to modernise, automate, secure and redesign operating models, now increasingly with AI at the core.

Birlasoft is approaching this opportunity with clear priorities:

- Deepen client relevance through strong domain-led capabilities
- Scale AI-led transformation responsibly
- Strengthen execution discipline
- Continue investing in people and partnerships that compound capability over time

To our shareholders, thank you for your patience and your continued trust. To our clients, we are grateful for the partnership and determined to earn a larger share of your transformation agenda. To our employees, the year ahead will demand more from all of us.

I am confident this team is ready to build for the long term, and as always guided by integrity, responsibility and ambition.

Warmly,
Amita Birla

CEO & MD's LETTER

Dear Shareholders,

In times of change, clarity of purpose becomes a defining strength. At Birlasoft, we are anchored by a simple yet enduring ambition - to be a resilient and forward-looking technology partner, enabling our clients to convert disruption into opportunity. Our strategy is guided by a disciplined application of AI and digital technologies, ensuring that every intervention we make delivers tangible outcomes and long-term stakeholder value.

Industry Outlook: Transition with Opportunity

The technology services sector is at an inflection point. AI has moved beyond experimentation to enterprise-wide adoption, redefining how businesses operate and compete. Although demand patterns in the near term remain uneven, the structural drivers of growth remain firmly intact. Clients today seek partners who bring AI-first technical capabilities combined with deep domain expertise and disciplined execution, delivering at speed to drive measurable, scalable impact.

Our Strategic Direction

Against this backdrop, Birlasoft has made bold investments to transform itself into a strategic AI transformation partner to our customers. We are building GenAI powered vertical solutions and embedding AI meaningfully across our service offerings, strengthening our ability to help clients navigate change with confidence. Our approach combines deep industry knowledge with digital, data, and AI capabilities, underpinned by disciplined delivery.

We are investing in expanding our partnerships with hyperscalers, GenAI leaders, and specialised AI companies, enhancing capabilities across key industries, and developing platforms and accelerators that enable seamless enterprise transformation.

Execution Excellence and AI-led Innovation

Execution discipline remains central to how we operate. During the year, we scaled the deployment of AI-powered solutions across engagements.

For example, for a leading US financial services client, we have built a GenAI and Agentic AI solution for enterprise Governance, Risk & Compliance. Our solution empowers the business to leverage conversational AI to identify compliance issues and get resolution recommendations.

At a leading energy player, we applied GenAI and agentic workflows to preventive maintenance across asset inspection, repair intelligence and field execution.

We are actively advancing our "AI First" operating model - integrating AI into both our delivery frameworks and go-to-market approach to create sustained value for clients.

Quantum Sprint is our AI-first software engineering and delivery framework, designed to accelerate innovation through a seamless blend of AI agents, automation, and human oversight. It helps clients achieve faster outcomes while maintaining enterprise-grade governance, compliance and reliability.

Birlasoft Cogito is our enterprise-grade Agentic AI development platform that orchestrates the full SDLC with specialised agents, customisable workflows and built-in governance — enabling secure, high-speed and high-quality software delivery with measurable productivity gains.

Lynx is our AI-powered Unified Test Automation Platform — a low-code, self-reliant solution leveraging AI, GenAI, and Agentic AI to autonomously generate test cases, self-heal scripts, and deliver smart execution across enterprise application landscape.

We are leveraging our AI-first platforms and domain expertise to help clients reimagine business workflows, enhance decision-making through intelligent systems and accelerate software development.

Performance and Financial Highlights

Our performance this year reflects the realities of a subdued demand environment, with lower discretionary spends and a push for productivity benefits by customers, aggravated by recent geopolitical developments. Even as macroeconomic headwinds influenced growth, we remained focused on improving operational efficiency and strengthening our core capabilities.

For the year, consolidated revenue stood at ₹ 53,100 million. The Americas continued to be our largest market, contributing 86% of revenue, while Europe emerged as a key growth driver across other geographies. Manufacturing remained our largest vertical at 37.9%, followed by BFSI (24.4%), Lifesciences & Services (20.4%), and Energy & Utilities (17.3%).

Importantly, we made deliberate choices to exit non-profitable revenue streams. While this tempered top-line growth, it enabled meaningful improvement in profitability and efficiency. Our EBITDA margin improved to 16.3%, up from 13.0% in the previous year.

PAT stood at ₹ 5,184 million. Adjusted for one-time impacts related to Labour Code changes and higher US federal tax, PAT grew 27.6% YoY to ₹ 6,595 million.

Our cash and cash equivalents increased by 19% to ₹ 26,373 million, reflecting a strong balance sheet that supports continued investment in innovation, talent, and future-ready capabilities.

Strengthening Leadership

We are undertaking multiple measures to reinvigorate our growth engine. Key among them is the strengthening of our leadership team, aligning it with our growth ambitions. The appointments of Komal Jain as CEO – Americas, Vikram Puranik as Chief Operating Officer, and Chandrasekar Thyagarajan as Chief Financial Officer along with the return of Arun Rao as Chief Human Resources Officer, reflect our focus on enhancing execution, deepening client relationships, and building scalable capabilities globally. We are also in the process of enhancing our sales talent in both the US and European geographies and investing in our "AI First" operating model.

Building on Client Momentum and Partnership Strength

During the year, we secured several strategic, multi-year engagements across Manufacturing, Industrial, Energy and Communications sectors. Many of these wins are anchored in AI-led transformation, ranging from supply chain optimisation and hyper-automation to agent-driven ERP modernisation and resilience initiatives.

We also continued to invest in strengthening our partner ecosystem. Achievements such as AWS DevOps Competency and Oracle Cloud Solutions Provider Expertise underscore our ability to deliver secure, scalable and future-ready enterprise solutions.

Recognition and Industry Positioning

Our focus on capability building and people development was widely recognised. Birlasoft was ranked among India's Top 50 Best Workplaces™ in IT & IT-BPM 2025, along with receiving multiple recognitions across learning and development platforms.

Additionally, leading analyst firms including ISG, Avasant, HFS Research and Everest Group, acknowledged our growing leadership in AI-led services. Notably, we were recognised as a Leader in ISG's Manufacturing Industry Services and Solutions study, as well as across AI-driven ADM and Generative AI services.

These recognitions reflect not only our technical capabilities but also the consistency and reliability with which we deliver value for our clients.

Purpose-driven Commitment

Our growth is anchored in a clear sense of purpose - one that extends beyond business outcomes to creating enduring value for society and the environment.

This approach continued to shape our progress across ESG priorities during the year. We were recognized in the Leader category by NSE Sustainability Ratings & Analytics, earned a Low ESG Risk rating from Morningstar Sustainalytics, and advanced to the 97th percentile globally in S&P Global ESG Scores. We also strengthened our climate roadmap, with commitments aligned to Science Based Targets and our Net Zero 2040 ambition.

Our people-centric philosophy continues to drive our inclusion and leadership development efforts. The 'BEmpowered Rise & Lead' program saw 82 women graduate, while an additional 108 women benefited from the 'Each One Teach One' mentoring program across two cohorts. Further, our inclusion efforts were reflected in our ranking in the DEI 100 Index.

Looking Ahead

We are well positioned to translate AI from promise to measurable performance.

Following a year of reset, we are now moving decisively into execution. Our focus is clear: scale an AI-led, differentiated go-to-market approach that meets rapidly evolving client expectations for speed, efficiency, and value. By reimagining how AI is deployed across our portfolio, we are delivering sharper, more cost-effective solutions while strengthening our competitive edge. We will continue to enhance and advance our domain depth and invest with intent in acquiring and developing critical talent – to ensure that we stay ahead of client needs and lead in areas that matter most.

Our pipeline remains strong, and we are converting this momentum into consistent, profitable growth. Backed by a resilient balance sheet, we have the confidence and flexibility to invest for the future while maintaining the financial discipline that defines us.

We move forward with clarity and conviction - accelerating growth, expanding margins, and delivering consistent performance.

I thank our clients for their trust, our employees for their commitment and resilience, and our shareholders for their continued confidence in our journey..

Warm regards,
Angan Guha

BOARD OF DIRECTORS

Amita Birla is the Chairman of Birlasoft Limited and Co-Chairman of the CKA Birla Group.

As Co-Chairman of the CKA Birla Group, Amita Birla has played a defining role in the Group's evolution and diversification. She established Birlasoft and has overseen its growth from inception into a respected global IT services company, recognised for its delivery excellence and focus on emerging technologies.

Her leadership continues to shape the Group's strategic direction, guiding its growth in a rapidly transforming global landscape. With a strong emphasis on innovation, digital integration and long-term value creation, she brings a steady, future-focused perspective to the organisation's progress.

Amita is also actively involved in the Group's healthcare initiatives in India, where she works to strengthen clinical standards, improve operational capabilities, and enhance patient care.

Together with her husband CK, she supports a broad range of philanthropic initiatives across healthcare, science and technology, education, heritage and the arts – reflecting their shared commitment to social impact and nation-building.

CK Birla is the Non-Executive Director of Birlasoft and Chairman of CKA Birla Group.

Under CK Birla's leadership, the CKA Birla Group has cultivated exceptional strengths across engineering, industry and healthcare. The Group is on an ambitious growth path, guided by a commitment to excellence, strategic expansion and long-term partnerships with leading global institutions.

As Chairman, CK Birla has shaped the Group's vision with clarity and conviction, strengthening its international presence through bold, thoughtful leadership. His approach fosters responsible growth and global engagement, while preserving the Group's core values and legacy. A strong advocate for leadership development, he ensures that the Group continues to be guided by integrity, purpose and resilience.

Beyond the business sphere, CK Birla holds key roles in several eminent institutions. He is a member of the National Council of the Confederation of Indian Industry, is the Chancellor of the Birla Institute of Technology (Mesra) and is a trustee of the Carnegie Endowment for International Peace.

Together with his wife Amita, he supports a wide range of philanthropic initiatives spanning healthcare, science and technology, education, heritage, and the arts – affirming their shared commitment to social impact and cultural enrichment.

BOARD OF DIRECTORS

Angan Guha is the CEO & MD of Birlasoft. He provides strategic leadership to Birlasoft, driving significant scale and transformation. Prior to joining Birlasoft, Angan was the CEO for the Americas 2 Strategic Market Unit at Wipro and also served on its Executive Board and Group Executive Council. An Electronics Engineer from the University of Pune, Angan has also completed an executive program in management from the Booth School of Business, University of Chicago.

Angan is a Member of Stakeholders Relationship Committee and Corporate Social Responsibility Committee.

Ananth Sankaranarayanan is an Entrepreneur and an Investor in the consumer internet space in India. He is the Founder & CEO of Mensa Brands - one of India's largest D2C house of brands with the vision to build tech-led brands from India for the globe. Ananth serves as an Independent Director on the Board of Marico and is an active member of YPO, the Global Community of Young Leaders and Chief Executives.

Ananth is the Chairman of Nomination & Remuneration Committee and a Member of Audit Committee & Risk Management Committee.

Satyavati Berera is the former COO of PwC India and has 40+ years of experience in managing diverse portfolios and playing key leadership roles. She is an Economics Graduate from Lady Shri Ram College, Delhi University, and a fellow member of the Institute of Chartered Accountants of India (ICAI). She qualified as a Chartered Accountant in 1984, joined Price Waterhouse and subsequently became a Partner in 1995 with Price Waterhouse.

She is the Chairperson of Audit Committee and a Member of Corporate Social Responsibility Committee & Risk Management Committee.

Nidhi Killawala's background from the esteemed National Law School of India University, Bangalore, along with her role as a Partner in the Corporate team at Khaitan & Co LLP, showcases her expertise in law. Specialising in corporate transactions like mergers, acquisitions, and venture capital, she's known for navigating complex legal matters. Her experience advising global tech companies demonstrates her understanding of the sector's nuances.

Nidhi has been instrumental in major financing rounds and M&A deals in India, earning recognition as a "Recommended Lawyer" by publications like Legal 500 and Chambers, Asia-Pacific.

Nidhi is a Member of Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee & Risk Management Committee.

Manish Choksi is the Non-Executive Vice-Chairman of Asian Paints Limited. He has been associated with Asian Paints Limited since 1992 and has held various positions across Sales, Information Technology, Supply Chain, Chemicals, International Business and HR functions of the Company. He also serves as an Independent Director on the board of Torrent Pharmaceuticals Limited, Vedant Fashions Limited and MSL Driveline Systems Limited. He is an active angel investor and serves on the Global Advisory Board of Chiratae Ventures, one of India's largest venture capital companies. He is a Bachelor of Chemical Engineering and an MBA and MIS from the University of Houston, USA.

Manish is the Chairman of Risk Management Committee and a Member of Audit Committee.

About the CKA Birla Group

Creating long-term value through pioneering ideas and building trust for over 170 years.

From our origins in manufacturing, we have evolved into a services-led enterprise with technology as a core business. This is deeply integrated into how we serve our customers and strengthen our global competitiveness. It also reflects a deep commitment to empowering our people, recognising their diverse talents and leadership as pivotal to our continued success.

The Group's diverse portfolio includes Birlasoft, GMMCO, National Engineering Industries (makers of NBC Bearings), BirlaNu (formerly HIL), Orient Electric, CK Birla Healthcare (CK Birla Hospitals and Birla Fertility & IVF), Orient Paper, AVTEC and Neosym. Each of these businesses is guided by a shared purpose to serve customers, partners and communities while building enduring value through trust-based relationships.

Community Impact & Engagement

The Group has a longstanding legacy of nation-building and community development. Its contributions include educational and research institutions such as BIT Mesra, Modern High Schools, BM Birla Science Centre, and healthcare institutions under the CMRI Trust Hospitals, all of which continue to serve millions and nurture generations of talent.

Together, we are building the future.

We are the **CKA Birla Group**.

About Birlasoft

Birlasoft is a leading global technology services and consulting company, helping businesses accelerate digital transformation with speed, precision, and purpose. As part of the CKA Birla Group, we combine deep domain expertise and a future-ready mindset to solve complex business challenges and deliver sustainable value.

Today, AI is fundamentally reshaping the way businesses operate, compete, and create value. At Birlasoft, AI is not just a technology capability – it is central to our strategy, innovation, and delivery. AI is at the core of our solutions, platforms, and services to reimagine enterprise operations, accelerate intelligent decision-making, unlock productivity at scale, and help clients transform with confidence. Combined with our deep domain expertise and integrated capabilities across AI, data, cloud, and ERP, we enable enterprises to become more adaptive, autonomous, and future-ready.

Powered by a strong ecosystem of strategic partners, we co-innovate to deliver AI-led solutions that solve complex business challenges and create sustainable competitive advantage. Beyond business transformation, we are equally committed to harnessing technology to support broader societal impact through initiatives in education, digital skills, employability, and community development. At the same time, we continue to build an AI-native, high-performance culture that empowers our people to continuously learn, innovate, and lead in an increasingly intelligent world.

The Six Cultural Tenets

At Birlasoft, culture is not merely an aspiration – it is reflected in our everyday actions. Anchored in transparency, accountability, and a commitment to excellence, our culture is guided by six core tenets that influence how we collaborate, lead, and create value together.

- **Organisation First**
- **Customer Centricity**
- **People Centricity**
- **Say-Do Ratio**
- **Be Bold**
- **Quick Decision Making**

OUR SERVICES & VERTICALS

Accelerating Impact Through AI-Led Capabilities

Birlasoft combines AI-led capabilities with deep domain expertise, digital, cloud, and engineering excellence to accelerate transformation, enhance decision-making, and unlock new opportunities. As businesses navigate increasing complexity and technological disruption, we help them move beyond experimentation and deliver measurable impact through intelligent, scalable solutions.

Our AI-first approach is built to accelerate clients' journey from idea to impact at scale. We bring together AI, engineering, automation, and data to create connected, agile, and future-ready ecosystems.

Moving beyond traditional service delivery, we are evolving into an outcome-driven, AI-powered transformation partner. Through proprietary platforms, accelerators, and agentic solutions, we embed intelligence across the entire transformation lifecycle. Our human-plus-agent delivery model combines technology and talent to enhance speed, quality, compliance, and business outcomes.

Our Services

Digital and Data

We modernise enterprise digital cores and unlock the full potential of data through AI-powered solutions. Our expertise across advanced analytics, Generative AI, agentic automation, application modernisation, and digital engineering empowers businesses to scale innovation and operate with greater predictability and control. Through AI accelerators and intelligent agents, we help clients enhance decision-making, automate complex workflows, and build connected digital ecosystems that adapt to evolving business needs.

Enterprise Resource Planning

We deliver intelligent ERP transformations across SAP, Oracle, JD Edwards, Infor, Microsoft Dynamics 365, Salesforce, and other enterprise platforms. By embedding AI into core enterprise systems, we simplify operations, improve agility, and enhance productivity. Our industry-specific solutions, automation frameworks, and advisory-led approach enable enterprises to establish flexible, seamless, and future-ready technology foundations that support long-term growth.

Infrastructure and Cloud Technology

We help enterprises build secure, scalable, and intelligent digital ecosystems through our capabilities across cloud, cybersecurity, digital workplace, and infrastructure modernisation. Powered by automation, AI-led operations, and platforms such as Sigma, Lynx, we drive improved productivity, predictable quality, proactive insights, and seamless technology experiences across IT and business landscapes.

Where Digital Meets Operational Intelligence

Combining AI, IoT, engineering, and automation to enable connected industrial operations at scale

Industries We Serve

Birlasoft partners with leading enterprises across diverse industries, helping them navigate complexity, accelerate innovation and unlock sustainable growth.

Banking, Financial Services & Insurance (BFSI)

Birlasoft enables financial institutions to navigate an increasingly dynamic and regulated environment through next-generation digital solutions. From core banking modernisation and digital lending platforms to AI-led compliance and GenAI-powered underwriting, the Company helps banks, insurers and financial services providers enhance operational agility, strengthen risk management and deliver superior customer experiences across the value chain.

Life Sciences and Services (LSS)

Birlasoft partners with life sciences organisations to drive end-to-end transformation across research and development, clinical operations, manufacturing and commercialisation. Leveraging AI-powered solutions and deep domain expertise, the Company helps accelerate innovation, improve regulatory compliance, enhance operational efficiency and ultimately deliver better patient outcomes across the life sciences spectrum.

Manufacturing

Birlasoft empowers manufacturers to build intelligent, connected, and sustainable enterprises. Through smart factory solutions, resilient supply chain capabilities, and exponential technologies such as AI, Physical AI, and IoT, supported by its bMACH™ framework, the Company enables operational excellence, product innovation, and seamless IT-OT convergence, helping clients create manufacturing ecosystems of the future.

As the advent of Physical AI accelerates innovation across the manufacturing ecosystem, Birlasoft will continue to support this transformation by helping enterprises unlock greater agility, efficiency, and sustainable growth through intelligent, connected operations.

Energy & Utilities (E&U)

Birlasoft supports energy and utility companies in modernising critical infrastructure and accelerating their digital transformation journeys. By combining AI/ML-driven intelligence, connected field operations and advanced analytics, the Company helps clients optimise performance across the energy value chain, from digital oilfields and renewable energy assets to smart utility networks.

The future of enterprise transformation will be shaped by the convergence of digital intelligence with operational execution. Birlasoft's continued investments in engineering, AI-led automation, Industry 5.0, cloud platforms, and connected operations position us to help clients build resilient, intelligent, and future-ready businesses.

Success Stories

Leading Energy Player: Preventive Maintenance With Agentic Workflows

Birlasoft helped a leading energy player in transforming preventive maintenance across asset inspection, repair intelligence and field execution by leveraging GenAI and Agentic technologies. The solution brings together inspection observations, work orders, engineering context, anomaly signals and utilisation trends so teams can move from manual triage to guided decision support.

Daily drill reports and maintenance documents are deciphered using document intelligence and AI agents, converting unstructured field narratives into reusable equipment insights, recommended follow-ups and traceable maintenance actions. The approach is designed with an outcome assurance lens through prompt logs, agent traces, approval checkpoints and evidence-backed recommendations, while keeping field teams in control of final decisions.

Impact

- 20-30% faster asset health acknowledgement through summarised inspection and repair intelligence
- Reduced manual triage for field teams through guided workflow routing and retrieval
- Improved maintenance prioritisation with condition, anomaly and utilisation trends
- Better material planning for reorder, reuse, retirement and work package decisions
- Outcome assurance orientation with evidence-backed actions, validation checkpoints and controlled human review

Global Life Sciences Enterprise: Conversational Analytics & Regulatory Intelligence

Birlasoft partnered with a global life sciences enterprise in applying GenAI and agentic workflows to enterprise analytics, research support and regulatory operations. The program brought together conversational querying, intelligent metadata, unified analytics and secure access patterns so business and domain teams could move from fragmented data discovery to a more responsive decision-support model.

The solution combined AI agents for query parsing, schema discovery, optimisation, result formatting, auditability and compliance-aware orchestration. Document intelligence capabilities also helped accelerate clinical and regulatory document preparation, while validation checkpoints and governed access helped teams improve quality without losing operational control.

Impact

- Up to 85% reduction in query response time, helping move key analytics workflows from hours to seconds
- Faster time-to-insights through agentic query optimisation, metadata enrichment and unified analytics
- Accelerated document preparation for clinical and regulatory workflows with AI-assisted summarisation
- Stronger compliance posture through audit trails, security controls and guided monitoring
- Connected decision support across research, commercial and operational teams

Global Insurer: AI-Led Underwriting & Document Workflow Automation

Birlasoft supported a global insurer in applying GenAI and agentic workflows to market intelligence, submission triage and document-heavy underwriting processes. The program brought together market monitoring, broker submission handling, risk prioritisation and certificate workflows so teams could move from fragmented manual activity to a more coordinated operating model.

The solution combined focused AI agents for market watching, comparison, prioritisation, orchestration and reporting. These agents helped interpret unstructured inputs, support decision-making and improve workflow discipline, while keeping underwriting and operations teams in control of final actions and compliance checkpoints.

Impact

- Faster market intelligence cycle through automated ingestion and competitive signal summarisation
- 10-20% reduction in underwriting cycle time through intelligent submission automation
- Improved quote-ratio performance through faster response and better prioritisation
- More consistent compliance execution through guided orchestration and auditability
- Better resource utilisation by automating routine scoring, triage and reporting tasks

Driving Enterprise AI-Led Transformation Across a Global MedTech Leader

Birlasoft is driving a large-scale AI-led transformation at a global MedTech leader by combining agentic AI, modern data platforms, and next-gen analytics capabilities into a unified enterprise program. The engagement spans 5+ business domains - supply chain, commercial, sales, finance, and manufacturing where purpose-built AI agents are automating and orchestrating complex workflows such as demand sensing, inventory optimisation, order-to-cash, sales forecasting, financial close, and production scheduling.

This is underpinned by a strong AI/data foundation through an enterprise AI Catalog enabling governed data discovery, lineage, and reusable AI-ready assets. In parallel, Birlasoft is modernising the data ecosystem by retiring legacy platforms and migrating to a cloud-native AI powered automation. The program is further enhanced by deploying next-generation capabilities including conversational analytics and rapid AI application development across business domains.

Impact

- 30-40% reduction in manual effort across 6+ automated workflows spanning demand sensing, inventory optimisation, order-to-cash, forecasting, financial close, and production scheduling
- 20-30% improvement in forecasting accuracy and cycle-time reduction across financial close and supply chain planning.
- 5+ enterprise domains transformed with agentic AI - supply chain, commercial, sales, finance, and manufacturing
- Enterprise AI Catalog enabling governed discovery across 1,000+ data assets with full lineage and metadata enrichment

ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG)

Advancing Environmental Stewardship. Creating Long-Term Value.

Sustainability is integral to how we design, deliver, and scale digital solutions for global stakeholders. As a purpose-driven IT services organisation, we recognise the role of technology in shaping an inclusive and resilient future. We aspire to be an ESG leader by embedding environmental stewardship, social responsibility, and strong governance across our operations and value chain.

net zero commitment

Birlasoft has advanced its Net Zero commitment to 2040 from 2050, reflecting a deliberate integration of climate considerations into our long-term growth strategy. We have submitted near-term and long-term emissions reduction targets to the Science-Based Targets initiative (SBTi) for validation.

ESG Ratings

Carbon Disclosure Project (CDP)
Rating – 'B-'; recognised in the 'Management' category

NSE Sustainability Ratings & Analytics
Score – 74; recognised in the 'Leader' category

Morningstar Sustainalytics
Rating – 14.6; categorised as 'Low ESG Risk'

SILVER | Top 15% ecovadis Sustainability Rating FEB 2026

EcoVadis
Score – 76; awarded a 'Silver Medal' with 91st percentile, placing us in the top 9% of all the companies assessed globally

SES ESG
Rating – 73.6 (B+ Category)

ESG Recognitions

Showcased **best sustainability practices at a joint ILO–UNGC session** on Responsible Business Conduct, receiving formal appreciation from both organisations.

Received an endorsement from the UNGC, **with material topics mapped to all 10 UNGC Principles.** Birlasoft will next submit its Communication on Progress (CoP) across all 10 principles.

WE SUPPORT UN GLOBAL COMPACT

Birlasoft's ESG data and disclosures for FY 2025-26 underwent independent third-party verification, with reasonable assurance provided for BRSR, to ensure accuracy, completeness, and reliability.

Key Initiatives

Emissions Management

The Company's carbon reduction strategy is anchored in three key pillars that drive impact across operations and beyond. It focusses on enhancing energy efficiency and digital optimisation to reduce overall consumption, including transitioning offices to green buildings that meet higher sustainability standards. It also accelerates the transition to renewable energy sources to lower emissions, and advances value chain decarbonisation by engaging suppliers and partners.

Linkage with the UN SDGs 3, 7, 9, 11, 13

Waste Management

Birlasoft recognises its responsibility for effective e-waste management, with 100% of the e-waste generated in FY 2025-26 recycled through authorised recyclers. At its Pune campus, spread across a 9-acre green landscape, 100% of plant waste is recycled and reused for garden maintenance through an Organic Waste Composter (OWC). Further, nearly 100% of hazardous waste is recycled. These efforts reflect Birlasoft's continued commitment to advancing circularity through the 3R principles of Reduce, Reuse, and Recycle.

Linkage with the UN SDGs 11, 12, 13, 15

Energy Management

The Company is progressively integrating solar power into its energy mix, with its Pune office already operating on 100% renewable electricity. Further, digital interventions such as scaling down physical servers across operations, adoption of cloud-based solutions, and upgrades to communication infrastructure have contributed to reducing the overall energy consumption.

Linkage with the UN SDGs 7, 9, 11, 12, 13

Water Management

The Company has achieved zero liquid discharge across its office locations, supported by the recycling and reuse of 100% of the wastewater generated. At its Pune campus, a CAMUS-SBT sewage treatment plant (STP) treats all wastewater, with the treated water fully reused. A well-designed stormwater drainage network at Pune further supports effective rainwater runoff management, helping prevent flooding and contributing to groundwater recharge.

Linkage with the UN SDGs 8, 11, 12, 13, 15

Climate Risk Assessment

Birlasoft conducted a comprehensive Climate Risk Assessment (CRA) in alignment with IFRS (International Financial Reporting Standards) S2 requirements. The CRA incorporates scenario analysis under RCP 2.6/SSP1 (below 2°C) and RCP 4.5/SSP2 (above 2°C) frameworks, evaluating location-specific risks and mitigation measures.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Strengthening Communities. Shaping Futures.

Birlasoft aims to create a meaningful impact across the communities in which it operates. Whether through education, skill development, or healthcare programmes, we align our business goals with broader societal needs, empowering lives and contributing to sustainable development.

CSR VISION

1 Create
2 Collaborate
3 Change
4 Consistency

CSR FOCUS AREAS

- Environmental Sustainability
- Healthcare
- Women & Child Development
- Employee Volunteering

CSR Programs

Environmental Sustainability

Global Community Day
Promoting employee participation to drive sustainable waste management and segregation initiatives through awareness sessions and responsible disposal.

197
Employees along with their family members participated in the Global Community Day - Earth

Linkage with the UN SDGs

Women and Child Development

Project Disha
Empowering underserved girl students with digital literacy, essential soft skills, and meaningful corporate exposure, nurturing future-ready talent.

581
Girls supported through scholarships and employability-linked programs

294
Underserved students received corporate exposure and leadership interactions

323
Girls empowered through focused skill-sharing sessions

Linkage with the UN SDGs

Education for Visually Impaired
Supporting inclusive education for the visually impaired through the establishment of a Braille-Digital Library in Hyderabad and a Music Room and Computer Lab in Delhi, empowering individuals to learn independently.

60+
Employees contributed across initiatives

215
Visually impaired children supported with assistive technology and creative learning platforms

Linkage with the UN SDGs

Employee Volunteering

Birlasoft for Community (BFORCe)
Encouraging employees to contribute to society through mentorship, guidance, community engagement, and awareness initiatives, making a meaningful difference.

Key Initiatives
- **Joy of Giving:** Creating sustainable impact for communities and society at large
- **Gift a Smile:** Promotes collective participation to build stronger communities
- **I-Pledge:** Strengthens women's health through distribution of menstrual hygiene kits and awareness sessions
- **Miles for Smiles:** Drives societal well-being

60+
NGOs connected at the Joy of Giving

557
Stationery kits distributed to underserved children

3,000
Employees pledged their support through I-Pledge, resulting in the donation of 3,000 menstrual hygiene kits

728
Underprivileged children benefited through the distribution of education and stationery kits through Miles for Smiles initiative

Linkage with the UN SDGs

DIVERSITY, EQUITY AND INCLUSION (DEI)

People-First. Inclusive. Future-Ready.

At Birlasoft, Diversity, Equity and Inclusion (DEI) is integral to building a resilient, future-ready organisation, one where individuals feel valued, respected, and empowered. In FY 2026, our DEI agenda continued to evolve from intent to measurable impact, driving progress across representation, capability building, inclusive culture, and employee experience.

Guided by a dedicated DEI Policy aligned with our Equal Opportunity framework, we remain committed to ensuring equitable access, fair treatment, and growth opportunities for all, irrespective of gender, age, ethnicity, disability, sexual orientation, or socio-economic background.

Our approach is anchored in four cultural dimensions as follows:

- Care
- Consideration
- Collaboration
- Coexistence

Representation and Inclusive Hiring

FY 2026 marked steady progress in strengthening workforce diversity across the organisation, reflecting our commitment to building a more inclusive workforce.

Key Highlights

25%
Overall gender diversity

50%
Women representation in external campus hiring

Retention, Mobility, and Stability

Our retention approach is centred on flexibility, engagement, and long-term career continuity, enabling employees to grow while balancing evolving professional and personal priorities.

Key Highlights

74%
Retention rate under Returning Mothers Program

Inclusive Culture

Building an inclusive mindset at scale remains a key priority, supported by awareness programmes, sensitisation initiatives, and inclusive leadership engagement across geographies.

Key Highlights

47
Inclusion and sensitisation sessions

82%
Organisation-Wide 'Building an Inclusive Workplace training' completion rate

Developing Diverse Leaders

Strengthening a diverse leadership pipeline remains central to our DEI agenda, with focused programs to accelerate leadership readiness among women employees.

Key Highlights

82
Women graduated from 'BEmpowered Rise & Lead' program across four cohorts

80%
Retention of women through this program across four cohorts

108
Women benefited through 'Each One Teach One' Mentoring Program across two cohorts.

Awards Received

CORPORATE

- Birlasoft recognised as a Great Place to Work® for the fifth consecutive year
- Birlasoft is one of India's Top 50 Best Workplaces™ in IT & IT-BPM 2025
- Birlasoft recognised at the 8th Annual BW Best CFO Awards 2025 in the category of Excellence in Treasury and Cash Management
- Birlasoft Chief Technology Officer Ganesan Karuppanaicker recognised among HR Association of India's Tech Pioneers: CTOs Building the Future of Technology list
- Birlasoft ranked among the Top 10 Investor Relations Professionals in the Technology – IT Services & Software category in the Extel (formerly Institutional Investor Research) 2025 Asia Executive Team Rankings. Additionally, Birlasoft was recognised among the Top 3 in the Rest of Asia (ex-Mainland China) segment

BUSINESS

- Birlasoft's BFSI teams won two of the top three awards at the Synchrony CodeQuest Hackathon 2025, reinforcing its commitment to AI-driven innovation
- Three of Birlasoft's leaders - Anubhav Sharma, Program Manager; Karthikeya Shastry, Program Director; and Sarvesh S., Associate Practice Director, were featured in India's Top 100 Great People Managers™ 2025, a testament to the company's strong leadership and people-centric culture

HR

- Birlasoft honoured with the Gold award at the Brandon Hall HCM Excellence Awards 2025 in the category of Best Competencies and Development for the flagship PMAspire programs
- Birlasoft received the Coursera Talent Transformation Award at Coursera Connect 2025 for its learning-led approach to building a future-ready workforce
- Birlasoft won Gold at the People Matters Leadership, Learning & Culture Awards 2025 in the Learning Culture Transformation category
- Birlasoft's talent transformation platform, SkillFolio, honoured as the Winner in the 'Technology at Workplace' Category at the FICCI National HR Innovation Awards 2025
- Deeraj Malhotra, Vice President - Human Resources, and Sarika Arora, Global Head – DEI, were recognised with the Women Achievers Award 2026 by the HR Association of India

CSR

- Birlasoft wins SkillWiz Award at Karma Awards 2025 for Project Disha and e-Vidya

DEI

- Birlasoft ranked 40th in the DEI 100 - India's first Diversity, Equity and Inclusion Index, reflecting its progress in advancing inclusion
- Sarika Arora, Global Head – DEI at Birlasoft named among HR Association of India's DE&I Leaders Defining the Landscape list

ESG

- Birlasoft honoured with the Sustainable Initiative of the Year award at the 5th Sustainability Summit, recognising its continued commitment to environmental and social responsibility
- Birlasoft recognised as India's Leading Listed ESG Entity by Dun & Bradstreet in D&B's ESG Champions of India

Recognitions Received

ISG

- Birlasoft recognised as 'Leader' in Generative AI Services 2025 ISG Provider Lens® Study - Global
- Birlasoft recognised as 'Leader' in AI-driven ADM Services 2025 ISG Provider Lens™ Study
- Birlasoft recognised as 'Leader' in SAP Ecosystem 2026 ISG Provider Lens® Study - U.S.
- Birlasoft recognised as 'Leader' in Manufacturing Industry Services and Solutions 2025 – Mid-Tier and Specialist IT Firms ISG Provider Lens® Study - Global
- Birlasoft recognised as 'Leader' in Oil and Gas Industry 2025 ISG Provider Lens® Study - Americas
- Birlasoft recognised as 'Product Challenger' in ServiceNow Ecosystem 2026 ISG Provider Lens® Study
- Birlasoft recognised as 'Product Challenger' in Salesforce Ecosystem Partners 2026 ISG Provider Lens® Study - Brazil, Germany, U.K., U.S.
- Birlasoft recognised as 'Product Challenger' in Databricks Ecosystem Partners 2026 ISG Provider Lens® Study - Global
- Birlasoft recognised as 'Product Challenger' in Procurement Services 2026 ISG Provider Lens® Study - Global
- Birlasoft recognised as 'Product Challenger' and 'Market Challenger' in Medical Device Digital Services 2025 ISG Provider Lens™ Study
- Birlasoft recognised as 'Product Challenger' in Agentic AI Services 2025 ISG Provider Lens® Study - Global
- Birlasoft recognised as 'Product Challenger' in Supply Chain Services 2025 ISG Provider Lens™ Study - Brazil, Global
- Birlasoft recognised as 'Product Challenger' in AWS Ecosystem Partner 2025 ISG Provider Lens™ Study
- Birlasoft recognised as 'Product Challenger' in ISG's Automotive and Mobility Services and Solutions 2025 ISG Provider Lens™ Study
- Birlasoft recognised as 'Product Challenger' in ISG's Private/ Hybrid Cloud – Data Center Services 2025 ISG Provider Lens™ Study
- Birlasoft recognised as 'Product Challenger' in ISG's Snowflake Ecosystem Partners - 2025 ISG Provider Lens™ Study
- Birlasoft recognised as 'Product Challenger' in Global Capability Center (GCC) Services 2026 ISG Provider Lens® Study - Global

HFS Research

- Birlasoft positioned in 'Horizon 2' in HFS Horizons: Next-Gen IT Infrastructure Services, 2026
- Birlasoft positioned in 'Horizon 2' in HFS Horizons: Legacy Application Modernization Services, 2025
- Birlasoft positioned in 'Horizon 2' in HFS Horizons: Life Sciences Services Providers, 2025
- Birlasoft positioned in 'Horizon 1' in HFS Horizons: Agentic Services, 2026

Avasant

- Birlasoft recognised as an 'Innovator' in Avasant's SAP SuccessFactors Services 2025 RadarView™
- Birlasoft recognised as an 'Innovator' in Avasant's Manufacturing Digital Services 2025 RadarView™
- Birlasoft recognised as 'Disruptor' in Hybrid Enterprise Cloud Services 2025-26 RadarView™ Study by Avasant
- Birlasoft recognised as 'Disruptor' in End-user Computing Services 2025-26 RadarView™ Study by Avasant
- Birlasoft recognised as 'Disruptor' in Life Sciences Digital Services 2026 RadarView™ Study by Avasant
- Birlasoft recognised as 'Disruptor' in Digital Workplace Services 2025-26 RadarView™ by Avasant
- Birlasoft recognised as 'Disruptor' in Avasant's Internet of Things Services 2025 RadarView™
- Birlasoft recognised as 'Disruptor' in Avasant's Financial Services Digital Services 2025 RadarView™

Everest Group

- Birlasoft recognised as 'Star Performer' and 'Major Contender' in Everest Group's Banking IT Services PEAK Matrix® Assessment 2025
- Birlasoft recognised as 'Major Contender' in Everest Group's Payments IT Services PEAK Matrix® Assessment 2025
- Birlasoft recognised as 'Major Contender' in Everest Group's Cloud Services for Mid-Market Enterprises PEAK Matrix® Assessment 2025

Management Discussion & Analysis

Economic Overview

Global Economy

The year under review was a challenging one for the global economy, with rising protectionism reflected in evolving tariffs and related regulations, geopolitical tensions, and significant shifts in the technology landscape, which have resulted in divergent regional performances across countries and markets.

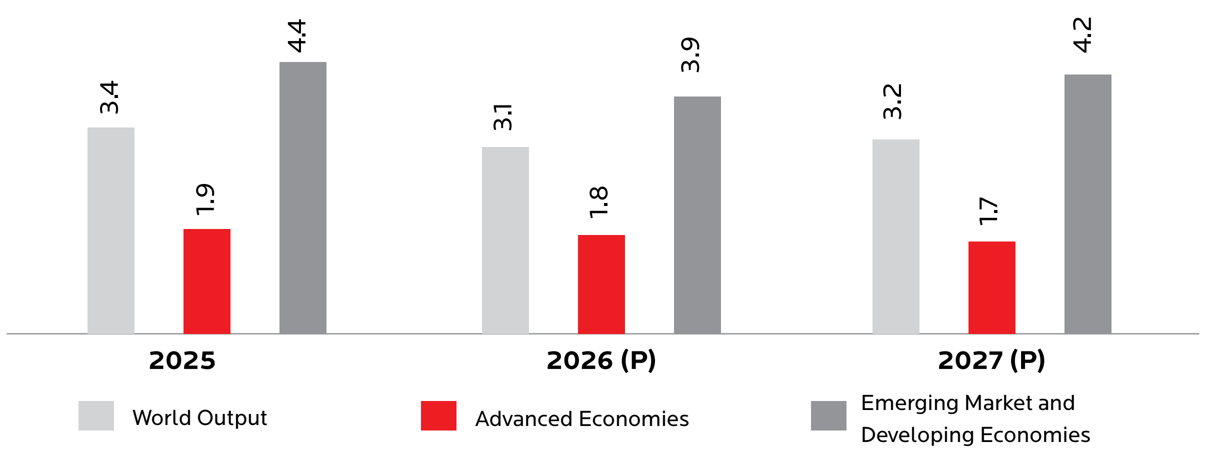
The geopolitical environment continues to remain uncertain, with heightened tensions in West Asia and the Middle East emerging as a key source of disruption to global trade, energy flows as well as prices, and supply chains. While the Russia-Ukraine conflict continues to have residual effects on commodity markets and logistics, the current focus of global risk has increasingly shifted towards the Middle East, where escalated instability is contributing to supply-side pressures, inflationary concerns, and broader market volatility. These developments are creating indirect challenges for industries across sectors, particularly through higher input costs, shipment delays, and uncertainty in the availability of critical materials and services.

At the same time, household consumption demonstrated a degree of resilience, propelled by increased technology spending and wage growth in key economies. As per the International Monetary Fund (IMF), consumers in the United States and emerging Asian nations increased spending on goods and services during 2025, which helped cushion pressures from tariff implementations. Sustained inflationary pressures from factors including elevated energy prices could, however, affect consumer sentiment.

Some sectors, such as manufacturing, have been witnessing a slowdown in growth in view of trade disruptions and policy uncertainty. While the services sector did provide some crucial support to global growth during 2025, keeping overall global economic activity on track, it does face headwinds in the form of an extended period of high energy costs, inflationary pressures, supply chain disruptions, trade barriers and protectionism, and constraints in both availability and mobility of skilled talent.

As per the IMF's World Economic Outlook (April 2026), world GDP growth during 2026 is estimated to decelerate from what was seen in 2025. Growth in Advanced Economies is expected to be slower in 2026 compared to 2025, with a further deceleration projected in 2027. Even Emerging Markets and Developing Economies are anticipated to have a slower growth rate compared to what they registered in 2025.

Real GDP Growth



P = Projections

(Source: IMF - World Economic Outlook, April 2026)

While the easing of tariffs and restrictions by the US during the latter part of FY'26 on some of its larger trading partners helped alleviate constrained global supply chains, fresh geopolitical tensions have since created renewed uncertainty.

Central banks have been managing inflation through calibrated adjustments to multiple variables, including interest rates, in the United States and the United Kingdom. These prudent measures have helped preserve financial stability amid persistent trade frictions and evolving geopolitical developments.

Outlook for the Global Economy

The global economy's growth rate during the calendar year 2026 is projected by the IMF to drop to 3.1% from 3.4% in 2025 and then slightly improve to 3.2% in 2027. Prevailing trade frictions and evolving geopolitical dynamics remain a risk to the world's economic outlook.

Advanced economies are anticipated to grow by 1.8% in 2026 and at a slower rate of 1.7% during 2027. Among advanced economies, the United States is expected to lead with a 2.3% expansion in 2026 on the back of tax incentives under the 'One Big Beautiful Bill' Act, but decelerate to 2.1% growth in 2027. The euro area is estimated to marginally decelerate during 2026, although it is expected to witness some improvement in 2027. Emerging markets are likely to do better than the advanced economies during 2026 and 2027 but still grow at a slower pace than what was seen in 2025.

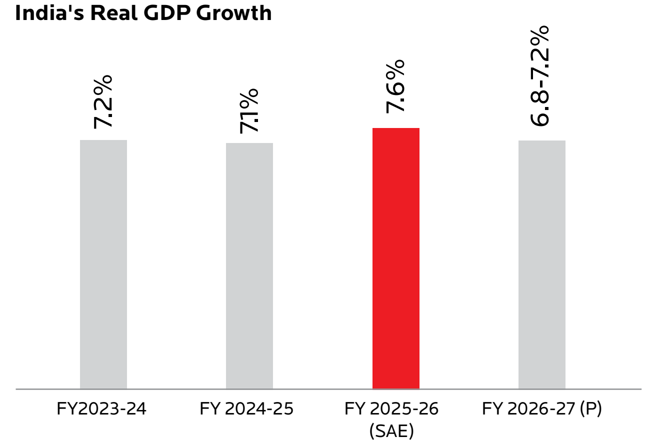
World trade volume growth is expected to taper down to 2.8% in 2026 amid prevailing macro-economic conditions. Global headline inflation is projected to rise to 4.4% in 2026, and the global energy supply situation and resulting inflationary pressures continue to be variables that could affect the projected outcomes.

(Source: IMF - World Economic Outlook, April 2026)

Indian Economy

The Indian economy exhibited robust performance throughout the financial year 2025-26 (FY'26), navigating global trade uncertainties and market volatility with commendable stability. Second Advance Estimates (SAE) project real GDP growth at 7.6% alongside Gross Value-Added expansion of 7.7%, underscoring the resilience of a domestic demand-led growth paradigm.

India's Real GDP Growth



SAE = Second Advance Estimates

P = Projections

(Sources: Economic Survey 2025-26; Ministry of Statistics & Programme Implementation)

India continues to remain one of the world's fastest-growing major economies, supported by resilient domestic demand, strong investment activity, and ongoing structural reforms. The latest World Economic Outlook released by the IMF estimates India's nominal GDP at about $3.92 trillion in 2025 and about $4.15 trillion in 2026. The country is expected to maintain its growth momentum as economic expansion continues.

Strong agricultural output boosted rural incomes during the year, providing essential stability to household spending patterns across the countryside. Concurrently, urban consumption gained momentum with rising disposable income and moderated inflation pressures, reinforcing the structural strength of India's consumption engine amid external headwinds.

Government spending on infrastructure like roads, railways, and defence is expected to pick up again and help industries grow. Private businesses are also expected to start investing more in manufacturing, real estate, and factory expansions. Data centres and digital investments are expected to become major new growth areas. Urban growth and new infrastructure projects are likely to continue driving the construction and related industries. The power sector looks solid with over 500 GW installed generation capacity as per NITI Aayog's India Climate & Energy Dashboard and minimal shortages and it is therefore likely that activity will shift to backup and standby power systems that ensure reliability.

Private consumption has been a growth engine for the country's economy, supported by moderate inflation levels, rising real incomes and increasing household purchasing power. Public capital expenditure of ₹ 12.2 lakh crore, as allocated in the Union Budget for FY 2026-27, should catalyse infrastructure development while stimulating manufacturing, construction, and energy sectors. Government initiatives and visions like Viksit Bharat 2047 are expected to further promote self-reliance and capacity enhancement amid global pressures.

Average headline Consumer Price Index (CPI) inflation recorded a historic low of 1.7% during the first nine months of FY 2025-26, supporting domestic purchasing power through sustained price stability. The Reserve Bank of India (RBI), in its Monetary Policy Statement issued in February 2026, projects full-year inflation at 2.1%, anchored by prudent government spending and steady bank credit expansion. The banking sector has demonstrated resilience through robust capital buffers and minimal non-performing assets, complemented by strong foreign exchange reserves that underscore India's capacity to navigate global volatility.

However, amid the crisis in West Asia, India's foreign exchange markets have witnessed higher volatility, chiefly on account of rising energy prices and moderating net capital flows. This has resulted in a pressure on the Rupee and could also affect inflation rates going forward.

Outlook for the Indian Economy

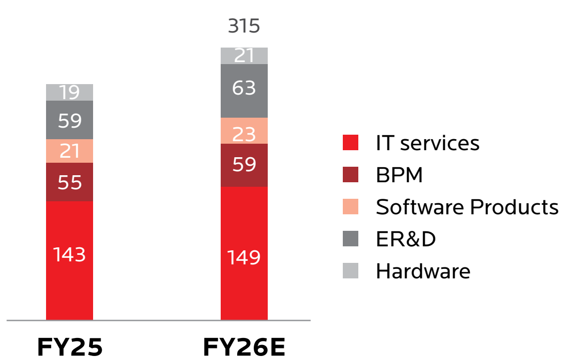
The outlook for the Indian economy remains positive, with real GDP growth projected between 6.8% and 7.2% for FY 2026-27 as per the Economic Survey 2025-26. This trajectory highlights India's capacity to sustain dynamic momentum amid prevailing global uncertainties.

Sustained government infrastructure expenditure, alongside steadily rising private sector investments, is expected to anchor this economic expansion, complemented by a strengthening manufacturing foundation. At the same time, external challenges resulting from elevated crude oil and energy prices, volatile capital flows, and other factors related to global geopolitics are having a constraining effect on the country's broader economic environment. Any easing of energy prices and geopolitical tensions going forward should act as a tailwind for the Indian economy.

Indian Technology Sector

FY'26 has been a challenging year for the Indian IT Services industry, as it navigated multiple headwinds emanating from geopolitical and macroeconomic uncertainty as well as changes in both customer priorities and the technology landscape. As a result, while the broader Indian technology sector, which includes IT services, BPM, ER&D, Software products and Hardware, grew by 6.1% to reach $315.4 billion, the Indian IT services industry's export revenue grew at a much slower pace of 4.1% during the year as per NASSCOM's 2026 Strategic Review.

Segmentwise Revenues
$ bn



(Source: NASSCOM)

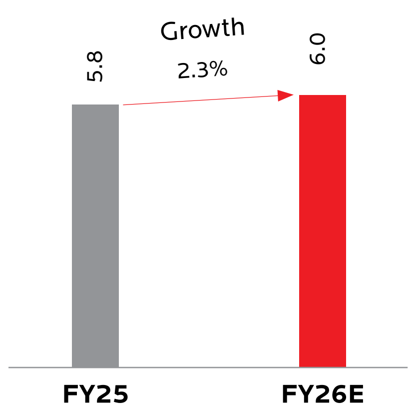
Operational efficiency for the sector remained healthy, with employee utilisation holding steady at 82% with an onsite-offshore delivery mix at 40.6% onsite.

Positioned as a geopolitically neutral, high-trust partner with a large pool of skilled professionals, India and its IT services industry have been adapting to shift from AI experimentation to enterprise-scale solution-oriented AI adoption. The focus has begun to move from proofs-of-concept to domain-centric, responsible-by-design platforms that deliver measurable return on investment, with enterprises increasingly demanding outcome ownership rather than task execution. As this transition occurs, it does have a moderating effect on customer spending, priorities, and thus the industry's growth. The industry's re-orientation to align with the evolving technology terrain is being underpinned by investing in developing deep expertise across artificial intelligence, cloud infrastructure, data engineering, and vertical-specific innovation spanning the manufacturing, financial services, healthcare, automotive, retail, and frontier domains.

The industry has also seen a significant growth in the Global Capability Centres (GCC) ecosystem, with India's GCCs reaching 2,000+ units. This development does affect the flow of business to traditional IT Services providers.

In line with the prevailing cautious demand environment, the IT Services industry has been selective in its workforce expansion, prioritising productivity and optimising utilisation. Direct employment in the Indian technology sector is therefore projected by NASSCOM to record a rise of only 2.3% during FY'26 to about 6 million. There has also been renewed focus on training and upskilling of the talent pool.

Employee Growth Remains Subdued
mn no.



The industry has also been operating against the backdrop of profound structural realignments driven by geopolitical fragmentation, where technology is evolving from a neutral economic enabler into a strategic diplomatic asset. Nations are increasingly weaponising critical technology assets, including talent mobility (through changes in visa policies), export controls on essential inputs such as rare earth materials and hardware such as certain categories of semiconductor chips, and regulatory moats exemplified by the European Union's Digital Markets Act, Digital Services Act, and AI Act. These developments necessitate supply chain resilience and not just cost efficiency, accelerated re-shoring, near-shoring, and friend-shoring strategies, and appropriate delivery models. The Indian IT Services industry, while exposed to the afore-mentioned challenges, could benefit by leveraging its vast engineering talent pool and proven delivery track record to position itself as the preferred technology partner for customers across both developed and emerging economies.

The IT Services industry has been pivoting from traditional application maintenance contracts to more high-value offerings, particularly in cybersecurity operations and data platform engineering, while embedding AI governance frameworks to support enterprise-scale deployments. Industry players have begun offering business process management offerings to manage AI hallucinations, ensuring ethical compliance, and handling emotionally complex escalations. Engineering Research and Development (ER&D) services as an offering by the industry have been transitioning from component-level execution to full-stack product lifecycle ownership, particularly in automotive, semiconductors, and phygital AI solutions that integrate hardware-software convergence. The Software Products segment too appears to be reaching structural maturity, with domestic revenues surpassing $13 billion, driven by over 1,000 SaaS companies, more than 150 generating over $1 million in annual recurring revenue, and globally competitive platforms, establishing India as an originator of enterprise software.

Among customer industry verticals, NASSCOM estimates Financial Services and Insurance maintaining leadership during FY'26, contributing 42% of export revenues, followed by Hi-tech/telecommunications at 17%, Manufacturing at 16%, and Healthcare at 5%, with emerging verticals including Retail, Travel, and Media, collectively reaching 25% share of the sector's total export revenue.

Geographically, the United States continued to dominate as the largest market for the industry and accounted for 62% of exports, followed by Asia Pacific at 8%, Continental Europe at 11%, the United Kingdom at 16%, with rest of the world accounting for the remainder. The domestic market too has been emerging as a source of demand, powered by Digital Public Infrastructure, including 1.43 billion Aadhaar identities and 129.3 billion digital payments, rapidly scaling datacentre capacity to 1,820 MW, and e-commerce gross merchandise value reaching $240 billion as India positions itself to become the world's second-largest market serving 500 million consumers by calendar year 2030.

Outlook for the Indian Technology Sector

The Indian technology sector is facing an uncertain macro-economic environment, amid shifts in both customer priorities and the tech landscape. NASSCOM expects technology spending patterns to remain range-bound during the next year, though AI allocations are likely to rise, constrained by data maturity gaps but supported by large-scale enterprise transformations. The industry's performance will hinge on the willingness of customers to initiate transformational programmes at a time when the macro-economic environment remains uncertain and the ability of players to adapt, innovate, and invest in relevant capabilities. Factors such as AI readiness, domain depth, and talent architecture are likely to act as differentiators. For the industry as a whole, key strategic imperatives include building resilience against trade disruptions and talent mobility risks, delivering measurable return on investment increasingly through outcome-based or other appropriate commercial models, investing in new technologies and capabilities, and enabling talent upskilling that integrates technical depth with creative problem-solving capabilities. The opportunity for India in the years to come would be to not merely participate in global technology outcomes, but to orchestrate them as a key AI and data hub.

Opportunities and Threats

Opportunities

- **Enterprise AI shifting from experimentation to industrial-scale deployment.** AI is maturing beyond scattered proofs-of-concept into operational platforms that deliver measurable return on investment, creating opportunities for Indian providers to build domain-specific, responsible-by-design solutions. Enterprises can now consolidate AI capabilities across data, software, and workflows through strategic partnerships and acquisitions, moving toward outcome-based models where they share risks and own long-term value creation rather than just task execution. This positions the sector to capture higher-margin, annuity-style engagements as enterprises embed AI across core operations.
- **Domestic market gaining momentum through government initiatives and digital infrastructure.** Strong local demand arising from massive infrastructure budgets, Production Linked Incentive schemes, and scaling Digital Public

Infrastructure like Aadhaar and UPI, alongside datacentre expansion and e-commerce growth, positions India as among the world's leading markets by 2030. The domestic market can create a proving ground for Indian platforms to demonstrate enterprise-scale reliability, enabling seamless global exports while building domestic revenues through cloud migrations, digital-native businesses, and public-sector digitisation.

- **Talent transformation through capability-first reskilling and academia-industry alignment.** There is a substantial opportunity for industry players to prioritise reskilling and invest heavily in human-AI collaboration training, creating specialists in AI orchestration, governance, and creative integration who can then drive productivity gains and non-linear career paths. Academic reforms embedding AI and DeepTech curricula, backed by industry collaborations for live projects and certifications, can bridge skills gaps and produce future-ready professionals, enhancing delivery leverage and competitive edge.

- **Convergence across IT, BPM, and ER&D unlocking intelligent operations.** Blurring boundaries between segments can enable providers to offer seamless phygital lifecycles, embedding AI into IT-BPM workflows and hardware-software integration. Agentic AI with human-in-the-loop validation can potentially redefine processes for accuracy and empathy, and combined with traditional IT services and a focus on cybersecurity and data foundations, it can create multi-disciplinary opportunities that differentiate through innovation rather than scale alone.

Threats

- **Geopolitical fragmentation weaponising technology assets and access.** Nations increasingly restrict talent mobility through visa tightening, impose export controls on critical inputs such as rare earth magnets and AI chips, and erect regulatory barriers eg., the EU's DMA, DSA, and AI Act, that turn compliance into market entry costs. These shifts prioritise friend-shoring over efficiency, fragmenting global trade and raising delivery expenses for Indian firms reliant on cross-border flows.

- **Talent mobility risks, attrition, and escalating wage pressures.** Protectionist policies threaten offshore scalability, while high churn in specialised ER&D and AI roles combines with wage inflation to squeeze margins, particularly as net hiring remains modest amid demand for domain-AI expertise. This challenges the sector's traditional cost advantage and ability to staff complex, IP-sensitive projects.

- **Regulatory complexity demanding agile governance across jurisdictions.** Fragmented rules on data sovereignty, AI transparency, and platform governance force constant adaptation, slowing operations and increasing overheads, especially for regulated verticals like financial services and healthcare, where explainability gaps erode client trust.

- **Macroeconomic headwinds are constraining discretionary technology budgets.** Global growth slowdown, tariff uncertainties, and policy volatility lead enterprises to prioritise short-term survival over long-cycle transformations, limiting AI scale-up and new programme investments despite constructive demand signals.

- **Infrastructure limitations are hindering Tier-2 expansion and advanced validation.** Patchy facilities in emerging cities for high-end testing like EMC chambers and gigabit networks slow the shift to lower-cost hubs, while AI governance challenges in safety-critical applications delay enterprise adoption and full offshore leverage.

- **Client shift toward outcome accountability, exposing execution risks.** Enterprises demanding risk-sharing models pressure providers to guarantee measurable ROI, where uneven AI maturity, data gaps, and integration complexities across legacy systems could lead to margin erosion or contract losses if outcomes underperform expectations.

Company Overview

Birlasoft Limited (herein referred to as 'Birlasoft' or 'the Company'), a part of the CKA Birla Group, is a global leader in information technology services and digital transformation solutions. With a global customer base and capability centres across India, the Company combines deep industry expertise across banking, financial services and insurance (BFSI), manufacturing, healthcare, life sciences, energy & utilities, and high-tech sectors with advanced technological capabilities to deliver comprehensive enterprise solutions.

Birlasoft specialises in next-generation digital transformation through strategic focus areas encompassing cloud computing, artificial intelligence, data analytics, intelligent automation, blockchain, and enterprise applications, including SAP implementations. The Company maintains delivery excellence through CMMI Level 5 certification and serves a diverse global client base across the United States, the United Kingdom, Europe, and the Asia-Pacific regions.

Through purpose-built industry solutions and proprietary platforms such as Career Compass and SkillFolio, Birlasoft drives operational excellence, enhances customer experiences, and accelerates business process modernisation for its clients. The Company's commitment to innovation manifests through its Generative AI Centre of Excellence in partnership with Microsoft, alongside specialised offerings in areas including Supplier Risk Radar for manufacturing, biosurveillance applications for healthcare, and intellidrilling solutions for oil & gas sectors.

Birlasoft's service portfolio spans the entire digital transformation lifecycle, encompassing application development and migration, enterprise resource planning (ERP), customer relationship management (CRM), cloud infrastructure management, cybersecurity, quality assurance, and testing services. This holistic approach positions Birlasoft as a trusted partner enabling organisations to navigate complex business challenges through agile, scalable, and future-ready technology solutions.

Operational Highlights: Building an "AI First" Organisation

During the year under review, Birlasoft made significant investments and progress in augmenting its capabilities in new technologies such as artificial intelligence (AI) while also optimising its overall cost structure, improving its operating efficiency, and strengthening its management team.

At the same time, the Company continued to build upon its deep expertise across its existing service lines that include Digital, Data, ERP, and Infrastructure, and across multiple domains within the industry verticals that it serves global customers in, comprising Banking, Financial Services, and Insurance (BFSI), Manufacturing, Life Sciences & Services (LSS), and Energy & Utilities (E&U).

Birlasoft has been among the early adopters of emerging technologies like Gen AI and had established a Generative AI Centre of Excellence in collaboration with Microsoft in FY'24. Following that, the Company also launched Cogito, its Generative AI Platform. Since then, the Company has made additional and significant investments to further enhance its AI competencies, moving from using "AI Assisted tools/AI Agents" supporting software engineering use cases to leveraging its own Cogito "AI-First enterprise platform" for intelligent transformation and "agentification" at scale.

Most of Birlasoft's technical human resources are already AI-trained to use AI-assisted tools that boost productivity. The Company has now been investing to make its engineers AI-fluent, in line with its "AI-First" operating model.

These investments have begun to yield results, as reflected in the Company's ability to secure some marquee deal wins that demonstrate its enhanced tech capabilities, particularly in emerging areas such as Gen AI. For instance, the Company secured a landmark enterprise-wide quality engineering transformation program with a global technology leader, integrating Agentic AI-driven automation to replace fragmented vendor operations with a unified, SLA-driven testing model spanning 80+ applications across all business domains. Similarly, the Company partnered with a leading energy industry player in the US to deliver cutting-edge agentic AI use cases within the manufacturing supply chain, accelerating intelligent automation and operational resilience. In the manufacturing vertical, Birlasoft entered into a multi-year engagement to design, build, and deploy AI agents across a customer's business ecosystem, encompassing end-to-end business analysis and the development of scalable, packaged AI solutions.

Birlasoft has also been getting recognised for its AI/Gen AI capabilities by independent industry analysts. The Company was recognised as 'Leader' in Generative AI Services 2025 ISG Provider Lens® Study – Global. It was recognised as 'Leader' in AI-driven ADM Services 2025 ISG Provider Lens Study, and as 'Product Challenger' in Agentic AI Services 2025 ISG Provider Lens® Study – Global.

The Company already has a robust presence in the Cloud space, with partnerships and capabilities across many other platforms, including Microsoft Azure, SAP, Oracle, J.D. Edwards, Microsoft, Google Cloud, Salesforce, and ServiceNow. During FY'26, Birlasoft also achieved Amazon Web Services (AWS) DevOps Competency status, which differentiates Birlasoft as an AWS Partner with deep expertise and a proven track record in delivering DevOps solutions that help enterprises accelerate application delivery, automate operations, and enhance agility with built-in security and scalability. This comes on the back of the Company attaining AWS migration consultancy competency in the previous year. As an AWS Advanced Tier Services Partner, Birlasoft has demonstrated extensive technical proficiency and professional services excellence in guiding businesses through every stage of migration on AWS, from initial discovery and planning to migration and ongoing operations. These additional competencies further enable it to co-create future-ready solutions, innovate and enhance operational excellence.

Birlasoft has also undertaken initiatives to reinforce and expand its management team, both at the sales front as well as on the operating side, including its delivery and practice lines. Among the key additions to the team was the induction of a seasoned IT services industry professional as CEO-Americas, who will lead the Company's business across the United States, Canada, and Latin America, with a focus on accelerating growth and strengthening client partnerships. Another significant addition was that of a customer-centric technology leader with over 25 years of experience in building and scaling AI-first engineering organisations, as Birlasoft's Chief Operating Officer (COO), who will focus on strengthening the Company's global delivery and innovation agenda and driving operational excellence. The Company also brought on board a new Chief Financial Officer (CFO), who comes with a proven track record of driving financial transformation. The Company brought in many more leaders across various levels during the year in Data & AI, ERP, Global Partnerships & Alliances, as well as in certain verticals such as LSS. At the same time, Birlasoft has been materially expanding its sales team, and this exercise is likely to continue into the new financial year. As a result, Birlasoft now has a significantly enhanced leadership bandwidth, in line with its intent to pivot to a growth-oriented "AI First" organisation.

Financial Overview

The Company's financial performance during FY'26 reflects a conscious effort to focus on more profitable engagements and delivery models, which led to an improvement in its quality of revenues, and sustained investments in the business to create the foundation for future growth.

As a result, the Company was able to drive operational efficiencies, expand its operating margin, generate healthy cash flows, and invest prudently in capability-building in the face of macro-economic headwinds and some client-specific issues that adversely affected revenues during the course of the year under review.

Financial Performance FY 2025-26

(in ₹ million)

Particulars	FY 2025-26	FY 2024-25
Revenue from Operations	53,100	53,752
Employee benefits expense	31,708	32,008
Other expenses*	12,731	14,770
Total expenses	44,439	46,778
Earnings before interest, tax, depreciation & amortisation (EBITDA)	8,660	6,974
Depreciation and amortisation expense	803	857
Earnings before interest & tax (before exceptional item)	7,857	6,117
Exceptional Item – Impact of New Labour Codes	407	-
Earnings before interest & tax	7,450	6,117
Other income (Net)	648	1,085
Finance costs	196	234
Profit Before Tax (PBT) from continuing operations	7,902	6,968
Tax expense	2,718	1,801
Profit After Tax (PAT)	5,184	5,168

*including purchase of equipments and change in inventories

For the year under review, the Company has reported consolidated revenues of ₹ 53,100 million, representing a slight degrowth of 1.2% over the previous financial year. In dollar terms, consolidated revenue stood at $597.5 million against $635.4 million in the previous year. Among verticals, Energy & Utilities (E&U) delivered growth while the other verticals and the service lines registered a decline in dollar terms. This revenue performance reflects a soft demand environment during the year due to sustained macro-economic uncertainty as well as shifts in customer priorities characterised by increased focus on cost optimisation and lower discretionary spending.

Contribution to overall consolidated revenue from the top 5, 10, and 20 customers stood at 42.2%, 55.2%, and 67.0%, respectively.

Consolidated EBITDA for the year increased by 24.2% year-on-year (Y-o-Y) to ₹ 8,660 million, implying an EBITDA margin of 16.3%. This represents a 333-basis points expansion over the previous year. However, the Company had to bear the combined impact of changes in Labour Code and a provision made for incremental US federal tax during FY'26. The Company also took the benefit of available tax concessions in its global operations that did act as a tailwind, but not enough to offset the impact of the significantly higher incremental US federal tax. As a result, Profit After Taxes (PAT) for the year under review increased marginally over the previous year to ₹ 5,184 million. Adjusted for the incremental provision for US federal tax and the one-time provision made on account of changes in Labour Code, normalised PAT for FY'26 would have been ₹ 6,595 million, up 27.6% Y-o-Y.

The Company's balance sheet remains robust, and it ended the financial year under review with cash and cash equivalents (including investments) of ₹ 26,373 million, up 19% Y-o-Y, which demonstrates its ability to consistently generate strong cash flows.

Birlasoft's strong margin profile and balance sheet accord it the ability to comfortably make continued investments in AI capabilities and in talent required to fuel future growth.

Analysis of Consolidated Profit and Loss Statement

Revenue

The Company's consolidated revenue for the financial year under review, that is FY 2025-26 (FY'26), stood at ₹ 53,100 million, compared to ₹ 53,752 million in the preceding year, implying a degrowth of 1.2%. This reflects a challenging demand environment, some headwinds due to account-specific issues, productivity benefits that had to be passed on upfront in some AI deals that were won, and the decision to reduce exposure to several non-profitable revenue streams that affected the Company's overall revenue but contributed to margin expansion. Additionally, the Company's Other Income (net) was also lower from ₹ 1,085 million in FY'25 to ₹ 648 million in FY'26. This decrease in Other Income has been on account of mark-to-market forex losses due to noticeable shifts in exchange rates and some rise in outstanding debtors that more than offset the gains from interest income and mutual fund investments.

Expenses

Total expenses (including depreciation and finance cost) of the Company decreased by 5.1%, from ₹ 47,869 million in FY'25 to ₹ 45,438 million in FY'26. Employee Benefit Expenses were lower by 0.9% Y-o-Y, to ₹ 31,708 million in FY'26 from ₹ 32,008 million in the previous year. Other expenses (including depreciation and finance cost) too declined by 13.4% to ₹ 13,730 million in FY'26 from ₹ 15,861 million in FY'25. The reduction in overall expenses was led by the Company's efforts to optimise its cost structure and improve operating efficiencies. During the year under review, the Company also had to make a provision of ₹ 407 million in order to conform to the changes in Labour Code with regard to gratuity and leave encashment, which has been reported as an Exceptional Item.

Tax Expenses

The Company's Tax Expenses for FY'26 witnessed a significant rise to ₹ 2,718 million (from ₹ 1,801 million in FY'25), which constituted 34.4% of Profit Before Tax (PBT) for the year. The effective tax rate (ETR) increased during the year on account of a provision made for higher tax relating to US federal tax, which was much higher than the available tax concessions that the Company took the benefit of in its global operations. The elevated ETR seen in FY'26 due to incremental US tax should be limited to FY'26 and the ETR is expected to settle closer to the Company's historical ETR levels starting FY'27.

Analysis of Balance Sheet

Sources of Funds

As on March 31, 2026, Birlasoft's consolidated balance sheet size stood at ₹ 52,663 million, up from ₹ 44,624 million on March 31, 2025. The net worth of the Company increased from ₹ 34,782 million as on March 31, 2025, to ₹ 41,131 million as of March 31, 2026. The equity share capital of the Company, comprising 279,506,288 equity shares of ₹ 2 each, increased from ₹ 556 million at the end of FY'25 to ₹ 559 million by the end of FY'26, due to the allotment of shares under the Company's employee stock option plans.

The Company had no material borrowings as of March 31, 2026. Other Financial Liabilities increased by 15% year-on-year, from ₹ 1,728 million in the previous year to ₹ 1,992 million at the end of FY'26, due to higher unrealised loss on account of forward contracts designated as cashflow hedge.

Application of Funds

The Company's Property, Plant and Equipment (including capital work in progress) increased to ₹ 1,107 million by the end of FY'26 from ₹ 1,019 million at the end of FY'25.

Working Capital Management

Birlasoft's approach to working capital management is based on an efficient receivables collection process and prudent utilisation and deployment of cash to maintain necessary levels of liquidity. As of March 31, 2026, the Company's Current Investments increased to ₹ 19,905 million from ₹ 14,571 million as of March 31, 2025. Trade receivables (billed) increased by 14% Y-o-Y, from ₹ 7,907 million as on March 31, 2025, to ₹ 9,008 million as of March 31, 2026. Billed Days Sales Outstanding (DSO) were up from 54 days in FY'25 to 62 days in FY'26, which, adjusted for collections amounting to ₹ 932 million realised by April 3, 2026, would have been 55 days.

As a result, balances and deposits with banks increased from ₹ 4,449 million as of March 31, 2025, to ₹ 4,659 million as of March 31, 2026. The Company's Other Current Assets reduced by 12%, from ₹ 2,458 million as of March 31, 2025, to ₹ 2,161 million as of March 31, 2026, driven by a reduction in contract assets.

Key Financial Ratios

Particulars	FY 2025-26	FY 2024-25
EBITDA Margin (%)	16.3%	13.0%
Operating/EBIT Margin (before exceptional item) (%)	14.8%	11.4%
Operating/EBIT Margin (%)	14.0%	11.4%
Net Profit Margin (%)	9.8%	9.6%
Return on Equity (ROE) (%)	13.7%	15.6%
Return on Capital Employed (ROCE) (%)	18.6%	18.0%
Days Sales Outstanding (DSO) – Billed*	62	54

*Adjusted for the collections realised by April 3, 2026, DSO for FY'26 would have been 55 days.

Business Outlook

The Company's performance during the year under review reflects a soft demand environment due to sustained macro-economic headwinds, including challenges arising from protectionism and tariff barriers, changes in talent mobility conditions, as well as shifts in customer priorities. In that backdrop, Birlasoft has been able to secure orders, drive operating efficiencies, and generate strong cash flows. The Company has a solid balance sheet that enables it to continue investing in its people and its capabilities, including a significant enhancement of its sales team.

Deal signings, at $658 million TCV, during the year witnessed an uptick during the second half, indicating an improving trend as the financial year ended. Many of these deals were won by the Company on the back of its domain expertise and AI-led capabilities. Birlasoft continues to make the investments necessary to build a differentiated value proposition in the global marketplace. In line with that, the Company has added several leaders across its service lines, verticals, and functions. The Company has also inducted multiple additional sales talent across both the US and Europe geographies. On the capability front, Birlasoft has made significant investments in its AI platforms and has won some marquee deals around its AI push. The Company is further strengthening its "AI First" operating model with significant changes in its delivery mechanism. All of these factors collectively indicate an encouraging outlook for the future.

Risks and Concerns

Risk Management

Birlasoft operates within a dynamic external environment characterised by diverse risks and fluctuations across its competitive landscape. The Company navigates intense competition from major global IT players, which constrains pricing flexibility alongside both favourable and adverse macroeconomic influences. Persistent challenges encompass foreign currency volatility, talent acquisition and retention pressures, and macroeconomic headwinds in key markets, including the United States and Europe. Elevated interest rates coupled with prolonged customer decision-making cycles add further complexity, while potential regulatory hurdles could impact operational continuity.

Birlasoft acknowledges that effective risk management remains fundamental to realising its strategic objectives and forms an integral element of daily business operations. The Company implements a structured, integrated approach to risk identification, assessment, and mitigation, fully aligned with established Governance, Risk, and Compliance (GRC) frameworks. Analytical methodologies enable regular evaluation and oversight of risks spanning business units, geographic regions, delivery operations, and support functions throughout the organisation. Through consistent stakeholder transparency, Birlasoft discloses material risks alongside corresponding mitigation measures.

For a detailed discussion on risks and the mitigation plan, please refer to the section on Enterprise Risk Management.

Internal Control Systems

Birlasoft has put in place a detailed internal control framework, carefully structured to match the scale of its activities, and has been taking measures to further strengthen it. To ensure independent oversight, internal audits are conducted according to a plan approved by the Audit Committee, which is reviewed annually. During the year under review, it was conducted by PricewaterhouseCoopers Private Limited (PwC). The internal audit team carries out regular audits across the organisation, including assessments of the operational efficiency of internal controls. External consultants are also engaged for specific audits or reviews when necessary. The Company's audited consolidated financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) as specified under Section 133 of the Companies Act, 2013, Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, and the Companies (Indian Accounting Standards) Amendment Rules, 2016. The Company's statutory auditors have audited the financial statements for the year ending 31 March 2026 and have issued an unqualified opinion. The Board's Report in this annual report discusses Internal Control Systems and Adequacy of Internal Financial Controls in more detail.

Human Resources

Birlasoft regards its employees as invaluable assets and the true foundation of its success, placing strong emphasis on talent nurturing within a collaborative and innovative work environment. The Company maintains comprehensive HR policies that promote transparency and meritocracy, while systematically aligning individual aspirations with broader organisational goals to unlock maximum employee potential. Through consistent training programmes and engagement activities, Birlasoft enhances workforce capabilities, further strengthened by its Generative AI Centre of Excellence, developed in partnership with Microsoft, that equips all employees with expertise in cutting-edge technologies.

As of March 31, 2026, Birlasoft had a workforce of over 11,000 individuals. The Company experienced stable employee attrition levels through the year, with a marginal increase to 13% in FY'26 from 12.8% in the prior year, a trend mirroring industry patterns while underscoring organisational revitalisation and the effectiveness of sustained employee engagement measures. Birlasoft credits its operational achievements to this skilled workforce, cultivated through people-centric initiatives that build deep belonging. These HR strategies purposefully drive business expansion, elevate stakeholder returns, and sustain high motivation levels, guided by unified leadership committed to the Company's long-term vision.

The Company continues to pursue sustainable value creation by strengthening organisational capability, leadership depth, and culture through a structured, competency-based approach to learning and transformation. During the year, Birlasoft deepened its focus on capability-led workforce development, aligning skill building with business priorities and future-ready competencies. As part of its enterprise transformation agenda, the Company launched Athena, an organisation-wide transformation programme designed to reimagine, redefine, and rewire ways of working across the enterprise. Athena is anchored in enhancing operational effectiveness, leadership effectiveness, and cultural alignment, thereby supporting long-term strategic objectives and enterprise agility. Leadership development remained a key focus area, with targeted interventions aimed at strengthening decision-making, accountability, and people leadership across levels. These efforts were further enabled by SkillFolio, the Company's AI-powered talent transformation platform supporting skill intelligence, workforce planning, competency development, and career progression. During the year, SkillFolio was recognised as the Winner in the 'Technology at Workplace' category at the FICCI National HR Innovation Awards 2025, reaffirming its contribution to building a future-ready workforce.

Employee well-being, inclusion, and responsible citizenship remained integral to the Company's people strategy. Initiatives such as VIBE, a virtual global mental wellbeing summit, and Global Community Day, a structured volunteering programme across locations, reinforced the Company's focus on employee resilience, inclusion, and community impact. These efforts were complemented by sustained progress in environmental, social, and governance practices, with Birlasoft achieving an NSE ESG Rating score of 74 for FY 2024-25, placing it in the 'Leader' category and among the top 10% of assessed companies, an improvement over the previous year. The Company was also ranked 40th in the DEI 100 Index, India's first Diversity, Equity, and Inclusion benchmark. Collectively, these initiatives contributed to Birlasoft being certified as a Great Place to Work® for the fifth consecutive year in 2026, reflecting its continued focus on trust, capability building, and sustainable organisational performance.

Cautionary Statement

This Management Discussion & Analysis includes statements outlining the Company's financial and growth projections, along with declarations of its objectives, plans, strategies, and beliefs, which constitute "forward-looking statements" as defined under applicable laws and regulations. These statements reflect informed judgements and estimates derived from currently available information, and the Company assumes no obligation to revise or update them should circumstances change. Actual outcomes may vary substantially from those indicated or implied, influenced by various risks and uncertainties. These encompass, but extend beyond, market demand levels for the Company's services, intense competition within its service categories, adverse market conditions prompting customers to reduce expenditures on such services, the Company's capacity to develop, acquire, and expand new businesses while nurturing existing operations, its ability to recruit and retain skilled personnel, currency exchange rate volatility, broader market dynamics in India and global regions, alongside other industry-prevalent risks not explicitly detailed here.

Enterprise Risk Management

In an increasingly dynamic and complex business environment, effective risk management is critical to sustaining performance and delivering strategic objectives. At Birlasoft, Enterprise Risk Management ("ERM") is an integral part of our governance framework and supports informed decision making, resilience, and long term value creation.

The Company has established a robust ERM framework that provides an enterprise wide view of risks across strategy, operations, technology, regulation, and talent. Risk identification and assessment are undertaken through a structured top down and bottom up approach, covering business units, geographies, delivery operations, and enabling functions, and are reviewed at regular intervals.

Risk management is embedded into strategic planning and business processes, enabling proactive response to emerging risks and opportunities. A key enabler of the framework is structured risk sensing, which complements periodic risk assessments with continuous inputs from market developments, technology trends, regulatory signals, and operating insights. These inputs are actively reviewed by Business and Function Leaders and integrated into enterprise risk identification and evaluation.

Oversight of the ERM framework is provided by the Risk Management Committee (RMC), a sub committee of the Board, which guides implementation of the Risk Management Policy and reviews the effectiveness of the risk management system. The Board of Directors is periodically apprised of the enterprise risk profile and the status of mitigation actions.

During the year, the Company continued to strengthen its ERM practices with an enhanced focus on risk sensing, opportunity linked themes, and risk culture. While the Company monitors a broad range of strategic and operational risks, the key risks and the corresponding management approach are outlined below.

Risk Event 1 # Strategic Risks pertaining to Business Concentration, Technology Disruption and Strategic Alliances & Partnerships, Regulations

a) Concentration of business in Customer/ Geography:

A substantial part of our revenue is derived from particular regions and customers. Any adverse event affecting these areas, such as geopolitical or macroeconomic changes, could significantly impact our performance, leading to revenue fluctuations and client-specific issues. Further, lack of differentiation in our service offerings combined with dependency on few large clients could pose a significant risk to our business.

b) Technological Disruption and Strategic Alliances and Partnerships Risks

Constant innovation from hyperscalers, enterprise platform providers, data & analytics companies are enabling them to rapidly bring advanced products to the market. The rapid innovation combined with the evolving capabilities in Agentic AI has increased our clients' demand for expertise in emerging technology areas. The cloud and other platform companies are significantly influencing our customers' decisions in partner selection. The proliferation of technology has led to our clients increasing their spend and development of Global Captive Centers (GCCs) in India and other low-cost near shore options in the Americas and Europe. Inability to keep up with technological advancement could adversely impact on our services and revenue in the longer term.

Mitigation Plan:

Going into FY27, the Company will focus on further strengthening the industry domain capabilities and deepen our expertise in cloud, enterprise platforms and data and AI. We have strengthened our go-to-market strategy for 5 top partners, namely Microsoft, AWS, Oracle, SAP & ServiceNow. We are also identifying and partnering early with emerging disruptive companies especially in the areas of Agentic AI and low code, no code platforms. While North America will continue to be the largest geography in our business, our strategy to invest in the Rest of the World business has started yielding positive results as we are closing a few large deals which will provide a great boost and base for future expansion. As businesses become more global, we are also strengthening our focus on global accounts.

We have a three-fold approach through which we will:

1) **continue to invest in existing large accounts and nurture them** for further growth by introducing differentiated offerings;

2) **remain focused on key regions and clients in Rest of the World;**

3) **create opportunities by improving our client base, breaking new ground with differentiated commercial models and sowing seeds in emerging industries.**

We have increased our brand visibility by participating in industry events and conferences to showcase our capabilities and host joint sponsored events with our clients and partners. We have also launched programs to constantly upskill our employees across various roles in the company.

c) Business Model AI First

The Company faces a technology led business model transformation risk as it pivots from a people intensive, staff augmentation led model to an AI first, platform enabled managed services model. In an increasingly AI disrupted market, insufficient internal readiness across skills, AI infused differentiated service offerings, Agentic AI platforms, and evolving commercial constructs could impact the Company's ability to scale sustainably. This may result in revenue volatility, margin pressure due to sub optimal AI leverage, competitive vulnerability if market positioning lags peers, and potential reputational impact arising from perceived limitations in delivering advanced, AI enabled solutions.

Mitigation Plan:

The Company is mitigating this risk through a structured AI first transformation roadmap covering technology, talent, and service delivery. Focused investments are being made in upskilling resources, selective hiring, and partnerships to strengthen AI and Agentic AI capabilities. AI infused differentiated offerings and platform enabled delivery models are being progressively embedded across services to enhance scalability and margins. Commercial constructs are being refined to align with AI led managed services and outcome based engagements. Leadership oversight and periodic reviews are in place to track execution, benchmark market positioning, and ensure a balanced transition while managing competitive and reputational risks.

d) US Regulatory Risk

Stringent and evolving U.S. immigration and visa regulations, including H-1B and L-1 requirements, may restrict the Company's ability to deploy skilled resources onsite to service client engagements. Changes in regulatory policies, approval rates, or processing timelines could lead to project delivery challenges, increased operational and compliance costs, and reduced workforce mobility. Prolonged constraints may impact client confidence, delay project execution, and affect the Company's ability to respond flexibly to business and market demands in key geographies.

Mitigation Plan:

The Company addresses U.S. immigration related risks through diversified delivery models and proactive workforce planning. Increased use of offshore, near shore, and hybrid delivery models reduces reliance on onsite deployment. Local hiring in key markets and advance visa planning help improve delivery resilience. A robust compliance framework, supported by legal advisors, actively monitors regulatory changes and optimizes filing strategies. Client engagement models are adapted to leverage remote delivery and digital collaboration, where feasible. Ongoing leadership oversight ensures timely response to regulatory developments, helping maintain delivery continuity, manage costs, and preserve client confidence.

Risk Event 2 # Cyber & Information Security and Data Privacy Risks

The absence of robust security culture may lead to significant organizational impacts. Cybersecurity threats, vulnerabilities, and incidents can lead to business disruptions, impact client service delivery, or result in unauthorized disclosure of sensitive information, potentially causing regulatory penalties.

Privacy and protection of personal data have become growing global concerns. Legislations like GDPR in Europe, CCPA in the US, and DPDPA in India impose severe consequences for non-compliance or breaches. The risk of disclosing confidential personal data and non-compliance with contractual and regulatory data privacy requirements could impact operations, result in significant regulatory penalties, and loss of reputation.

Mitigation Plan:

Our Information Security Management System is reinforced by a comprehensive set of policies, well defined processes, and robust controls designed to effectively mitigate cybersecurity risks. Our security governance, compliance posture, and risk management framework are reviewed on a periodic basis, as demonstrated by our continued ISO 27001:2022 certification. In addition, our alignment with the NIST Cybersecurity Framework and SOC 2 Type II attestation underscores our commitment to meeting stringent security standards. We have adopted a comprehensive zero trust security approach across all foundational pillars and continue to invest in people, processes, and technology to strengthen this posture. Our Security Operations Centre is powered by advanced SIEM and XDR capabilities, integrated with supporting security solutions to enable continuous monitoring, detection, and response across the cyber ecosystem.

The Company maintains a comprehensive privacy framework supported by defined policies, procedures, and governance mechanisms to address global privacy requirements. Privacy impact assessments are regularly conducted to embed privacy across business functions and application lifecycles. Strong data protection and security controls are supported by a centralized PII inventory managed through an enterprise privacy management tool, enabling effective oversight of data processing activities. The framework is reinforced by established incident response and breach notification processes, with effectiveness independently validated through periodic internal and external audits. Birlasoft's ISO/IEC 27701:2019 certification further demonstrates a mature and globally compliant privacy management system.

Risk Event 3 # Resourcing with reference to fulfilment, retention, succession, upskilling, development, and training

The IT services industry requires the ability to attract, develop, and retain skilled professionals aligned with the organization's evolving technology and business strategy. Rapid advancements in AI and digital technologies are accelerating shifts in skill demand, particularly in niche and high-demand areas. Inability to secure or retain such talent, or delays in resource availability, may lead to delivery disruptions, missed business opportunities, increased hiring and training costs, and customer escalations. This risk is further intensified by a competitive talent market, evolving employee expectations, and potential attrition in critical roles, which may impact business continuity and customer satisfaction.

Mitigation Plan:

Birlasoft continues to strengthen its talent strategy through a multi-pronged approach focused on **building an agile, future-ready workforce aligned with evolving technology and market demands**. The organization has further transformed its **Talent Supply Chain (TSC)** by implementing structured governance, digital hiring platforms, and improved fulfilment mechanisms to ensure timely availability of skilled talent that support business growth.

To address skill shifts driven by **AI and emerging technologies**, Birlasoft is investing in **continuous learning, reskilling, and upskilling initiatives** through structured learning pathways, certification programs, and internal knowledge platforms. The company has also enhanced its **skill taxonomy and workforce planning frameworks** to better anticipate future capability needs and align talent supply with delivery requirements. In line with this, we have rolled out enterprise-wide Generative AI and Agentic AI skilling initiatives designed to build AI fluency, promote responsible and ethical AI usage, and develop role-based capabilities for AI-assisted delivery. These initiatives include structured learning journeys on Generative AI concepts, prompt engineering, and applied use cases, along with advanced pathways focused on agentic workflows and AI-enabled automation. Together, these efforts are enabling greater workforce readiness for AI-led operating models while supporting sustained business continuity and future capability resilience.

On the talent acquisition front, Birlasoft continues to expand its **recruitment reach through diversified sourcing channels**, including early-career talent hiring programs, internal mobility initiatives, employee referral programs, and strategic partner ecosystems. Advanced recruitment tools such as **AI-enabled candidate screening & interview, resource management systems, and Applicant Tracking Systems (ATS)** are being leveraged to improve hiring efficiency, and enhance candidate experience.

The organization also remains focused on **strengthening employee engagement and retention**, supported by initiatives around career development, flexible working models, hybrid work options, recognition programs, and wellness initiatives. Regular talent reviews and a structured framework for identifying **critical roles and succession pipelines** further support business continuity and long-term capability building.

Collectively, these initiatives help Birlasoft maintain a **resilient and scalable talent ecosystem**, enabling the organization to respond effectively to market dynamics, GenAI-driven opportunities, and evolving customer expectations.

Risk Event 4 # Customer Credit Risk

Birlasoft acknowledges the risk of non-collection or delay in collection of receivables due to financial instability, filing of bankruptcy of its customers, unfavorable economic conditions in the geographies or industries in which its customers operate. This will lead to lower collections, bad debts, write-offs and possible reversal of revenues.

Mitigation Plan:

We continuously evaluate risks related to new and existing customers, periodically reviewing and assigning credit ratings based on internal factors like Days Sales Outstanding ("DSO"), outstanding receivables, and receivable insurance coverage, as well as external factors such as ratings from agencies like Dun and Bradstreet and Coface. Customers with lower credit ratings are regularly monitored, and a significant portion of receivables is insured to protect against bad debts from bankruptcies and defaults.

Additionally, we monitor receivables from high-risk customers to manage DSO, resulting in efficient management of DSO through ongoing risk assessment. We are also reinforcing a clearer alignment between the credit terms offered to new customers and their assessed creditworthiness.

Risk Event 5 # Compliance Risk

Being a global organization, Birlasoft operates in multiple geographies which poses a risk of non-compliance with the applicable regulatory requirements, which may lead to financial exposure and reputational losses for the company.

Mitigation Plan:

The Company acknowledges the inherent challenges of operating across diverse regulatory environments and remains committed to upholding the highest standards of compliance by proactively engaging with evolving legal and statutory requirements in each jurisdiction. There is a well-defined global regulatory compliance framework to identify, assess, mitigate, and monitor the regulatory risks. The framework includes all applicable laws and regulations in the geographies of its operation for a comprehensive monitoring, reporting and governance, including Board oversight.

Risk Event 6 # Extended Enterprise Risk

Ineffective control mechanisms or governance over suppliers, contractors, or service partners with access to privileged information may lead to various risks, including contractual, regulatory, and financial uncertainties, as well as potential service quality concerns and disruptions in business operations.

Mitigation Plan:

The Company prioritizes a comprehensive evaluation process for all its major suppliers, contractors, or service partners, covering technical, financial, and regulatory compliance parameters before they are onboarded and throughout continuing relationships. Additionally, the vendor on-boarding process incorporates an Information Security assessment for all vendors.

A Supplier Code of Conduct has been established. All vendors are mandated to sign a Non-Disclosure Agreement (NDA) which prohibits them from sharing any unauthorized or sensitive Company information. The company conducts regular compliance and performance assessments of vendors before contract renewals.

Risk Event 7 # Brand Positioning Risk

Robust brand positioning plays a pivotal role in attracting new customers, expanding market reach, and attracting top talent, setting us apart from competitors. Any negative media coverage could adversely impact the company's reputation, potentially leading to loss of business opportunities and talent. A strong focus on reputational risk management builds trust and enhances brand credibility.

Mitigation Plan:

Birlasoft's brand marketing strategy is built on three pillars: brand building, value communication, and leveraging third-party influencers. The goal is to showcase the Birlasoft brand and establish strong connections with customers, partners, employees, stakeholders and society at large. Using a multi-channel approach, Birlasoft employs modern marketing tools and platforms to ensure comprehensive brand visibility. Strategic initiatives engage industry analysts, advisors, and media to amplify the brand's reach and credibility. Birlasoft creates a trusted brand using innovative marketing techniques while maintaining inclusivity, creating a positive environment for employees and customers. Our multifaceted marketing plans address the needs of customers, society, and talent, reinforcing Birlasoft's position as a leading brand. This dynamic and adaptive strategy ensures Birlasoft remains relevant to the evolving needs of clients and their business goals.

Risk Event 8 # Environmental, Social and Governance Risk

Environmental, Social and Governance ("ESG") risks, including climate related risks, are increasingly shaping how companies are evaluated by customers, investors, regulators, and employees. For Birlasoft, effective management of ESG risks is essential to protecting our reputation, sustaining business growth, and ensuring long term resilience.

As regulatory expectations continue to evolve and clients place greater emphasis on sustainability led procurement, ESG performance has become closely linked to competitiveness and market credibility. Birlasoft's Climate Risk Assessment has identified climate related physical risks such as extreme heat and water scarcity at certain locations, as well as transition risks arising from changing regulations, disclosure requirements, and stakeholder expectations. If not addressed proactively, these risks could impact operational continuity, client confidence, sustainability ratings and, in turn, financial performance and brand value.

The Company also recognises emerging ESG risks, particularly those linked to evolving climate related disclosure standards, supply chain sustainability expectations and increasing scrutiny of ESG commitments. These emerging risks reinforce the need for continuous monitoring and timely action.

Mitigation Plan:

Birlasoft manages ESG and climate related risks through a strong governance framework led by the Board level ESG Committee and the Risk Management Committee (RMC). These Committees provide oversight and direction to ensure ESG considerations, including climate risks, are fully integrated into the Company's Enterprise Risk Management (ERM) processes and aligned with overall business strategy.

A dedicated, cross functional ESG taskforce supports this governance structure by tracking regulatory developments, monitoring sustainability performance, and coordinating climate risk related actions across the organisation. Periodic climate risk assessments, including physical and transition risk evaluations, are undertaken to identify potential vulnerabilities and strengthen operational and business resilience.

Key elements of Birlasoft's mitigation approach include:

- Embedding ESG and climate risks into enterprise wide risk identification, assessment, and monitoring processes.
- Conducting regular reviews to identify compliance gaps and align practices with evolving regulations and recognised global standards.
- Implementing targeted climate resilience measures across infrastructure, digital operations, and workforce practices, with a focus on heat- and water-related risks.
- Ensuring transparent and consistent disclosures through the annual Sustainability Report, prepared in accordance with GRI Standards and SEBI's BRSR, with progressive alignment to global climate disclosure frameworks.
- Periodically reviewing and updating of ESG policies, goals and commitments, published on the Company's website.

Birlasoft also participates in independent ESG assessments and ratings, including CDP, EcoVadis, and S&P Global CSA, to benchmark performance and drive continuous improvement. ESG goals and commitments are reviewed annually to reflect actual performance, emerging risks, and evolving stakeholder expectations. Through proactive governance, structured climate risk management, and transparent disclosures, Birlasoft aims to manage ESG related risks effectively while reinforcing stakeholder trust and supporting sustainable, long term value creation.

Risk Event 9 # Service Delivery related Risks

Birlasoft acknowledges the risks involved in the company's inability to meet contractual obligations entered with its clients, which includes fulfilling contractual commitments and adhering to service level agreements (SLAs). The company confronts various operational, contractual, and financial risks during execution of its customers' projects, which could potentially impact its reputation, revenue, and profitability, and potentially lead to legal disputes.

Mitigation Plan:

The Company has an effective Project Risk Assessment framework through SWIFT, in which the delivery parameters and contractual obligations are reviewed and monitored through a digitized governance process.

The Company has established a comprehensive contractual risk library through enhanced Obligation tracking tools (OTS) and Contract Lifecycle Management (CLM) tool. This library outlines contractual risks, including their probability, impact, detectability, triggers, preventive measures, and contingency plans, for all projects within the company.

Further, the Company conducts regular leadership and operational reviews to identify the risks associated with critical projects undertaken by the company. The delivery business units take appropriate measures to effectively address the risks so identified and ensure smooth delivery of such projects.

Board's Report

Dear Members,

The Directors are pleased to present the 35th Annual Report on the business and operations of Birlasoft Limited, along with the Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2026.

Summary of Financial Performance

The financial performance of Birlasoft Limited ("Birlasoft" or "the Company") for the financial year ended March 31, 2026, is summarised below:

(₹ in million)

Particulars	Standalone		Consolidated	
	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
Revenue from operations	28,220	26,579	53,100	53,752
Earnings Before Interest, Depreciation and Tax	4,317	3,331	8,660	6,974
Less: Interest	91	86	196	234
Less: Depreciation	655	730	803	857
Add: Other Income	847	1,369	648	1,085
Profit before exceptional items and tax	4,418	3,884	8,309	6,968
Less: Exceptional items	407	-	407	-
Less: Taxes	995	899	2,718	1,801
Profit for the Year	3,016	2,985	5,184	5,168
Other Comprehensive Income/(Loss) net of tax	25	(27)	2,751	349
Total Comprehensive Income for the year	3,041	2,958	7,935	5,517

Business Performance

The year under review was characterised by heightened global economic uncertainty, geopolitical tensions, supply chain disruptions, inflationary pressures and cautious enterprise spending. The Company's performance during the year reflects the impact of this subdued demand environment.

On a consolidated basis, revenue for the year under review (FY'26) stood at ₹ 53,100 million, compared to ₹ 53,752 million in the previous year (FY'25). Earnings before interest, tax, depreciation and amortisation ("EBITDA") increased to ₹ 8,660 million from ₹ 6,974 million in the previous year, registering a growth of 24.2%. Consequently, the EBITDA margin expanded to 16.3% from 13.0% in the previous year. This improvement was driven by enhanced operational efficiencies, a favourable revenue mix, currency tailwinds and certain one-off items.

As a result, net profit after tax ("PAT") increased marginally to ₹ 5,184 million from ₹ 5,168 million in the previous year, translating into basic earnings per share of ₹ 18.54 for FY'26. The PAT for FY'26 reflects the combined impact of changes in Labour Code and a provision made towards incremental US federal tax during the year. These one-time impacts were limited to FY'26. The effective tax rate ("ETR"), which witnessed an increase during the year under review, is expected to settle closer to the Company's historical ETR levels starting FY'27.

On a standalone basis, revenue from operations increased by 6.2% to ₹ 28,220 million in FY'26 from ₹ 26,579 million in FY'25. Net Profit after tax stood at ₹ 3,016 million, reflecting a growth of 1% over ₹ 2,985 million in the previous year.

The Company secured deals with a Total Contract Value ("TCV") of $658 million during FY'26, including a significant contribution of $410 million in the second half of the financial year. Across several new deals and ongoing engagements, Birlasoft continues to deploy its AI-powered solutions, including its proprietary Cogito platform.

The Company maintained strong cashflow generation during the year and ended FY'26 with cash and cash equivalents of ₹ 26,373 million, representing a year-on-year increase of 19%.

During the year under review, the Company continued to invest in its people, its leadership team and in strengthening its AI-led capabilities and domain expertise. These investments include an expansion of the Company's sales team, a focus area that is expected to continue in the next financial year as well.

The Management Discussion & Analysis covering the Company's business, industry outlook and operational performance forms part of this Annual Report and is presented separately.

Dividend

During the year under review, the Company recommended and declared dividend as set out below:

Type of Dividend	Dividend per share (in ₹)	Percentage of face value (%)	Face Value (in ₹)
Interim	2.50	125%	2
Final*	4.00	200%	2

*Recommended by the Board of Directors at its meeting held on May 6, 2026. The payment is subject to the approval of the Members at the ensuing Annual General Meeting ("AGM") of the Company. The Record Date for determining the entitlement of the Members to the final dividend for FY 2025-26, if approved by the Members at the AGM, is Friday, July 10, 2026.

Pursuant to the provisions of the Income-tax Act, 2025, dividend paid or distributed by the companies shall be taxable in the hands of the Members. The Company shall, accordingly, make the payment of dividend after deduction of tax at source, at the rates prescribed therein. For further details on taxability, please refer to "Annexure – TDS on Dividend" which forms part of this Annual Report.

Dividend Distribution Policy

The Dividend Distribution Policy of the Company, in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI (LODR) Regulations, 2015"), is available on the Company's website at https://www.birlasoft.com/company/investors/policies-reports-filings.

Share Capital

During the year under review, the Company allotted 1,629,095 equity shares of ₹ 2/- each, under its Employees Stock Option Plans. The issued, subscribed and paid-up capital of the Company, as on March 31, 2026, is ₹ 559,012,576/-, consisting of 279,506,288 equity shares of ₹ 2/- each.

Transfer to General Reserve

During the year under review, the Company has not transferred any amount to the General Reserve. For complete details on movement in Reserves and Surplus during the financial year ended March 31, 2026, please refer to the 'Statement of Changes in Equity' included in the standalone and consolidated financial statements which form part of this Annual Report.

Credit Rating

The Company has been rated by CARE Ratings Limited ("Credit Rating Agency"), as below:

Facilities	Rating
Long-term Bank Facilities	CARE AA+; Stable
Long-term/Short-term Bank Facilities	CARE AA+; Stable/CARE A1+
Short-term Bank Facilities	CARE A1+

Quality and Information Security

The Company continues to improve its quality focus through internal initiatives and by getting assessed against international standards. During the current Voice of Customer ("VOC") cycle, customers have appreciated the value delivered by project teams and have rated them at an average of 4.50 on a scale of 1 to 5, with 5 being the highest. This further strengthens our resolve to make societies more productive by helping customers run businesses more efficiently.

In line with its focus to be assessed against international standards, Birlasoft is appraised for CMMI-DEV® (Development) & CMMI-SVC® (Services) V3.0 at Maturity Level 5. This milestone is a testimony to Birlasoft's commitment to continuously improve on quality & operational processes, while at the same time, strengthening delivery capabilities to meet customer expectations. Birlasoft's Quality Management system is certified for ISO 9001:2015 and ISO 20000:2018 Standards for IT Services and this reflects the Company's belief in delivering the right quality.

Birlasoft continued to maintain a mature Information Security Management System ("ISMS") and Privacy Information Management System ("PIMS") to support its hybrid workforce, enabling a secure and seamless user experience while strengthening security at the edge. In response to the evolving global threat landscape, the Company remained vigilant and continued to invest in modern security technologies, strengthened governance processes, and increased the adoption of automation to proactively address new and emerging threats. The Company continues to maintain certification against the latest Information Security Management System standard, ISO 27001:2022, and the Privacy Information Management System standard, ISO 27701:2019. In addition, in accordance with SSAE 18 SOC 2 Type II criteria, Birlasoft's service commitments and system requirements were achieved and independently validated through an external attestation body. Birlasoft also periodically assesses the maturity of its cybersecurity program in alignment with the NIST Cybersecurity Framework ("NIST CSF"), with continued focus on driving ongoing and continual improvement.

Data Privacy

Birlasoft has strengthened its governance framework through the oversight of the Data Protection Officer and Chief Information Security Officer, reinforcing enterprise-wide accountability for privacy and security, while achieving alignment with the Digital Personal Data Protection Act, 2023 ("DPDPA"), the General Data Protection Regulation ("GDPR"), and other applicable global privacy regulations through structured policies that embed the principles of lawful processing, purpose limitation and data minimisation.

The organisation advanced its DPDPA readiness through a comprehensive gap assessment and implementation roadmap, supported by enhanced consent management and compliance controls. It also operationalised data subject rights workflows and strengthened data lifecycle management, including retention, secure deletion and disposal aligned with legal requirements.

Compliance governance was further enhanced through data protection impact assessments, maintenance of records of processing activities, periodic audits, dashboards, and strengthened third-party risk management, including legacy vendor assessments. Additionally, breach readiness and organisational awareness were elevated through improved response capabilities, regulatory-aligned notification processes and enterprise-wide training programs.

Productivity

The Company is committed to productivity improvements to create a future abundant with a wealth of knowledge. Multiple initiatives, such as Knowledge Management, bRight, UREKA and Value IN Customer's Interest ("VINCI") enable the Company to harness and mobilise latent knowledge across the organisation.

bRight is an initiative that has been introduced to share best practices, celebrate the accounts with exemplary performance, cross-account learning opportunities through eight different themes, driving a culture of continuous improvement across the organisation.

Institutional Shareholding

As on March 31, 2026, the total Institutional Shareholding in the Company was 36.99% of the total paid-up equity share capital.

Subsidiaries, Associates and Joint Venture Companies

As on March 31, 2026, the Company has 13 subsidiaries, including step-down subsidiaries. The Company has two material subsidiaries, viz., Birlasoft Solutions Inc. & Birlasoft Inc., details of which are given in the Corporate Governance Report.

As per Section 129(3) of the Companies Act, 2013 ("the Act"), consolidated financial statements of the Company and all its subsidiaries have been prepared and the same form a part of this Annual Report. In terms of Rule 5 of Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements of subsidiaries in Form AOC-1 is annexed to this Report as **"Annexure 1"**.

In accordance with Section 136(1) of the Act, this Annual Report of the Company, containing the standalone and the consolidated financial statements and all other documents required to be attached thereto has been placed on the website of the Company at www.birlasoft.com.

During FY 2025-26, the Company had no Associate or Joint Venture company.

Board of Directors, its Committees and Meetings thereof

The Company's Board comprises an optimum mix of executive, non-executive, and independent directors (including three women directors), offering a balanced array of knowledge, skills and expertise. The Board provides strategic guidance and direction to the Company in achieving its business objectives and safeguarding the interests of all stakeholders.

The Board has the following five Committees:

- Audit Committee;
- Stakeholders Relationship Committee;
- Nomination and Remuneration Committee;
- Corporate Social Responsibility Committee; and
- Risk Management Committee.

The Board meets at least once every quarter. Additional meetings of the Board/Committees are convened as may be necessary for the proper management of the business operations of the Company. A separate meeting of Independent Directors is also held at least once a year to review the performance of the Chairman, other Non-Independent Directors and the Board as a whole.

During the year, seven Board meetings were held on May 28, 2025, July 23, 2025, August 7, 2025, September 27, 2025, November 6, 2025, January 28, 2026 and March 30, 2026. The maximum gap between any two consecutive meetings was within the period prescribed under the Act and SEBI (LODR) Regulations, 2015.

A detailed update on the Board and its Committees' composition, meetings held and attendance of the Directors at these meetings is provided in the Corporate Governance Report which forms part of this Annual Report.

Directors and Key Managerial Personnel ("KMP")

There were no changes in the composition of the Board of Directors during the financial year.

Angan Guha (DIN: 09791436) was re-appointed as Chief Executive Officer and Managing Director of the Company, for a further period of two years w.e.f. December 1, 2025, by the Members of the Company on November 27, 2025, through postal ballot.

In accordance with Section 152 of the Act, CK Birla (DIN: 00118473), Non-Executive Director of the Company, is liable to retire by rotation at the ensuing AGM and being eligible, offers himself for re-appointment. The Nomination and Remuneration Committee and the Board recommend the resolution for his re-appointment for approval of the Members at the ensuing AGM. A brief profile and other details relating to re-appointment of CK Birla are provided in this Annual Report.

None of the Directors are disqualified under Section 164(2) of the Act.

Kamini Shah resigned as the Chief Financial Officer and a KMP of the Company effective end of business hours on August 7, 2025.

Your Directors place on record their appreciation for the valuable contribution made by Kamini Shah during her tenure with the Company.

Chandrasekar Thyagarajan was appointed as the Chief Financial Officer and a KMP of the Company, effective August 8, 2025, pursuant to the recommendation of Nomination and Remuneration Committee and approval of the Audit Committee and Board of Directors of the Company.

The following persons are currently designated as the KMP of the Company pursuant to Sections 2(51) and 203 of the Act, read with the Rules framed thereunder:

Sr. No.	Name	DIN/ Membership Number	Designation
1	Angan Guha	09791436	Chief Executive Officer & Managing Director
2	Chandrasekar Thyagarajan	200-29108	Chief Financial Officer
3	Sneha Padve	A9678	Company Secretary & Compliance Officer

Independence of the Board

The Board comprises an optimal number of Independent Directors. Based on the confirmation/disclosures received from the Directors and on evaluation of the relationships disclosed, the following Non-Executive Directors are independent in terms of Regulations 16(1)(b) and 25 of the SEBI (LODR) Regulations, 2015 and Section 149(6) of the Act:

1. Ananth Sankaranarayanan (DIN: 07527676);
2. Satyavati Berera (DIN: 05002709);
3. Nidhi Killawala (DIN: 05182060); and
4. Manish Choksi (DIN: 00026496).

All the above-named Directors have registered themselves with the Independent Directors Databank maintained by Indian Institute of Corporate Affairs ("IICA") and are either exempted from or have complied with the requirements of online proficiency self-assessment test conducted by IICA.

The Board is of the opinion that the Independent Directors of the Company possess the requisite qualifications, experience, proficiency, expertise and hold high standards of integrity.

Auditors

- Statutory Auditors

M/s. S R B C & Co LLP, Chartered Accountants (ICAI Firm Registration No.: 324982E/E300003), were appointed as the Statutory Auditors of the Company, at the AGM held on July 27, 2023, for a period of five (5) years till the conclusion of the AGM to be held in the year 2028.

During the year under review, the Auditors have not reported any matter under Section 143(12) of the Act, therefore, no details are required to be disclosed under Section 134(3)(ca) of the Act.

Further, in terms of Regulation 33(1)(d) of the SEBI (LODR) Regulations, 2015, the Statutory Auditors of the Company are subjected to the Peer Review process of the Institute of Chartered Accountants of India; and they have confirmed that they hold a valid certificate issued by the 'Peer Review Board' of Institute of Chartered Accountants of India.

- Secretarial Auditor

Pursuant to the provisions of Regulation 24A of the SEBI (LODR) Regulations, 2015, Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the appointment of Dr. K. R. Chandratre, Practising Company Secretary (FCS No.: 1370 and CP No.: 5144), as the Secretarial Auditor of the Company, for a period of five (5) consecutive financial years commencing from April 1, 2025, till March 31, 2030, was approved by the Members of the Company in the AGM held on August 6, 2025, based on the recommendation of the Audit Committee and the Board of Directors.

The Report of the Secretarial Auditor for the financial year ended March 31, 2026, is annexed as **"Annexure 2"**. It does not contain any qualification, reservation or adverse remark.

During the year under review, the Secretarial Auditor has not reported any matter under Section 143(12) of the Act, and therefore no details are required to be disclosed under Section 134(3)(ca) of the Act.

- Internal Auditor

The Internal Auditor and the Head of Internal Audit function within the Company report functionally to the Audit Committee of the Board, which reviews and approves the risk based annual internal audit plan and the performance of internal audit function. The scope of work, including annual internal audit plan, authority and resources, is regularly reviewed and approved by the Audit Committee. The annual internal audit plan is aligned with the Enterprise Risk Management framework to ensure that all critical risks are covered in the audit plan. Internal Audit work is also supported by the services of leading international audit firms.

Annual Secretarial Compliance Report

Pursuant to Regulation 24A of the SEBI (LODR) Regulations, 2015, the Company has undertaken an audit for the year ended March 31, 2026, for all applicable compliances. The Annual Secretarial Compliance Report duly signed by Dr. K. R. Chandratre, Practising Company Secretary, is available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings.

Corporate Governance

Pursuant to Regulation 34 of the SEBI (LODR) Regulations, 2015, the Corporate Governance Report for the year ended March 31, 2026, forms an integral part of this Annual Report. It also includes a certificate from the Practicing Company Secretary in respect of compliance with the provisions of the SEBI (LODR) Regulations, 2015, related to Corporate Governance.

Management Discussion and Analysis

In terms of provisions of Regulation 34(2) of the SEBI (LODR) Regulations, 2015, a detailed review of the operations, performance and outlook of the Company and its business is given in the Management Discussion and Analysis Report, which is presented in a separate section forming part of this Annual Report.

Awards & Recognitions

In recognition of its constant quest for excellence, the Company has been awarded and recognised at various forums. The prominent ones are listed below:

Corporate

- Birlasoft recognised as a Great Place to Work® for the fifth consecutive year.
- Birlasoft is one of India's Top 50 Best Workplaces™ in IT & IT-BPM 2025.
- Birlasoft recognized at the 8th Annual BW Best CFO Awards 2025 in the category of Excellence in Treasury and Cash Management.
- Birlasoft's Chief Technology Officer Ganesan Karuppanaicker recognized among HR Association of India's Tech Pioneers: CTOs Building the Future of Technology list.
- Birlasoft ranked among the Top 10 Investor Relations Professionals in the Technology – IT Services & Software category in the Extel (formerly Institutional Investor Research) 2025 Asia Executive Team Rankings. Additionally, Birlasoft was recognized among the Top 3 in the Rest of Asia (ex-Mainland China) segment.

Business

- Birlasoft's BFSI teams won two of the top three awards at the Synchrony CodeQuest Hackathon 2025, reinforcing its commitment to AI-driven innovation.
- Three of Birlasoft's leaders - Anubhav Sharma, Program Manager; Karthikeya Shastry, Program Director; and Sarvesh S., Associate Practice Director, were featured in India's Top 100 Great People Managers™ 2025, a testament to the Company's strong leadership and people-centric culture.

Human Resources

- Birlasoft honoured with the Gold award at the Brandon Hall HCM Excellence Awards 2025 in the category of Best Competencies and Development for the flagship PMAspire programs.

- Birlasoft received the Coursera Talent Transformation Award at Coursera Connect 2025 for its learning-led approach to building a future-ready workforce.
- Birlasoft won Gold award at the People Matters Leadership, Learning & Culture Awards 2025 in the Learning Culture Transformation category.
- Birlasoft's talent transformation platform, SkillFolio, honored as the Winner in the 'Technology at Workplace' Category at the FICCI National HR Innovation Awards 2025.
- Deeraj Malhotra, Vice President – Human Resources, and Sarika Arora, Global Head – DEI, were recognised with the Women Achievers Award 2026 by the HR Association of India.

CSR

- Birlasoft wins SkillWiz Award at Karma Awards 2025 for Project Disha and e-Vidya.

Diversity, Equity & Inclusion ("DEI")

- Birlasoft ranked 40th in the DEI 100 – India's first Diversity, Equity and Inclusion Index, reflecting its progress in advancing inclusion.
- Sarika Arora, Global Head – DEI at Birlasoft named among HR Association of India's DE&I Leaders Defining the Landscape list.

ESG

- Birlasoft honored with the Sustainable Initiative of the Year award at the 5th Sustainability Summit, recognising its continued commitment to environmental and social responsibility.
- Birlasoft recognised as India's Leading Listed ESG Entity by Dun & Bradstreet in D&B's ESG Champions of India.

Analyst recognitions

- Birlasoft recognised as 'Leader' in SAP Ecosystem 2026 ISG Provider Lens® Study – U.S.
- Birlasoft positioned in 'Horizon 1' in HFS Horizons: Agentic Services, 2026.
- Birlasoft positioned in 'Horizon 2' in HFS Horizons: Next-Gen IT Infrastructure Services, 2026.
- Birlasoft recognised as 'Product Challenger' in Global Capability Center (GCC) Services 2026 ISG Provider Lens® Study - Global.
- Birlasoft recognised as 'Product Challenger' in ServiceNow Ecosystem 2026 ISG Provider Lens® Study.
- Birlasoft recognised as 'Product Challenger' in Salesforce Ecosystem Partners 2026 ISG Provider Lens® Study – Brazil, Germany, U.K., U.S.
- Birlasoft recognised as 'Product Challenger' in Databricks Ecosystem Partners 2026 ISG Provider Lens® Study – Global.
- Birlasoft recognised as 'Product Challenger' in Procurement Services 2026 ISG Provider Lens® Study – Global.
- Birlasoft recognised as 'Disruptor' in Hybrid Enterprise Cloud Services 2025 – 26 RadarView™ study by Avasant.
- Birlasoft recognised as 'Disruptor' in End-user Computing Services 2025 – 26 RadarView™ study by Avasant.
- Birlasoft recognised as 'Disruptor' in Life Sciences Digital Services 2026 RadarView™ study by Avasant.
- Birlasoft recognised as 'Star Performer' and 'Major Contender' in Everest Group's Banking IT Services PEAK Matrix® Assessment 2025.
- Birlasoft recognised as 'Major Contender' in Everest Group's Payments IT Services PEAK Matrix® Assessment 2025.
- Birlasoft recognised as 'Leader' in Manufacturing Industry Services and Solutions 2025 – Mid – Tier and Specialist IT Firms ISG Provider Lens® Study – Global.
- Birlasoft recognised as 'Leader' in Oil and Gas Industry 2025 ISG Provider Lens® Study – Americas.
- Birlasoft recognised as 'Product Challenger' and 'Market Challenger' in Medical Device Digital Services 2025 ISG Provider Lens™ Study.
- Birlasoft positioned in 'Horizon 2' in HFS Horizons: Legacy Application Modernization Services, 2025.
- Birlasoft positioned in 'Horizon 2' in HFS Horizons: Life Sciences Services Providers, 2025.
- Birlasoft recognised as 'Disruptor' in Digital Workplace Services 2025-26 RadarView™ by Avasant.
- Birlasoft recognised as 'Leader' in Generative AI Services 2025 ISG Provider Lens® Study – Global.
- Birlasoft recognised as 'Leader' in AI-driven ADM Services 2025 ISG Provider Lens™ Study.
- Birlasoft recognised as 'Product Challenger' in Agentic AI Services 2025 ISG Provider Lens® Study – Global.
- Birlasoft recognised as 'Product Challenger' in Supply Chain Services 2025 ISG Provider Lens™ Study – Brazil, Global.
- Birlasoft recognised as 'Product Challenger' in AWS Ecosystem Partner 2025 ISG Provider Lens™ Study.
- Birlasoft recognised as 'Major Contender' in Everest Group's Cloud Services for Mid-Market Enterprises PEAK Matrix® Assessment 2025.
- Birlasoft recognised as 'Disruptor' in Avasant's Internet of Things Services 2025 RadarView™.
- Birlasoft recognised as 'Disruptor' in Avasant's Financial Services Digital Services 2025 RadarView™.
- Birlasoft recognised as an 'Innovator' in Avasant's SAP SuccessFactors Services 2025 RadarView™.
- Birlasoft recognised as an 'Innovator' in Avasant's Manufacturing Digital Services 2025 RadarView™.
- Birlasoft recognised as 'Product Challenger' in ISG's Automotive and Mobility Services and Solutions 2025 ISG Provider Lens™ Study.
- Birlasoft recognised as 'Product Challenger' in ISG's Private/Hybrid Cloud – Data Center Services 2025 ISG Provider Lens™ Study.
- Birlasoft recognised as 'Product Challenger' in ISG's Snowflake Ecosystem Partners – 2025 ISG Provider Lens™ Study.

Particulars of Employees, Directors and Key Managerial Personnel

The ratio of remuneration of each Director to the median employee's remuneration and other details prescribed in Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are annexed to this Report as **"Annexure 3"**.

In terms of the provisions of Section 197(12) of the Act, read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of employees and other particulars of the top ten employees and employees drawing remuneration in excess of the limits as provided in the said Rules are required in the Board's Report as an addendum thereto. However, in terms of provisions of the first proviso to Section 136(1) of the Act, this Annual Report is being sent to the Members of the Company excluding the aforesaid information. The said information is available for inspection and any Member interested in obtaining such information may write to the Company Secretary for the same.

Employees Stock Option Plans ("ESOPs")

The Company grants performance linked share – based benefits to eligible employees with a view to attracting and retaining the best talent, encouraging employees to align individual performances with the Company objectives and promoting their increased participation in the growth of the Company.

The information pursuant to the provisions of the Act and Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, relating to ESOPs of the Company, is annexed to this Report as **"Annexure 4"** and has been uploaded on the website of the Company and can be accessed through web link https://www.birlasoft.com/company/investors/policies-reports-filings.

Certificate from Dr. K. R. Chandratre, Practising Company Secretary (FCS No.: 1370 and CP No.: 5144), the Secretarial Auditor of the Company, confirming that the schemes have been implemented in accordance with the said SEBI Regulations, would be placed at the ensuing AGM of the Company for inspection by the Members.

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a Policy on prevention and prohibition of sexual harassment at workplace ("POSH Policy"). The Company has also put in place a redressal mechanism for resolving complaints received with respect to sexual harassment and discriminatory employment practices for all genders. This process ensures complete anonymity and confidentiality of information. An Internal Committee ("IC") has been constituted to investigate and resolve all sexual harassment complaints reported to this Committee. During the year, two training sessions were conducted for IC Members by an external expert to enhance their understanding and responsibilities. New joiners receive Prevention of Sexual Harassment ("POSH") orientation and training through a dedicated e-learning module, ensuring a comprehensive introduction to policies of the Company. Additionally, all employees are mandated to complete annual online refresher training. Periodic communications are sent via email to enhance awareness of POSH, providing employees with clear and comprehensive information about the accessible complaint mechanism.

During the year under review, 1 complaint of sexual harassment was received by the Company. Details as per the provisions of Sections 21 and 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, are as under:

Number of cases pending at the beginning of the financial year	Nil
Number of complaints received during the financial year	1
Number of cases pending at the end of the financial year	Nil
Number of cases pending for a period exceeding ninety days.	Nil

Disclosure of Maternity Benefit Compliance

The Company is in compliance with the provisions of the Maternity Benefit Act, 1961, for the year under review.

Policy on Directors' appointment and remuneration

Pursuant to the provisions of Section 134(3)(c) of the Act, the policy of the Company on the appointment and remuneration of Directors including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Section 178(3) of the Act is annexed to this Report as **"Annexure 5"**. This Nomination and Remuneration Policy as approved by the Board is available on the Company's website and can be accessed through the web link https://www.birlasoft.com/company/investors/policies-reports-filings.

Particulars of Loans, Guarantees or Investments

Details of loans, guarantees and investments, if any, covered under the provisions of Section 186 of the Act are provided in the notes to the financial statements.

Related Party Transactions

The Company has adequate procedures for identification and monitoring of related party transactions. All the transactions entered into with the related parties during the financial year were on an arm's length basis and in the ordinary course of business. The related party transactions are placed before the Audit Committee on a quarterly basis for their approval or noting, as the case may be.

For details on related party transactions, Members may refer to the notes to the financial statements. The Policy on Related Party Transactions as approved by the Board is available on the Company's website and can be accessed through the web link https://www.birlasoft.com/company/investors/policies-reports-filings.

Pursuant to the provisions of Section 134(3)(h) of the Act, the particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Act and prescribed in Form AOC-2 of Companies (Accounts) Rules, 2014, is annexed to this Report as **"Annexure 6"**.

Material Changes and Commitments

No material changes or commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this Report.

Enterprise Risk Management Policy ("ERM Policy")

The Board has constituted a Risk Management Committee ("the RMC") to review the risk management plan/process of the Company. The RMC assists the Board in its oversight of the Company's management of key risks, including strategic and operational risks, as well as the guidelines, policies and processes for monitoring and mitigating such risks under the aegis of the overall Business Risk Management Framework.

The Company has an ERM Policy which has been approved by the Board. This Policy serves as an overarching statement of intent and establishes the guiding principles by which key risks are managed across the organisation. The Board monitors and reviews periodically the implementation of various aspects of the ERM Policy through the RMC.

A write-up on 'Enterprise Risk Management' forms part of this Annual Report.

There are no risks identified by the Board which may threaten the existence of the Company.

Internal Control Systems and Adequacy of Internal Financial Controls

The Company has put in place adequate internal financial control procedures and has identified and documented all key financial controls, which impact the financial statements as part of its Standard Operating Procedures. The financial controls are tested for operating effectiveness through ongoing monitoring and review process by the management and also independently by the Internal Auditor. Where weaknesses are identified as a result of such reviews, new procedures are put in place to strengthen controls, and these are in turn reviewed at regular intervals.

Based on the review, nothing has come to the attention of the Directors to indicate that any material breakdown in the function of these controls, procedures or systems occurred during the year under review.

Audit Committee

The Board has a duly constituted Audit Committee in line with the provisions of the Act and the SEBI (LODR) Regulations, 2015. The primary objective of the Committee is to monitor and provide effective supervision of the management's financial reporting process, to ensure accurate and timely disclosures, with the highest level of transparency, integrity and quality of financial reporting. The Committee met six times during the year. Detailed information pertaining to the Audit Committee has been provided in the Corporate Governance Report.

Committee Recommendations

During the year, recommendations of all the Committees were accepted by the Board.

Corporate Social Responsibility ("CSR")

The details of the initiatives taken by the Company during the year on CSR, in accordance with Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014 and the amendments thereto, along with information about the CSR Committee of the Board, is annexed to this Report as **"Annexure 7"**.

The CSR Policy of the Company is available on the website of the Company and can be accessed through the web link https://www.birlasoft.com/company/investors/policies-reports-filings.

Annual Evaluation of the Board, its Committees and Individual Directors

A formal evaluation of the performance of the Board, its Committees, the Chairman and the individual Directors was carried out for FY 2025-26. The performance evaluation was done individually using structured questionnaires, covering the composition of Board, receipt of regular inputs and information, functioning, performance and structure of Board Committees, skill set, knowledge and expertise of Directors, attendance at Board/Committee meetings, preparation and contribution at Board/Committee meetings, leadership, etc. The performance evaluation of the respective Committees and that of Independent and Non-Independent Directors was done by the Board, excluding the Director being evaluated. List of Key Skills/Expertise/Competencies of the Board is provided in the Corporate Governance Report.

The performance evaluation of Non-Independent Directors, the Chairman and the Board was done by the Independent Directors.

Establishment of Vigil Mechanism

The Company has a Whistle Blower Policy covering vigil mechanism as per Regulation 22 of the SEBI (LODR) Regulations, 2015, for the Directors and employees to report their genuine concerns. The details of the same are explained in the Corporate Governance Report. The Whistle Blower Policy can be accessed on the Company's website at https://www.birlasoft.com/company/investors/policies-reports-filings.

Annual Return

Pursuant to Sections 134(3)(a) and 92(3) of the Act, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return in e-form MGT-7 can be accessed on the Company's website at https://www.birlasoft.com/company/investors/policies-reports-filings#annual-return.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, is annexed as **"Annexure 8"** to this Report.

Directors' Responsibility Statement

The Directors, to the best of their knowledge and belief and according to the information and explanations obtained, and pursuant to Section 134(3)(c) and Section 134(5) of the Act, confirm that:

i) in the preparation of the annual accounts for the financial year ended March 31, 2026, the applicable accounting standards have been followed and there are no material departures;

ii) they 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 as on March 31, 2026 and of the profit of the Company for the year ended March 31, 2026;

iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv) they have prepared the annual financial statements on a going concern basis;

v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

CEO and CFO Certification

As required by Regulation 17(8) of the SEBI (LODR) Regulations, 2015, the CEO and CFO certificate, for the year under review was placed before the Board at its meeting held on May 6, 2026.

A copy of such certificate forms part of the Corporate Governance Report.

Secretarial Standards issued by the Institute of Company Secretaries of India

The Company complies with the applicable Secretarial Standards as issued by the Institute of Company Secretaries of India.

Listing with Stock Exchanges

The equity shares of the Company continue to be listed on the National Stock Exchange of India Limited and BSE Limited. The Annual Listing Fee for FY 2026-27 has been paid to these exchanges.

Directors & Officers Insurance Policy

The Company has in place an insurance policy for its Directors & Officers with a quantum and coverage as approved by the Board. The policy complies with the requirement of Regulation 25(10) of the SEBI (LODR) Regulations, 2015.

Investor Education and Protection Fund (“IEPF”)

The details pertaining to the transfer of unclaimed dividend amount and shares to the IEPF have been provided in the Corporate Governance Report, which forms part of this Annual Report.

Sneha Padve, Company Secretary is the Nodal Officer of the Company, appointed pursuant to Rule 7(2A) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the details of which are available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings.

Other Statutory Disclosures

The Directors state that no disclosure or reporting is required with respect to the following items as there were no transactions related to these items during the year under review:

- Details relating to Deposits covered under Chapter V of the Act;
- Issue of sweat equity shares or equity shares with differential rights as to dividend, voting or otherwise;
- No buyback of Equity Shares during the year under review;
- Raising of funds through preferential allotment or qualified institutions placement;
- Provision of money for purchase of its own shares by employees or by trustees for the benefit of employees;
- Significant or material order passed by any regulators or courts or tribunals against the Company impacting the going concern status and Company’s operations in future;
- Application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016;
- Instance of one-time settlement with any financial institution; and
- Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act.

Acknowledgements

The Directors sincerely appreciate the trust placed in Birlasoft’s professional integrity by our valued investors and customers.

The Directors extend their gratitude to all business partners and bankers for their unwavering support. The Directors also place on record their appreciation for the invaluable contributions of employees at all levels, whose diligence, unity, cooperation and support have been instrumental in the Company’s sustained growth.

The Directors extend their profound gratitude to the governments of the various countries where the Company operates. Furthermore, the Directors express their sincere appreciation to the Government of India, particularly the Ministry of Communication and Information Technology, the Ministry of Commerce, the Ministry of Finance, the Ministry of Corporate Affairs, the Customs and Indirect Taxes Departments, the Income Tax Department, the Reserve Bank of India, the State Governments, and the Software Development Centres (SDCs)/Special Economic Zones (SEZs)/Domestic Tariff Area (DTA) in Pune, Noida, Mumbai, Navi Mumbai, Chennai, Coimbatore, Bengaluru, Hyderabad, and other governmental agencies. The Directors anticipate their continued patronage in the future.

The Board remains committed to fostering strong relationships and advancing mutual growth and success.

For and on behalf of the Board of Directors

Amita Birla
Chairman
DIN: 00837718

London
May 6, 2026

Annexure 1

FORM NO. AOC-1

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES/ASSOCIATE COMPANIES/JOINT VENTURES

(Pursuant to first proviso to sub-section (3) of Section 129, read with Rule 5 of Companies (Accounts) Rules, 2014)

Part “A”: Subsidiaries

(₹ in million except exchange rate)

Sr. No.	1	2	3	4	5	6	7	8	9	10	11	12	13
Name of the Subsidiary	Birlasoft Solutions France	Birlasoft Solutions Inc. (Refer note ‘a’ below)	Birlasoft Computer Corporation	Birlasoft Consulting, Inc. (Refer note ‘b’ below)	Birlasoft Solutions ME FZE (Refer note ‘c’ below)	Birlasoft Solutions GmbH (Refer note ‘d’ below)	Birlasoft Solutions Ltda. (Refer note ‘e’ below)	Birlasoft Technologies Canada Corporation (Refer note ‘f’ below)	Birlasoft Solutions Limited (Refer note ‘g’ below)	Birlasoft Inc. (Refer note ‘h’ below)	Birlasoft (UK) Limited (Refer note ‘i’ below)	Birlasoft Sdn. Bhd.	Birlasoft Solutions Mexico, S.A. DE C.V. (Refer note ‘j’ below)
Reporting period for the subsidiary concerned, if different from the holding company’s reporting period	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	₹ 108.71	₹ 94.83	₹ 94.83	₹ 94.83	₹ 25.69	₹ 108.71	₹ 17.94	₹ 67.74	₹ 125.08	₹ 94.83	₹ 125.08	₹ 23.30	₹ 5.20
Share capital	10.87	5,282.97	10.43	484.13	30.46	2.72	72.17	0.00*	62.54	47.42	18.76	0.12	216.35
Reserves & surplus	849.46	6,478.31	1,446.28	(9.31)	184.27	32.90	401.03	1,523.82	110.42	9,408.31	(493.75)	65.82	(28.38)
Total assets	1,095.17	17,867.35	1,896.36	758.19	252.69	514.74	553.72	1,732.08	1,649.22	16,374.53	3,200.77	74.54	235.95
Total liabilities	234.85	6,106.08	439.64	283.37	37.96	479.13	80.52	208.26	1,476.26	6,918.81	3,675.75	8.61	47.99
Investments	413.31	5,072.29	1,308.07	493.15	38.81	108.72	258.45	1,127.96	71.15	6,526.64	169.01	45.45	-
Turnover	802.03	15,146.44	1,405.13	702.02	98.69	705.36	586.79	923.97	1,173.04	22,486.30	2,945.82	49.71	255.08
Profit/(Loss) before taxation	137.30	2,443.92	208.92	(2.47)	14.54	2.65	32.12	28.82	(71.80)	1,823.51	(305.35)	1.58	51.72
Provision for taxation	(41.91)	(806.01)	(61.26)	(4.78)	0.79	(0.76)	(15.50)	(7.64)	(0.04)	(768.01)	(14.06)	0.76	(5.80)
Profit/(Loss) after taxation	95.39	1,637.91	147.66	(7.25)	15.33	1.89	16.62	21.19	(71.83)	1,055.51	(319.41)	2.34	45.92
Proposed Dividend	-	-	-	-	-	-	-	-	-	-	-	-	-
% of shareholding	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%

*Due to rounding off in millions, it is appearing as zero.

Notes:

a) During the year, dividend was paid by Birlasoft Solutions Inc. to Birlasoft Limited, details of which are given in the financial statements.
b) 100% owned by Birlasoft Solutions Inc.
c) Includes Australia Branch.
d) 100% owned by Birlasoft Solutions Limited.
e) 99.98% owned by Birlasoft Solutions Inc. and 0.02% owned by Birlasoft Limited.
f) 100% owned by Birlasoft Computer Corporation.
g) Includes Spain Branch and Slovakia Branch.
h) During the year, dividend was paid by Birlasoft Inc. to Birlasoft Limited, details of which are given in the financial statements.
i) 100% owned by Birlasoft Inc. and includes Netherlands Branch.
j) 99.998% owned by Birlasoft Solutions Inc. and 0.002% owned by Birlasoft Consulting, Inc.
k) Part "B" of this statement is not applicable, as the Company neither has any associates nor joint ventures.

For and on behalf of the Board of Directors

Amita Birla **Chairman** DIN: 00837718 London	Angan Guha **CEO & Managing Director** DIN: 09791436 New Delhi
Sneha Padve **Company Secretary & Compliance Officer** Membership No.: A9678 New Delhi	Chandrasekar Thyagarajan **Chief Financial Officer** Membership No.: 200-29108 New Delhi

May 6, 2026

Annexure 2

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31 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,
Birlasoft Limited,
35 & 36, Rajiv Gandhi Infotech Park,
Phase - I, MIDC, Hinjawadi, Pune – 411057.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Birlasoft Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me 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 financial year ended on 31 March 2026 ('Audit Period') 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 financial year ended on 31 March 2026 according to the provisions of:

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

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

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

(iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

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

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the Audit Period)**;

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and the Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the Audit Period);**

(h) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period)**; and

(i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

(vi) **I further report that**, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

(a) Information Technology Act, 2000 and the rules made thereunder.

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

(i) Secretarial Standards with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India; and

(ii) Listing Agreements entered into by the Company with BSE Limited and the National Stock Exchange of India Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

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 were no changes in the composition of Board of Directors of the Company during Audit Period.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period no specific events/actions took place having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Dr. K. R. Chandratre
FCS No.: 1370, C. P. No.: 5144
Unique Identification No.: F001370H000296566

Peer Review Certificate No.: 7703/2026

Place: Pune
Date: 6 May 2026

This report is to be read with my letter of even date which is annexed as Annexure and forms an integral part of this report.

Annexure to the Secretarial Audit Report

To,
The Members,
Birlasoft Limited,
35 & 36, Rajiv Gandhi Infotech Park,
Phase - I, MIDC, Hinjawadi, Pune – 411057.

My report of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test-check basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test-check basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Dr. K. R. Chandratre
FCS No.: 1370, C. P. No.: 5144
Unique Identification No.: F001370H000296566

Peer Review Certificate No.: 7703/2026

Place: Pune
Date: 6 May 2026

Annexure 3

THE RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN REMUNERATION OF EMPLOYEES AND OTHER DETAILS PURSUANT TO SECTION 197(12) OF THE ACT, READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

Sr. No.	Particulars	Name of Director/Key Managerial Personnel[1]	Designation	Disclosure
I.	The ratio of the remuneration of each Director to the median remuneration of employees for the financial year.	Amita Birla	Non-Executive Director, Chairman	2.81
		CK Birla	Non-Executive Director	1.12
		Ananth Sankaranarayanan	Independent Director	1.12
		Satyavati Berera	Independent Director	1.69
		Nidhi Killawala	Independent Director	1.12
		Manish Choksi	Independent Director	1.12
		Angan Guha	CEO & Managing Director	262.93
II.	The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary in the financial year.	Amita Birla	Non-Executive Director, Chairman	Nil
		CK Birla	Non-Executive Director	Nil
		Ananth Sankaranarayanan	Independent Director	Nil
		Satyavati Berera	Independent Director	Nil
		Nidhi Killawala	Independent Director	Nil
		Manish Choksi	Independent Director	Nil
		Angan Guha[2]	CEO & Managing Director	5.54%
		Kamini Shah[3]	Chief Financial Officer	Not comparable as figures for FY 2025-26 are for part of the year
		Chandrasekar Thyagarajan[4]	Chief Financial Officer	
		Sneha Padve[5]	Company Secretary	26.32%
III.	The percentage increase in the median remuneration of employees in the financial year.	4.71%		

Sr. No.	Particulars	Name of Director/Key Managerial Personnel[1]	Designation	Disclosure
IV.	The number of permanent employees on the rolls of the Company.	9,358 employees as on March 31, 2026.		
V.	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.	Average percentage increase in salaries of employees other than Managerial Personnel is 3.39%. Average increase in the remuneration of Directors and other Key Managerial Personnel is 5.65%. (refer Notes 2 and 5)		
VI.	It is affirmed that the remuneration paid is in accordance with the Remuneration Policy of the Company.			

NOTES:

1. For Non-Executive/Independent Directors, the ratio to median remuneration and percentage increase are based on the remuneration only in the form of Commission (excluding sitting fees).
2. The Members of the Company approved the re-appointment of Angan Guha as Chief Executive Officer and Managing Director of the Company effective December 1, 2025, along with the remuneration payable to him. Accordingly, the increase in the relevant figures and percentages is higher as compared to FY 2024-25, primarily on account of his re-appointment and the perquisite value of stock incentives allotted during the year.
3. Kamini Shah ceased to be the Chief Financial Officer of the Company with effect from the end of business hours on August 7, 2025.
4. Chandrasekar Thyagarajan was appointed as the Chief Financial Officer of the Company effective August 8, 2025.
5. The increase in remuneration is on account of the perquisite value of stock incentives allotted during the year.

For and on behalf of the Board of Directors

London
May 6, 2026

Amita Birla
Chairman
DIN: 00837718

Annexure 4

EMPLOYEE STOCK OPTION PLANS

Disclosure pursuant to Section 62 of the Companies Act, 2013, read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as on March 31, 2026

A. Summary of Employee Stock Option Plans ("ESOPs")/Performance Stock Units ("PSUs")/Restricted Stock Units ("RSUs")

The position of the existing schemes are summarised as under:

Sr. No.	Particulars	Employee Stock Option Plan 2015 ("ESOP 2015")	Birlasoft Share Incentive Plan-2019 ("SIP 2019")		Birlasoft Share Incentive Plan-2022 ("SIP 2022")	
			Options	RSUs	PSUs	RSUs
I.	**Details of the ESOPs/PSUs/RSUs:**					
1	Date of Shareholder's Approval	August 19, 2015	October 3, 2019		August 3, 2022	
2	Total Number of Options/PSUs/RSUs approved	2,500,000#	10,714,200	1,648,300	5,000,000	
3	Vesting Requirements	Time based	Time based	Time based	Time based and Performance	Time based
4	The Pricing Formula/ Exercise Price	Closing Market Price of the Company's equity share on the Stock Exchange which has highest trading volumes, on the day prior to the date of grant of Options.	Closing Market Price of the Company's equity share on the Stock Exchange which has highest trading volumes, on the day prior to the date of grant of Options.	The Exercise Price shall be equal to face value of shares i.e. ₹ 2/- per RSU.	The Exercise Price shall be equal to face value of shares i.e. ₹ 2/- per PSU.	The Exercise Price shall be equal to face value of shares i.e. ₹ 2/- per RSU.
5	Maximum term of Options/PSUs/RSUs granted (years)	Exercise period to commence from the Vesting Date and will expire on completion of such period not exceeding 5 years from the Vesting Date.	Exercise period to commence from the Vesting Date and will expire on completion of such period not exceeding 4 years from the Vesting Date or such other period as may be decided by the Nomination and Remuneration Committee.			
6	Source of shares	Combination of primary and secondary acquisition by the Trust	Primary			
7	Variation in terms of Options/PSUs/RSUs	Nil				

#The total number of Options approved under the Scheme has been adjusted for subsequent corporate action(s) for better understanding.

Sr. No.	Particulars	ESOP 2015		SIP 2019				SIP 2022			
		No. of Options	Weighted Average Exercise Price	No. of Options	Weighted Average Exercise Price	No. of RSUs	Weighted Average Exercise Price	No. of PSUs	Weighted Average Exercise Price	No. of RSUs	Weighted Average Exercise Price
II.	**Options/PSUs/RSUs movement during the year ended March 31, 2026:**										
1	Options/PSUs/RSUs outstanding at the beginning of the year	10,000	74.31	2,299,750	374.69	-	-	1,542,050	2.00	1,169,441	2.00
2	Options/PSUs/RSUs granted during the year	-	-	500,000	397.60	-	-	1,120,000	2.00	130,000	2.00
3	Options/PSUs/RSUs forfeited/ surrendered during the year	-	-	898,750	435.99	-	-	442,603	2.00	253,707	2.00
4	Options/PSUs/RSUs lapsed during the year	-	-	-	-	-	-	-	-	-	-
5	Options/PSUs/RSUs vested during the year	-	-	851,250	416.75	-	-	715,764	2.00	585,624	2.00
6	Options/PSUs/RSUs exercised during the year	10,000	74.31	224,500	248.61	-	-	785,927	2.00	618,668	2.00
7	Number of shares arising as a result of exercise of Options/ PSUs/RSUs	10,000	74.31	224,500	248.61	-	-	785,927	2.00	618,668	2.00
8	Money realised by exercise of Options/PSUs/RSUs (₹), if scheme is implemented directly by the Company	-	-	55,812,050	-	-	-	1,571,854	-	1,237,336	-
9	Loan Repaid by the Trust during the year from exercise price received	Not Applicable									
10	Options/PSUs/RSUs outstanding at the end of the year	-	-	1,676,500	365.55	-	-	1,433,520	2.00	427,066	2.00
11	Options/PSUs/RSUs exercisable at the end of the year	-	-	1,029,000	382.20	-	-	231,684	2.00	230,110	2.00

Sr. No.	Particulars	ESOP 2015	SIP 2019		SIP 2022	
			Options	RSUs	PSUs	RSUs
III.	Diluted Earnings Per Share pursuant to issue of shares on exercise of Options/PSUs/RSUs calculated in accordance with Ind-AS 33	18.50				
	Method of Accounting	Fair Value Method in accordance with Ind-AS 102: share based payment				

Sr. No.	Particulars	ESOP 2015	SIP 2019		SIP 2022	
			Options	RSUs	PSUs	RSUs
IV.	**Weighted Average Fair Value of Options/PSUs/RSUs granted during the year ended March 31, 2026 whose:**					
(a)	Exercise price equals market price	-	131.45	-	-	-
(b)	Exercise price is greater than market price	-	-	-	-	-
(c)	Exercise price is less than market price	-	-	-	408.08	373.73

Sr. No.	Particulars	ESOP 2015	SIP 2019		SIP 2022	
			Options	RSUs	PSUs	RSUs
V.	The weighted average market price of Options/PSUs/RSUs exercised during the year ended March 31, 2026	370.80	399.87	0.00	385.65	390.50

Sr. No.	Particulars	ESOP 2015		SIP 2019				SIP 2022			
				Options		RSUs		PSUs		RSUs	
VI.	**Employee-wise details of Options/PSUs/RSUs granted during the financial year 2025-26 to:**										
(i)	**Senior Managerial Personnel ("SMP"):**										
Sr. No.	**Name of the SMP**	**ESOP 2015**		**SIP 2019**				**SIP 2022**			
		No. of Options Granted	**Exercise Price (₹)**	**No. of Options Granted**	**Exercise Price (₹)**	**No. of RSUs Granted**	**Exercise Price (₹)**	**No. of PSUs Granted**	**Exercise Price (₹)**	**No. of RSUs Granted**	**Exercise Price (₹)**
1	Komal Jain - CEO-Americas (Appointed as a SMP w.e.f. October 2, 2025)	-	-	250,000	370.40	-	-	87,500	2.00	62,500	2.00
2	Priti Kataria - Chief Human Resources Officer ("CHRO") (Ceased to be the CHRO and a SMP w.e.f. end of business hours on March 31, 2026)	-	-	250,000	424.80	-	-	82,500	2.00	67,500	2.00
(ii)	**Employees who were granted, during any one year, Options/PSUs/RSUs amounting to 5% or more of the Options/PSUs/RSUs granted during the year:**										
Sr. No.	**Name of the Employee**	**ESOP 2015**		**SIP 2019**				**SIP 2022**			
		No. of Options Granted	**Exercise Price (₹)**	**No. of Options Granted**	**Exercise Price (₹)**	**No. of RSUs Granted**	**Exercise Price (₹)**	**No. of PSUs Granted**	**Exercise Price (₹)**	**No. of RSUs Granted**	**Exercise Price (₹)**
1	Angan Guha - CEO & Managing Director	-	-	-	-	-	-	950,000	2.00	-	-
2	Komal Jain - CEO-Americas	-	-	250,000	370.40	-	-	87,500	2.00	62,500	2.00
3	Priti Kataria - Chief Human Resources Officer ("CHRO") (Ceased to be the CHRO and a SMP w.e.f. end of business hours on March 31, 2026)	-	-	250,000	424.80	-	-	82,500	2.00	67,500	2.00
(iii)	**Identified employees who were granted Options/PSUs/RSUs, during any one year equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant:** None										

Sr. No.	Particulars	ESOP 2015	SIP 2019		SIP 2022	
			Options	RSUs	PSUs	RSUs
VII.	**Method and assumptions used to estimate the fair value of Options/PSUs/RSUs granted during the year ended March 31, 2026:**					
	The fair value has been calculated using the Black Scholes Option Pricing Model					
Sr. No.	**Variables**	**Weighted Average**	**Weighted Average**	**Weighted Average**	**Weighted Average**	**Weighted Average**
1	Risk-Free Interest Rate (%)	-	5.94%	-	5.85%	5.90%
2	Expected Life (in years)	-	4.10	-	3.19	3.70
3	Expected Volatility (%)	-	36.62%	-	34.24%	35.85%
4	Dividend Yield (%)	-	1.64%	-	1.51%	1.64%
5	Exercise Price (₹)	-	397.60	-	2.00	2.00
6	Price of the underlying share in market at the time of the Option/ PSU/RSU grant (₹)	-	397.60	-	429.97	398.65

Assumptions:

The assumptions used in the model are as follows:

a) Stock Price: Closing price of the equity shares of the Company on the National Stock Exchange of India Limited on the trading day, prior to the date of grant has been considered.

b) Volatility: The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility due to publicly available information.

c) Risk-free rate of return: The risk-free interest rate being considered for the calculation is the interest rate applicable for a maturity equal to the expected life of the Options/PSUs/RSUs based on the zero-coupon yield curve for Government Securities.

d) Exercise Price: Exercise Price of each specific grant has been considered.

e) Time to Maturity: Time to Maturity/Expected Life of Options/PSUs/RSUs is the period for which the Company expects the Options/PSUs/RSUs to be live.

f) Expected dividend yield: Expected dividend yield has been calculated as an average of dividend yields for five financial years preceding the date of the grant.

VIII. Effect of share-based payment transactions on the entity's Profit or Loss for the period:

(₹ in million)

Sr. No.	Particulars	March 31, 2026
1	Employee Option Plan Expense	163.21
2	Total Liability at the end of the period	658.42

IX. Details related to Trust:

Consequent upon the merger of Birlasoft (India) Limited with the Company, the KPIT Technologies Employees Welfare Trust has been transferred to KPIT Technologies Limited (erstwhile KPIT Engineering Limited). Hence, the details related to the Trust are not applicable to the Company.

For and on behalf of the Board of Directors

Amita Birla
Chairman
DIN: 00837718

London
May 6, 2026

Annexure 5

NOMINATION AND REMUNERATION POLICY

1. Introduction

A transparent, fair and reasonable process for determining the appropriate remuneration at all levels of the Company is required to ensure that the members remain informed and confident in the management of the Company. To harmonize the aspirations of human resources consistent with the goals of the Company and in terms of the provisions of the Companies Act, 2013 and the rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, this Policy on nomination and remuneration of Directors (including non-executive directors) of the Board of Directors, the Key Managerial Personnel, Senior Management has been formulated by the Nomination and Remuneration Committee and approved by the Board of Directors. This Policy shall act as a guideline for determining, inter-alia, qualifications, positive attributes and independence of a Director, matters relating to the remuneration, appointment, removal and evaluation of performance of the Directors (including non-executive directors), Key Managerial Personnel and Senior Management Personnel and evaluation of performance of Directors.

2. Definitions

a) In this Policy unless the context otherwise requires:

i) "Act" means the Companies Act, 2013 and rules issued thereunder.

ii) "Board of Directors" or "Board", in relation to the Company, means the collective body of the directors of the Company.

iii) "Committee" means Nomination and Remuneration Committee of the Company, as constituted or reconstituted by the Board.

iv) "Company" means Birlasoft Limited.

v) "Director" means a Director appointed to the Board of the Company.

vi) "Independent Director" means a director referred to in Section 149(6) of the Companies Act, 2013, read with Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015.

vii) "Key Managerial Personnel" (KMP) shall have the meaning ascribed to it in the Act and the Rules made thereunder.

viii) "Non-Executive Directors" includes Independent Directors.

ix) "Policy" means this Nomination and Remuneration Policy.

x) "SEBI (LODR) Regulations, 2015" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

xi) "Senior Management Personnel" (SMP) shall mean officers/personnel of the Company who are (i) one level below the Chief Executive Officer & Managing Director and also, members of the core management; (ii) KMP; (iii) Head-Internal Audit; and (iv) any other person as may be identified by the NRC and the Board from time to time.

b) Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Act and the SEBI (LODR) Regulations, 2015, as may be amended from time to time, shall have the meaning respectively assigned to them therein.

3. Objective of the Policy

a) The objective of this Policy is to outline a framework to ensure that the Company's remuneration levels are aligned with industry practices and are sufficient to attract and retain competent directors on the Board, KMP and SMP of the quality required, while allowing fair rewards for the achievement of key deliverables and enhanced performance. The key objectives of this Policy include:

i) guiding the Board in relation to appointment and removal of Directors, KMP and SMP;

ii) specifying the manner for effective evaluation of the performance of the members of the Board individually, Board as a whole and Committees thereof, and review its implementation and compliance.

iii) recommending to the Board the remuneration, in whatever form, payable to the Directors, KMP and SMP.

b) While determining the remuneration for the Directors (including Non-Executive Directors), KMP and SMP, regard should be made to prevailing market conditions, business performance and practices in comparable companies, as also to financial and commercial health of the Company as well as prevailing laws and government/other guidelines, to ensure that pay structures are appropriately aligned and the level of remuneration remain appropriate.

c) While designing the remuneration package it should be ensured that:

i) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate the person, to ensure the quality required to run the Company successfully;

ii) there is a balance between fixed and incentive pay, reflecting short - term and long-term performance objectives appropriate to the working of the Company and its goals.

d) Some part of the remuneration package may be linked to the achievement of corporate performance targets of the Company and a strong alignment of interest with stakeholders.

e) The Committee may consult with the Chairman of the Board as it deems appropriate.

f) The Committee shall observe the set of principles and objectives as envisaged under the Act (including Section 178 thereof), rules framed there under and the SEBI (LODR) Regulations, 2015, including, inter-alia, principles pertaining to determining qualifications, positive attributes, integrity and independence.

4. Applicability

This policy is applicable to:

a) Directors, including Non-Executive Directors;

b) Key Managerial Personnel; and

c) Senior Management Personnel.

5. Committee Constitution and details

The Committee shall comprise at least three Directors, all of whom shall be non-executive directors and at least half shall be Independent Directors, the Chairperson being an Independent Director, or of such number of Directors as would be required under applicable laws. The Chairperson of the Company (whether or not a non-executive director) may be a member of the Committee but shall not chair such Committee. The Chairperson of this Committee or in case of his absence, any other person authorised by him shall attend the general meetings of the Company. The meeting of the Committee shall be held at such intervals as may be required and it may meet, convene and conduct meetings through video conferencing or audio-visual means, as may be provided by the Company. The Company Secretary of the Company shall act as the Secretary of the Committee. A member of the Committee is not entitled to participate when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee. The quorum necessary for transacting business at a meeting of the Committee shall be two members or one-third of the members of the Nomination and Remuneration Committee; whichever is greater. Matters arising for determination at Committee meetings shall be decided by a majority of votes of members present. Any such decision shall for all purposes be deemed a decision of the Committee. In the case of equality of votes, the Chairman of the meeting will have a casting vote. The Committee shall, as per the provisions of the Act, maintain written minutes of its meetings.

6. Responsibility of the Committee

The Committee is responsible for:

a) criteria for determining qualifications, positive attributes and independence of a Director for the purpose of this Policy;

b) advising the Board on issues concerning principles for remuneration of Directors (including Non-Executive Directors), KMP and SMP. The Nomination and Remuneration Committee shall, while formulating the principles for remuneration ensure that -

(i) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;

(ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

(iii) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;

c) monitoring and evaluating the application of this Policy;

d) devising a policy on diversity of board of directors;

e) monitoring and evaluating current remuneration structures and levels in the Company; and

f) any other responsibility as determined by the Board.

7. Powers of the Committee

The Committee shall have inter-alia following powers:

a) Conduct studies or authorise studies of issues within the scope of the Committee and will have access to necessary books, records, facilities and personnel of the Company;

b) Retain or seek advice of consultants and experts for performance of their role under this Policy and the costs relating thereto shall be borne by the Company;

c) Delegate its powers or form sub-committees to perform any of its functions or role under this Policy, subject to approval of the Board.

8. Appointment of Directors, KMP and SMP

8.1 Appointment of Directors:

a) The NRC shall identify persons who are qualified to become directors in accordance with the criteria laid down, and recommend to the board of directors their appointment.

b) The Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director.

Further, for every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

i. use the services of an external agency, if required;

ii. consider candidates from a wide range of backgrounds, having due regard to diversity; and

iii. consider the time commitments of the candidates.

(c) The NRC shall decide whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

8.2 Appointment of KMP and SMP:

The NRC shall recommend to the Board of Directors, the appointment of KMP and SMP in accordance with the criteria laid down.

The NRC shall have the discretion to consider and fix criteria for the appointment of KMP and SMP which shall include the following:

(a) The job description and responsibilities must be clearly defined;

(b) The candidate being considered must be a functional expert in the relevant field of work.

(c) The candidate shall be interviewed by MD and/or by the panel decided by MD.

The candidate so identified shall be recommended by the NRC, if found suitable, to the Board of Directors for the appointment.

8.3 General guidelines for appointment of a Director, KMP and SMP

a) While recommending the appointment of any Director, the Committee shall make sure that diversity guidelines are being adhered to.

b) Appointment of Directors, KMP and SMP shall also be governed by the provisions of the Act and compliance of the SEBI (LODR) Regulations, 2015.

c) The appointment of Directors, KMP and SMP shall be done by the Board on the recommendation of Committee.

d) The appointment of KMP and SMP shall be made in accordance with the Human Resource guidelines of the Company, subject to necessary recommendation(s) from the Committee.

9. Remuneration

a) Remuneration to Directors and KMP:

i) The remuneration, compensation, commission, etc. to the Directors and KMP will be determined by the Committee and recommended to the Board for approval. The remuneration, compensation, commission, etc. shall be subject to the prior/post approval of the members of the Company and Central Government, wherever required.

ii) The remuneration and commission to be paid to the Directors shall be as per the statutory provisions of the Act and the rules made there under and/or the SEBI (LODR) Regulations, 2015, for the time being in force.

iii) Increments to the existing remuneration/ compensation structure of the Directors and KMP shall be recommended by the Committee to the Board which should be within the slabs approved by the members in the case of the Directors.

iv) Where any insurance is taken by the Company on behalf of its Directors and KMP for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

v) Remuneration to the Executive Directors and KMP:

<u>Fixed pay</u>:

- Executive Directors and KMP shall be eligible for a monthly remuneration as may be approved by the Board, on the recommendation of the Committee in accordance with the statutory provisions of the Act and the rules made thereunder and/ or the SEBI (LODR) Regulations, 2015, for the time being in force.
- The remuneration approved shall clearly provide break-up of the pay scale and quantum of perquisites including, employer's contribution to provident fund, pension scheme, medical expenses, club fees, etc.

<u>Variable components</u>:

- The Executive Director and KMP may be eligible for performance linked variable pay which will be based on the individual and the Company's performance for the year, pursuant to which the Executive Director and KMP are entitled to performance-based variable remuneration. The details of such variable component shall be clearly defined while obtaining the approval of the Board and members. Further, the manner in which performance shall be appraised shall also be objectively defined by the Committee. For the Executive Directors, performance linked remuneration can be in form of commission or fixed amount.
- The Executive Director & KMP may be granted Employee Stock Options and Long-term Incentives under various Schemes of the Company.

Subsequent Change/Increments:

- Any subsequent change/increments in the remuneration of the Executive Directors shall be approved by the Board in accordance with the recommendation of the Committee, subject to the statutory provisions within the limits approved by the members.
    - Any subsequent change/increments in the remuneration of KMP (other than the Executive Directors) shall be in accordance with Human Resource guidelines of the Company and terms & conditions of their appointment.

Reimbursement of expenses:

- The Executive Directors and KMP shall be reimbursed with the expenses incurred by them as per the applicable policies of the Company, from time to time.

vi) Remuneration to the Directors other than the Executive Director:

Sitting Fees:

- The Non-Executive and Independent Directors may receive remuneration by way of fees for attending meetings of Board or Committee thereof, as may be fixed by the Board.

  Provided that the amount of such fees shall not exceed the maximum amount as provided in the Act, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government, from time to time.

Limit of Remuneration/Commission:

- Remuneration/Commission may be paid within the monetary limit recommended by the Committee and approved by the Board and members, subject to the limit under the applicable provisions of the Act.
- The approval of the members by way of special resolution shall be obtained every year, in case the annual remuneration payable to a single Non-Executive Director exceeds fifty percent of the total annual remuneration payable to all the Non-Executive Directors, giving details of remuneration thereof.

Reimbursement of expenses:

- The Non-executive Directors shall be reimbursed with the expenses incurred by them in connection with the Board and Committee meetings.

vii) Provisions for excess remuneration:

If any Director draws or receives, directly or indirectly, by way of remuneration any such sum in excess of the limits prescribed under the Act or without the prior sanction as may be required under the Act, he/she shall refund such sum to the Company within such time as may be specified by the Committee/ Board of Directors and until such sum is refunded, hold it in trust for the Company.

b) Remuneration to SMP:

i) The Nomination and Remuneration Committee shall determine from time to time the remuneration payable to SMP including their increments in consultation with the Managing Director and subject to approval of the Board of Directors.

ii) The Board, on the recommendation of the Committee, shall review and approve/ratify the remuneration payable to SMP of the Company, which shall include remuneration payable, in whatever form.

iii) Where any insurance is taken by the Company on behalf of its SMP for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

iv) Remuneration to SMP may consist of the following components:

Fixed pay:

- SMP shall be eligible for a monthly remuneration as may be recommended by the Committee and approved by the Board of Directors in accordance with the statutory provisions of the Act and the rules made thereunder for the time being in force.
- The remuneration approved shall clearly provide break-up of the pay scale and quantum of perquisites including, employer's contribution to provident fund, pension scheme, medical expenses, club fees, etc.

Variable components:

- The participation of SMP in a performance linked variable pay scheme will be based on the individual and the Company's performance for the year, pursuant to which SMP are entitled to performance-based variable remuneration.
- SMP may be granted Employee Stock Options and Long-term Incentives under various Schemes of the Company.

Reimbursement of expenses:

- SMP shall be reimbursed with the expenses incurred by them as per the applicable policies of the Company, from time to time.

10. Evaluation of performance of Directors, Board as a whole and Committees thereof

The Committee shall review the performance of all the Directors and submit its observations with the Chairman of the Board for necessary discussion and consequential action. The performance of Board and its various Committee will be evaluated by the Board itself. The performance shall be reviewed for every financial year either at the end of the year or beginning of next year.

The Independent Directors shall annually:

a) review the performance of Non-Independent Directors and the Board as a whole; and

b) review the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors.

The Board of Directors (with the individual director being evaluated recusing himself/herself at the relevant time) shall also annually review the performance of individual Directors, Board as a whole and its Committees.

This evaluation will be based on the responses of individual Directors/Committee Members on the structured questionnaires. The Committee/Board can also engage any external consultant for the purpose of evaluation.

The Board/Committee may evaluate the Directors on following factors, including:

a) Attendance at Board meetings and Board Committee meetings;

b) Chairmanship of the Board and Board Committees;

c) Contribution and deployment of knowledge and expertise at the Board and Committee meetings;

d) Guidance and support provided to SMP of the Company outside the Board meetings;

e) Independence of behaviour and Judgement; and

f) Impact and influence.

Further, pursuant to Regulation 17(10) of the SEBI (LODR) Regulations, 2015, the evaluation of the Independent Directors shall be done by the entire Board which shall among other factors, include –

a) Performance of the Directors;

b) Fulfilment of the independent criteria as specified in the SEBI (LODR) Regulations, 2015, and their independence from the management.

The Committee shall review the implementation and compliance of the evaluation system followed by the Board.

11. Removal

Any Director may be removed from the Board in accordance with the provisions of the Act. The Committee may also recommend, to the Board with reasons recorded in writing, removal of a Director, KMP and SMP subject to the provisions and compliance of the applicable Act, rules and regulations, if any. Any removal of an Executive Director shall be subject to the terms and conditions of his/her appointment.

12. Disclosure

This Policy shall also be placed on the website of the Company. Further, as per the provisions of the Act and the SEBI (LODR) Regulations, 2015, as amended from time to time, the necessary disclosures of this Policy shall be given in the Board's Report.

13. Deviation from the Policy

The Board may, in individual or collective case, deviate from this Policy, in its absolute discretion, if there are particular reasons to do so. In the event of any departure from the Policy, the Board shall record the reasons for such departure in the Board's minutes.

14. Review and amendment of the Policy

The Board shall review the Policy from time to time based on the changing needs and make suitable modifications as may be necessary. The Board can also amend the Policy as and when deemed fit.

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

For and on behalf of the Board of Directors

London
May 6, 2026

Amita Birla
Chairman
DIN: 00837718

Annexure 6

FORM NO. AOC-2

DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY BIRLASOFT LIMITED WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARM'S LENGTH TRANSACTIONS UNDER THIRD PROVISO THERETO.

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
2. Details of material contracts or arrangements or transactions at arm's length basis:

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts/arrangements/ transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advance, if any
1	**Birlasoft Solutions Inc.** **("Birlasoft US")** [Wholly Owned Subsidiary of Birlasoft Limited]	A) Contract for providing offshore software development and consultancy services to **Birlasoft US** B) Contract for acting as invoicing and collection agent on behalf of **Birlasoft Limited** for software development and consultancy services provided outside US.	A) Contract is effective April 1, 2023, and shall remain valid until terminated by either party by giving 45 days' notice to other party. B) Contract is effective April 1, 2025, and shall remain valid until terminated by either party by giving 30 days' notice to other party.	A) **Birlasoft Limited** will carry out the software development and consultancy work as per the requirements of **Birlasoft US**; **Birlasoft US** will pay to **Birlasoft Limited** 92% of the fees which is due to **Birlasoft US,** under its contract with the end customer for provision of such services. B) **Birlasoft Limited** will carry out software development and consultancy work as per the requirements of third-party customer wherein **Birlasoft US** acts as an agent with 8% service fees.	Not applicable. Since this Contract was entered into in ordinary course of business and at arm's length basis, approval of the Board was not required.	Nil
2	**Birlasoft Inc.** [Wholly Owned Subsidiary of Birlasoft Limited]	A) Contract for providing offshore software development and consultancy services to **Birlasoft Inc.** B) Contract for acting as invoicing and collection agent on behalf of **Birlasoft Limited** for software development and consultancy services provided outside US.	A) Contract is effective April 1, 2023 and shall remain valid until terminated by either party by giving 45 days' notice to other party. B) Contract is effective April 1, 2025, and shall remain valid until terminated by either party by giving 30 days' notice to other party.	A) **Birlasoft Limited** will carry out the software development and consultancy work as per the requirements of **Birlasoft Inc.**; **Birlasoft Inc.** will pay to **Birlasoft Limited** 92% of the fees which is due to **Birlasoft Inc.**, under its contract with the end customer for provision of such services. B) **Birlasoft Limited** will carry out software development and consultancy work as per the requirements of third-party customers wherein **Birlasoft Inc.** acts as an agent with 8% service fees.	Not applicable. Since this Contract was entered into in ordinary course of business and at arm's length basis, approval of the Board was not required.	Nil

For and on behalf of the Board of Directors

London
May 6, 2026

Amita Birla
Chairman
DIN: 00837718

Annexure 7

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ("CSR") ACTIVITIES

1. Brief outline on CSR Policy of the Company:

   Birlasoft's CSR initiatives aim to create a positive impact on society, aligning with the Company's values and culture. By delivering economic, social and environmental benefits, the Company strives to enhance the overall well-being of the community. Ethics serves as the foundation for CSR, and it plays a crucial role in Corporate Governance. It maintains a delicate balance between economic objectives and social responsibility. Leveraging its IT expertise, global reach and dedicated employee base, Birlasoft efficiently and effectively transforms its social programs to benefit society at large.

   Birlasoft ensures that the CSR programs are in line with statutory norms defined in Schedule VII and Section 135 of the Companies Act, 2013. The projects and activities undertaken in India qualify as CSR expenditure and are aligned with the Company's CSR Policy and the applicable statutory provisions.

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	Amita Birla (Chairman)	Non-Executive Director	2	2
2	Satyavati Berera	Independent Director	2	2
3	Angan Guha	CEO & Managing Director	2	2

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:

   Policy: https://www.birlasoft.com/company/investors/policies-reports-filings

   Committee Positions: https://www.birlasoft.com/company/investors/corporate-governance

   CSR Projects approved by the Board: https://www.birlasoft.com/community-initiatives

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: N.A.

5. (a) Average net profits of the Company as per Section 135(5): ₹ 3,495.67 million

   (b) Two percent of average net profits of the Company as per Section 135(5): ₹ 69.91 million

   (c) Surplus arising out of the CSR projects or programs or activities of the previous financial years: Nil

   (d) Amount required to be set-off for the financial year, if any: Nil

   (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: ₹ 69.91 million

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 66.60 million

   (b) Amount spent in Administrative Overheads: ₹ 3.50 million

   (c) Amount spent on Impact Assessment, if applicable: N.A.

   (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ 70.10 million

   (e) CSR amount spent or unspent for the Financial Year:

Total amount spent for the financial year (in ₹ million)	Amount Unspent				
	Total amount transferred to Unspent CSR account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount (in ₹ million)	Date of transfer	Name of the Fund	Amount (in ₹ million)	Date of transfer
70.10	Nil	N.A.	N.A.	Nil	N.A.

   (f) Excess amount for set-off, if any: Nil (The Company does not intend to carry forward the excess amount of ₹ 0.19 million spent during the year ended March 31, 2026)

7. Details of Unspent CSR amount for the preceding three financial years:

1	2	3	4	5	6		7	8
Sr. No.	Preceding financial year(s)	Amount transferred to Unspent CSR Account under Section 135(6) (in ₹ million)	Balance amount in Unspent CSR Account under Section 135(6) (in ₹ million)	Amount spent in the reporting financial year (in ₹ million)	Amount transferred to a fund as specified under Schedule VII as per second proviso to Section 135(5), if any		Amount remaining to be spent in succeeding financial years (in ₹ million)	Deficiency, if any
					Amount (in ₹ million)	Date of Transfer		
1	FY 2022-23	12.36	Nil	Nil	N.A.	N.A.	Nil	N.A.
2	FY 2023-24	11.72	11.72	11.72	N.A.	N.A.	Nil	N.A.
3	FY 2024-25	Nil	Nil	Nil	0.11	June 19, 2025	Nil	N.A.

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profits as per Section 135(5): N.A.

For and on behalf of the Board of Directors

Amita Birla
Chairman of CSR Committee
Place: London
DIN: 00837718

Angan Guha
CEO & Managing Director
Place: New Delhi
DIN: 09791436

May 6, 2026

Annexure 8

INFORMATION ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO STIPULATED UNDER SECTION 134(3)(M) OF THE COMPANIES ACT, 2013, READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

Conservation of Energy:

- Birlasoft has achieved 100% renewable energy sourcing at the Pune campus, supporting the transition to clean energy and reduction of Scope 2 GHG emissions.
- The Chennai office now operates from a certified green building, reinforcing Birlasoft's commitment to energy efficiency, resource optimisation and sustainable infrastructure.
- Birlasoft has Science Based Targets initiative ("SBTi") approved Net Zero commitment.

Green Initiatives

- In celebration of World Environment Day, the Company distributed approximately 700 saplings to its employees.
- The Company replaced paper cups with ceramic cups, significantly reducing municipal waste.
- The Company replaced plastic bottles with glass bottles for water refills, helping reduce plastic waste across its India locations.
- The Company replaced paper hand towels with hand dryers, reducing municipal waste and carbon emissions.

These steps have significantly contributed to reducing the Company's environmental footprint and promoting sustainable practices across the organisation. By actively engaging employees in green initiatives, the Company has fostered greater awareness of and commitment to environmental conservation. The shift to more sustainable materials has not only reduced waste but has also encouraged broader eco-friendly practices in the workplace.

Technology Absorption

Birlasoft continues to strengthen its enterprise technology absorption by adopting and embedding advanced capabilities across security, automation and optimisation. These efforts have enhanced Organisational resilience, strengthened compliance, improved productivity, and enabled efficient, scalable operations.

During the year, the Company's Information Technology function delivered several key milestones, including strengthened identity and access governance, enhanced network and infrastructure security, expanded cloud and regulatory compliance, enterprise-wide platform modernisation, AI-led automation of HR and business processes, improved workplace security and tangible cost optimisation.

These achievements reflect the Company's continued commitment to building a secure, scalable, and future-ready organisation. Through disciplined technology absorption and enterprise-grade automation, Birlasoft is delivering value to employees, leadership, customers and stakeholders.

AI-Driven Talent & HR Automation:

Birlasoft improved time-to-hire through AI-enabled candidate screening and automated interview processes, enabling standardised, scalable assessments. The India Offer BOT enabled 24/7 grade-based offer generation with SPOC validation. Additional employee lifecycle processes were digitised to improve accuracy and productivity. Leave Application and Reporting was standardised across India, Malaysia, Brazil and Mexico via SAP HCM integration, improving consistency across geographies, strengthening audit controls and ensuring timely adherence to labor code regulations.

Business Process Automation:

Birlasoft enhanced operational efficiency by automating key business processes across finance and user lifecycle management. Invoice and Payment workflows were streamlined through a cloud-based AI automation platform, improving efficiency across SRN, GRN and Accounts Payable. User Lifecycle Management was automated using an Azure serverless application, reducing manual effort equivalent to two FTEs. Global onboarding, offboarding and asset tracking processes were standardised to strengthen governance and ensure consistency across the enterprise.

Data & Decision Enablement:

Birlasoft strengthened data-driven decision-making by enabling role-based dashboards within the Demand Creation and Management system, providing integrated visibility of bench capacity to support effective demand–supply planning. In addition, a Copilot Studio–based Origination Agent was designed and launched to assist leadership teams in identifying relevant customer offerings, enhancing decision support and enabling more focused, customer-centric growth.

Identity, Access & Governance:

Birlasoft strengthened its identity and access governance framework through the enterprise-wide implementation and enhancement of SAML-based Single Sign-On (SSO) across key corporate applications, including Demand Creation & Management, Performance Management and Ticketing platforms. These enhancements ensured consistent access controls, improved user experience, and seamless authentication across all environments.

Privileged Access Governance was further reinforced through automated deletion of privileged accounts during employee offboarding, significantly reducing access risks and strengthening compliance posture.

Infrastructure Expansion:

Birlasoft deployed modern IT infrastructure at the Chennai office with fifty network devices supporting seven hundred employees. Wireless access was unified across six domestic locations and one international location with more than three hundred access points. Several critical switches at Pune, Hyderabad and Noida locations were upgraded to mitigate high-severity vulnerabilities and strengthen network stability.

Platform & Technology Upgrades:

The Company's code review platform was upgraded to the latest version to strengthen code quality and security. OITD Tax Engine was migrated from on-prem to cloud, improving availability, scalability, security and regulatory responsiveness. Backups were consolidated into a single solution, simplifying operations and enabling retirement of legacy systems. Database platforms were upgraded to the latest versions to enhance performance, security and compatibility.

Network & Infrastructure Security:

Birlasoft executed upgrades to firewalls, load balancers, and management platforms following global incidents, strengthening resilience and infrastructure security. Failover testing was successfully conducted for twenty highly critical security devices supporting SD-WAN across PAN India, improving continuity readiness at scale. Wildcard SSL certificates supporting more than two hundred applications across on-premises and cloud environments (DC & DR) were renewed, ensuring secure connectivity across business-critical systems.

End-User & Workplace Technology:

A successful proof of concept was completed for the BYOD (Bring Your Own Device) initiative. Fifty licenses were procured, enabling secure BYOD adoption. Teams CAPTCHA verification was implemented for all guest users to strengthen access controls. OpenDocument formats were blocked for all employees, strengthening DLP and classification compliance. Exchange 2019 was upgraded to Exchange SE ahead of support end, ensuring continuity and platform readiness. Scalable solutions were implemented for demand editing, auto-approval of replacement demands, improved employee search and match score against demand, bench and attrition reduction leading to improved user experiences.

Cost Optimisation:

Birlasoft delivered measurable cost savings through targeted optimisation and rationalisation across areas such as mailbox optimisation, assist tool migration, DHCP server consolidation, state of the art monitoring tool implementation, backup consolidation and automated LCA (Labour Condition Application) posting and PAF (Public Access File) generation in the Visa Management System.

Account, Asset & Tool Rationalisation:

Birlasoft strengthened governance through account and asset hygiene. More than two hundred generic mailbox accounts were reviewed, with 86% actioned via deletions, renewals, and expiry controls. More than two hundred and fifty inactive AD accounts were decommissioned, and 22% active accounts were validated with correct ownership. Aging IT assets were successfully disposed across Noida, Pune, Mumbai and Bengaluru locations, ensuring lifecycle compliance. DHCP was centralised across five locations, eliminating ten servers with zero user disruption.

Compliance Enablement:

Birlasoft deployed seven virtual CDR instances to ensure compliance with mandatory TRAI regulations. Trusted Launch was enabled on one hundred eighty Azure VMs, strengthening VM security and compliance posture. SAST security tool was integrated into the DevSecOps pipeline to improve secure code delivery and strengthen risk mitigation across application releases.

Foreign Exchange Earnings and Outgo:

The total foreign exchange earnings during the year were ₹ 26,986.21 million (previous year ₹ 24,587.11 million) and foreign exchange outgo (including imports) was ₹ 1,321.51 million (previous year ₹ 351.69 million).

For and on behalf of the Board of Directors

London
May 6, 2026

Amita Birla
Chairman
DIN: 00837718

Corporate Governance Report

Corporate Governance Philosophy

Corporate Governance involves balancing the interests of stakeholders such as shareholders, management, customers, suppliers, financiers, government and the community. It requires accountable business management and responsible disclosure of relevant information. It also includes setting and pursuing Organisational objectives within social, regulatory and market contexts.

Birlasoft Limited ("Birlasoft" or "the Company") believes that efficient, transparent and impeccable Corporate Governance is vital for stability, profitability and achieving the desired growth for any organisation. The importance of sound corporate governance has increased in the context of evolving business, regulatory and stakeholder expectations at both national and global levels. Therefore, the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI (LODR) Regulations, 2015") have innovative means to make Corporate Governance in India optimally progressive and beneficial to all the stakeholders.

The philosophy is aimed at conducting business ethically based on the following principles:

1. Compliance with applicable securities laws, Secretarial Standards issued by the Institute of Company Secretaries of India ("Secretarial Standards"), other applicable laws in India, and alignment with globally accepted corporate governance practices;
2. Integrity in financial reporting and timeliness of disclosures;
3. Transparency in the functioning and practices of the Board;
4. Balance between economic and social goals;
5. Equitable treatment and rights of shareholders;
6. Maintenance of an ethical culture within and outside the organisation;
7. Establishing a robust risk management framework and effective risk mitigation measures; and
8. Maintaining independence of auditors.

We seek to protect the shareholders' rights by providing timely and adequate information to the shareholders, enabling effective participation in key corporate decisions, and maintaining appropriate mechanisms for redressal of grievances, if any. This helps ensure equitable treatment of all shareholders, including minority and foreign shareholders. We ensure timely and accurate disclosure of significant matters including the financial performance, ownership and governance of the Company. While preparing the financial statements, we follow the prescribed accounting standards in letter and spirit, taking into account the interests of all stakeholders. The annual audit is conducted by an independent and qualified auditor. Investor updates are uploaded on the Company's website on a quarterly basis and intimated to the stock exchanges for the benefit of stakeholders. Further, additional updates are provided to stakeholders on matters of relevance, as and when required.

The Board periodically reviews the Company's strategy, annual budget, and sets, implements and monitors corporate objectives. It effectively monitors the Company's governance practices and ensures transparent Board processes. Further, it also appoints and compensates key executives, monitors their performance, and strives to maintain the overall integrity of the accounting and financial reporting systems.

I. Board of Directors

A. Size and composition of the Board of Directors (the 'Board')

We have a judicious mix of Executive, Non-Executive and Independent Directors on the Board, which is essential to separate the two main Board functions viz. Governance and Management. The composition of the Board is in conformity with Regulation 17(1) of the SEBI (LODR) Regulations, 2015, and ensures that Independent Directors constitute a majority of the Board. As on March 31, 2026, the Company has seven Directors (of which three are Women Directors), four are Independent Directors (i.e. 57.14% of the total Board strength), two are Non-Executive Directors and one is an Executive Director. The Board members are from diverse backgrounds and possess rich experience and expertise in various fields.

The profiles of Directors are provided elsewhere in the Annual Report and are also available on the Company's website at https://www.birlasoft.com/leadership.

There was no change in the composition of the Board during the year.

The composition of the Board and the directorships held by each Director, both in the Company and outside the Company, are set out in Table 1.

Table 1: The composition of the Board and the number of Directorships held by the Directors as on March 31, 2026

Sr. No.	Name of Director and Director's Identification Number ("DIN")	Category of Directorship at Birlasoft	Relationship between Directors inter-se	No. of Directorships held in Public Companies*	Name & Category of Directors in other Listed Companies	No. of Committee Position(s) in all Public Companies#@	
						Member	Chairperson
1	Amita Birla DIN: 00837718	Chairman, Non-Executive, Non-Independent Director	Spouse of CK Birla	3	1. BirlaNu Limited - Non-Executive, Non-Independent Director	Nil	Nil
2	CK Birla DIN: 00118473	Non-Executive, Non-Independent Director	Spouse of Amita Birla	7	1. Orient Paper & Industries Limited – Non-Executive, Non-Independent Director – Chairman 2. Orient Electric Limited – Non-Executive, Non-Independent Director – Chairman 3. BirlaNu Limited - Non-Executive, Non-Independent Director - Chairman	1	1
3	Ananth Sankaranarayanan DIN: 07527676	Non-Executive, Independent Director	None	2	1. Marico Limited - Non-Executive, Independent Director	2	Nil
4	Satyavati Berera DIN: 05002709	Non-Executive, Independent Director	None	3	1. Dabur India Limited - Non-Executive, Independent Director 2. Castrol India Limited - Non-Executive, Independent Director	4	3
5	Nidhi Killawala DIN: 05182060	Non-Executive, Independent Director	None	2	1. BirlaNu Limited - Non-Executive, Independent Director	4	1
6	Manish Choksi DIN: 00026496	Non-Executive, Independent Director	None	5	1. Vedant Fashions Limited - Non-Executive, Independent Director 2. Torrent Pharmaceuticals Limited - Non-Executive, Independent Director 3. Asian Paints Limited - Non-Executive, Non-Independent Director	5	Nil
7	Angan Guha DIN: 09791436	Executive Director, CEO & Managing Director	None	1	Nil	1	Nil

*includes directorship in Birlasoft Limited.

@includes only Audit Committee and Stakeholders Relationship Committee (including Birlasoft Limited).

#Memberships include Chairmanship.

None of the Directors of the Company:

- is a director of more than seven listed companies;
- is a member of more than ten committees or chairperson of more than five committees of boards (Audit Committee and Stakeholders Relationship Committee) across all the public limited companies and high value debt listed companies, where he/she is a Director; and
- holds an Executive Director position and serves as an Independent Director in more than three listed companies.

All other conditions as prescribed under the SEBI (LODR) Regulations, 2015, with respect to directorships, committee memberships and chairmanships, are complied with by the Directors of the Company. Further, they have made necessary disclosures regarding the same.

B. Core competencies of the Board of Directors pursuant to Part C of Schedule V to the SEBI (LODR) Regulations, 2015

The Company's Board is structured with a thoughtful combination of various skills, competencies and experience, which brings diversity to the Board's perspectives.

The core skills/expertise/competencies identified by the Board are as follows:

a) Legal, Finance and Accountancy;
b) IT Business Operations;
c) Human Resources and Stakeholder Engagement;
d) Sales and Delivery;
e) Risk Management;
f) Knowledge of the Industry;
g) Leadership;
h) Board Service and Governance; and
i) Environmental, Social and Governance (ESG).

The current Directors possess the above-mentioned skill sets and guide the management in the efficient functioning of the Company.

In terms of requirements of the SEBI (LODR) Regulations, 2015, the Board has identified the following skills/expertise/competencies of the Directors as on March 31, 2026. Specific areas of focus or expertise of individual Board members have been highlighted in the table below. However, absence of a mark against a Director's name does not necessarily imply absence of the corresponding skill, expertise or qualification.

Table 2: Key Board Skills/Expertise/Competencies

Director	Area of Skills/Expertise/Competencies								
	Legal/ Finance/ Accountancy	IT Business Operations	Human Resources and Stakeholder Engagement	Sales and Delivery	Risk Management	Knowledge of the Industry	Leadership	Board Service and Governance	Environmental, Social and Governance (ESG)
Amita Birla	✓	✓	✓	✓	✓	✓	✓	✓	✓
CK Birla	✓	✓	✓		✓	✓	✓	✓	✓
Ananth Sankaranarayanan	✓				✓	✓	✓	✓	✓
Satyavati Berera	✓	✓	✓		✓	✓	✓	✓	✓
Nidhi Killawala	✓		✓		✓	✓	✓	✓	✓
Manish Choksi	✓	✓			✓		✓	✓	✓
Angan Guha	✓	✓	✓	✓	✓	✓	✓	✓	✓

C. Board Familiarization Programme

The Company has in place an orientation and familiarization programme for its Independent Directors, which includes:

a. Briefing on their role, responsibilities, duties, and obligations as a member of the Board;

b. The nature of the Company's business and business model, and the Company's strategic and operating plans; and

c. Matters relating to corporate governance, Company policies, risk management, compliance programmes, internal audit and sustainability initiatives.

During the year, Board members were provided with comprehensive insights into the Company through presentations. At every Board meeting, a detailed presentation is made which includes information on projects, market share, financial parameters, working capital management, fund flows, change in senior management, major litigations, compliances, changing global scenarios etc. Efforts are also taken to acquaint and train the Board members about risk assessment, mitigation plans and the emerging trends in the industry.

The Board members have had various discussions with functional and business leaders. This facilitated knowledge sharing about each function, understanding of the Company's history, culture and business, key opportunities and risks, strategies to mitigate these risks and changes in the regulatory landscape.

The details of such familiarization programmes are available on the website of the Company at https://www.birlasoft.com/company/investors/familiarization-programmes-imparted-independent-directors.

D. Succession Planning

The Nomination and Remuneration Committee of the Board of Directors of the Company along with the Human Resources team works on a structured leadership succession planning for the Company.

E. Independent Directors

1. Independence

All Independent Directors have confirmed that they meet the independence criteria as provided under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 read with Section 149(6) of the Act. In terms of Regulation 25(8) of the SEBI (LODR) Regulations, 2015, they 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 with an objective independent judgement and without any external influence. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs ("IICA") and are either exempted from or have complied with the requirements of online proficiency self-assessment test conducted by IICA.

Based on these declarations and in the opinion of the Board, the Independent Directors fulfill the criteria relating to their independence as specified in the SEBI (LODR) Regulations, 2015 and the Act, and are independent of the management.

2. Limit on number of directorships

The number of companies in which each Independent Director of the Company holds office as an Independent Director is within the limits prescribed under Regulations 17A and 25 of the SEBI (LODR) Regulations, 2015.

3. Maximum tenure of the Independent Directors

None of the Independent Directors have exceeded the tenure prescribed under Regulation 25 of the SEBI (LODR) Regulations, 2015 and under Section 149(10) of the Act. Further, during the year, none of the Independent Directors of the Company resigned before the expiry of their respective tenures.

4. Formal letter of appointment to Independent Directors

A letter of appointment is issued to a newly appointed Independent Director, setting out in detail, the terms of appointment, duties, responsibilities, etc. and a specimen of the same has been placed on the Company's website.

5. Separate meetings of the Independent Directors

During FY 2025-26, a separate meeting of the Independent Directors of the Company was held on March 5, 2026.

All the Independent Directors of the Company were present at the meeting.

F. Performance evaluation of Directors, Board as a whole & Committees thereof

The Board evaluates the performance of all Directors, the Board as a whole, and its Committees. The performance is reviewed for every financial year either at the end of the year or the beginning of the next year.

The Independent Directors annually:

a) review the performance of Non-Independent Directors and the Board as a whole;

b) review the performance of the Chairman of the Company, taking into account the views of Executive Director(s) and Non-Executive Directors; and

c) assess the quality, quantity and timeliness of flow of the information between the Company Management and the Board that is necessary for the Board to effectively discharge its duties.

The evaluation is based on the responses of individual Directors/Committee Members to structured questionnaires.

The Nomination and Remuneration Committee has laid down the following criteria for the performance evaluation of Directors:

a) Attendance at Board and Committee meetings;

b) Chairmanship of the Board and Committees;

c) Contribution and deployment of knowledge and expertise at the Board and Committee meetings;

d) Guidance and support provided to senior management of the Company outside the Board meetings;

e) Independence of behaviour and judgement;

f) Impact and influence; and

g) Performance of the Directors.

Additionally, among other factors, the evaluation of Independent Directors is also done as per the SEBI (LODR) Regulations, 2015.

G. Responsibilities of the Chairman and other Directors

The authorities and responsibilities of the Directors are clearly demarcated as under:

The Chairman guides the team in overseeing the business, management of key external relationships and handling Board matters. She also plays a strategic role in Community Initiatives and Corporate Governance.

The CEO & Managing Director is in charge of the overall management of the Company. He is specifically responsible for all day-to-day operational issues like planning and executing business, reviewing and guiding the country offices, customer delivery units and support functions and ensuring efficient and effective functioning of the organisation as a whole.

The Independent Directors ensure Board effectiveness and maintain high-quality governance of the organisation.

The Board of Directors oversees the functioning of the management and protects the long-term interests of the Company's stakeholders.

H. Directors & Officers Insurance ("D&O")

In terms of Regulation 25(10) of the SEBI (LODR) Regulations, 2015, the Company has taken a D&O Insurance Policy with adequate quantum and coverage.

I. Non-Executive Directors' Shareholding

As on March 31, 2026, none of the Non-Executive Directors hold equity shares of the Company.

J. Meetings of the Board and Committees

The meetings of the Board and Committees are pre-scheduled, and an annual calendar of these meetings is circulated to the Directors and Committee members well in advance, to facilitate them to plan their schedules and to ensure meaningful participation in the meetings. Board meetings are usually held at the offices situated in the National Capital Region or at the registered office of the Company. Some meetings are also held over video-conference, in line with the notifications issued by the regulatory authorities. The Board meets at least once every quarter to review and approve the quarterly results and other items on the agenda. The Board also meets annually for discussions on the Annual Operating Plan. Additional Board meetings are held, whenever necessary.

The agenda for each meeting is drafted by the Company Secretary in consultation with the Chairman of the Board and circulated to the Board members as per statutory timelines. The Company Secretary receives details on the matters which require the approval of the Board/Committees from various departments of the Company, so that they can be included in the agenda of the Board/Committee meetings. The agenda items are comprehensive and informative in nature and all material information is incorporated therein to facilitate deliberations and appropriate decision-making at the Board and Committee Meetings.

Presentations are also made to the Board on various functional and operational areas of the Company, business development activities as well as on major projects, financial highlights etc. Documents containing Unpublished Price Sensitive Information are shared with the Board and Committee Members at shorter notice as per the general consent taken from the Board. Certain decisions are taken by passing the resolutions by way of circulation and are noted and taken on record by the Board or the Committees at their subsequent meetings respectively.

All the information as specified in Part A of Schedule II of the SEBI (LODR) Regulations, 2015, as and when applicable, is placed before the Board for its consideration. Accordingly, the agenda and minutes of Board and Committee meetings are prepared in compliance with the SEBI (LODR) Regulations, 2015, the Act, including the Rules framed thereunder and the Secretarial Standards issued by the Institute of Company Secretaries of India. Any action-taken report arising from the decisions, minutes, or discussions of the previous meeting(s) is placed before the Board/Committees at their next meeting for review.

The Company Secretary and Compliance Officer attends all meetings of the Board and its Committees, advises and assures the Board of compliance and governance principles and ensures appropriate recording of minutes of the meetings.

With a view to ensuring high standards of confidentiality of the agenda and other Board papers and to leverage technology and reduce paper consumption, the Company circulates the agenda and explanatory notes to the Directors/Committee members, through a web-based application which can be securely accessed by the Directors/Committee members through their hand-held devices, laptops, iPads and browsers. This application meets high standards of security that are required for storage and transmission of documents for Board/Committee meetings.

The quorum for Board meetings is either three members or one-third of the total strength of the Board, whichever is higher, including at least one independent director.

During the year, seven Board meetings were held on the dates below and the maximum gap between two Board meetings did not exceed one hundred and twenty days:

a) May 28, 2025;

b) July 23, 2025;

c) August 7, 2025;

d) September 27, 2025;

e) November 6, 2025;

f) January 28, 2026; and

g) March 30, 2026.

Table 3: Attendance of Directors for Board meetings held during FY 2025-26

Sr. No.	Name of the Director	No. of Board meetings attended by the Directors during FY 2025-26 (Total 7 meetings held)	Attendance at the last AGM
1	Amita Birla – Chairman	6	Yes
2	CK Birla	6	Yes
3	Ananth Sankaranarayanan	7	Yes
4	Satyavati Berera	6	Yes
5	Nidhi Killawala	6	Yes
6	Manish Choksi	7	Yes
7	Angan Guha	7	Yes

K. Compliance management

A robust compliance management process has been set up for monitoring and ensuring regulatory compliances by the Company and its global subsidiaries and branches. The Compliance Officer oversees this process and is responsible for reporting compliances to the Board. The Company also has in place automated legal compliance management tools, the application of which has been extended to cover various locations, branches and subsidiaries.

Based on reports from the tools and certificates from all departments, a consolidated compliance certificate is placed before the Board in its quarterly meetings. The Company is constantly striving to strengthen the reporting system to take care of the continuously evolving compliance scenario.

II. Committees of the Board

The Board has constituted the following committees and is responsible for fixing their terms of reference in accordance with the statutory requirements:

- Audit Committee;
- Nomination and Remuneration Committee ("NRC");

- Stakeholders Relationship Committee ("SRC");
- Corporate Social Responsibility ("CSR") Committee; and
- Risk Management Committee ("RMC").

All of these Committees are chaired by Non-Executive Directors/Independent Directors. The Audit Committee meets at least four times a year, SRC meets annually, CSR Committee, RMC and NRC meet at least twice a year. As per the regulatory requirements, the quorum for Committee meetings is either two members or one-third of the total strength of the committee, whichever is higher. The Board is kept updated on key matters discussed at Committee meetings. Minutes of Committee meetings are also noted by the Board. The Chairperson(s) of the Committee(s) or person(s) so authorised by them, brief the Board on the summary of the discussions and recommendations made at their meetings. During the year, the Board of Directors accepted all recommendations of its Committees. The Chairpersons of all Committees attended the Annual General Meeting of the Company held on August 6, 2025.

A. Audit Committee

Composition

The Committee consists of four Independent Directors. Satyavati Berera is the Chairperson of this Committee, and Ananth Sankaranarayanan, Nidhi Killawala and Manish Choksi are the other members. All members of the Committee are financially literate, and the Chairperson of the Committee possesses accounting and financial management expertise. The Chief Financial Officer attends all the meetings of the Committee. The senior leadership and functional heads are also invited to the meetings. Representatives of the Statutory Auditor and the Internal Auditor make presentations at the Audit Committee meetings. The Company Secretary is the Secretary to the Committee. The Audit Committee meets the Statutory Auditor and the Internal Auditor independently without the presence of any members of the management at least once in a year.

Role and objectives

The Audit Committee ensures prudent financial and accounting practices, fiscal discipline and transparency in financial reporting. The Board has duly defined the terms of reference of the Audit Committee on the same lines as provided under Regulation 18(3) read with Schedule II of the SEBI (LODR) Regulations, 2015 and Section 177 of the Act, as amended from time to time. The Audit Committee's roles and objectives include:

1. oversight of the financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
2. recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. reviewing, with the management, the annual financial statements and auditors' 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;
    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;
5. reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
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 and making appropriate recommendations to the Board to take up steps in this matter;
7. reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
8. approval of or any subsequent modification of transactions of the Company with related parties;
9. scrutiny of inter-corporate loans and investments;
10. valuation of undertakings or assets of the Company, wherever it is necessary;
11. evaluation of internal financial controls and risk management systems;
12. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
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;
14. discussion with internal auditors of any significant findings and follow up thereon;
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;
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;
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;
18. to review the functioning of the whistle blower mechanism;
19. approval of appointment of chief financial officer after assessing the qualifications, experience and background of the candidate;
20. carrying out any other function as is mentioned in the terms of reference of the audit committee;
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 including existing loans/advances/investments existing as on the date of coming into force of this provision;
22. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders;
23. management discussion and analysis of financial condition and results of operations;
24. management letters/letters of internal control weaknesses issued by the statutory auditors;
25. internal audit reports relating to internal control weaknesses;
26. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee;
27. 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);
    b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7);
28. and such other roles & responsibilities pursuant to the statutory requirements under the Act, and all rules, circulars and any notifications thereunder and amendments thereof, the SEBI (LODR) Regulations, 2015, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and such other Regulations as may be notified by the Securities and Exchange Board of India and amendments thereof; and such other roles, powers and obligations as may be entrusted/ delegated/authorized to it by the Board.

Meetings

The Audit Committee met six times during FY 2025-26, on April 30, 2025, May 28, 2025, July 23, 2025, August 6 & August 7, 2025, November 5 & November 6, 2025 and January 27 & January 28, 2026. The maximum gap between any two meetings was less than 120 days. The details of attendance are given in Table 4 below:

Table 4: Audit Committee - attendance

Sr. No.	Name of the Committee Member	No. of meetings attended (Total 6 meetings held)
1	Satyavati Berera – Chairperson	6
2	Ananth Sankaranarayanan	5
3	Nidhi Killawala	5
4	Manish Choksi	6

B. Nomination and Remuneration Committee ("NRC")

Composition

The NRC consists of two Independent Directors and one Non-Executive Director. Ananth Sankaranarayanan is the Chairman, and Amita Birla & Nidhi Killawala are the other members of the Committee.

Role and objectives

The role and objectives of the Committee, as provided under Regulation 19(4) read with Schedule II of the SEBI (LODR) Regulations, 2015, Section 178 of the Act, as amended from time to time, and as defined by the Board of Directors of the Company are as under:

1. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to the remuneration of the directors, key managerial personnel and other employees;
2. for every appointment of an independent director, the NRC shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
    a. use the services of external agencies, if required;
    b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
    c. consider the time commitments of the candidates.
3. formulation of criteria for evaluation of performance of independent directors and the board of directors.
4. devising a policy on diversity of Board of Directors;
5. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal;
6. decide whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
7. recommend to the Board, all remuneration, in whatever form, payable to senior management.

Nomination and Remuneration Policy

The Nomination and Remuneration Policy of the Company is given elsewhere in the Annual Report and is also available at https://www.birlasoft.com/company/investors/policies-reports-filings.

Meetings

The Committee met five times during the year, on May 25, 2025, July 23, 2025, September 27, 2025, November 6, 2025 and March 30, 2026.

The details of attendance are given in Table 5 below:

Table 5: Nomination and Remuneration Committee - attendance

Sr. No.	Name of the Committee Member	No. of meetings attended (Total 5 meetings held)
1	Ananth Sankaranarayanan - Chairman	5
2	Amita Birla	5
3	Nidhi Killawala	4

C. Stakeholders Relationship Committee ("SRC")

Composition

The Board has formed an SRC to look into various aspects concerning the interest of shareholders. The Committee is chaired by CK Birla - Non-Executive, Non-Independent Director; and Angan Guha & Nidhi Killawala are the other members of the Committee.

Compliance Officer

The Board has appointed Sneha Padve, Company Secretary, as the Compliance Officer as required under the SEBI (LODR) Regulations, 2015.

Role and objectives

The role and objectives of the Committee as provided under Regulation 20(4) read with Schedule II of the SEBI (LODR) Regulations, 2015, Section 178 of the Act, as amended from time to time, and as defined by the Board of Directors of the Company are detailed below:

1. Resolving the grievances of the security holders including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate share certificates, general meetings etc.;
2. Review of measures taken for effective exercise of voting rights by shareholders;
3. Review of adherence to the service standards adopted in respect of various services being rendered by the Registrar & Transfer Agent;
4. Review of the various measures and initiatives taken for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

Meetings

The meetings of the Committee are held to oversee redressal of shareholders' grievances. As required under the SEBI (LODR) Regulations, 2015, the Company files with the stock exchanges within the prescribed time, a statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter and the said statement is placed before the Board on a quarterly basis.

The Company has a dedicated e-mail ID: secretarial@birlasoft.com for redressing shareholders' grievances expeditiously.

During the year, one meeting of the SRC was held on November 6, 2025. The details of attendance are given in Table 6 and the details of complaints from shareholders are given in Table 7.

Table 6: Stakeholders Relationship Committee - attendance

Sr. No.	Name of the Committee Member	No. of meeting(s) attended (Total 1 meeting held)
1	CK Birla – Chairman	1
2	Angan Guha	1
3	Nidhi Killawala	1

Table 7: Details of complaints from shareholders during FY 2025-26

No. of complaints received	No. of complaints resolved	No. of pending complaints
6	6	0

D. Risk Management Committee ("RMC")

The Company has an integrated approach to managing the risks inherent in the various aspects of its business. As a part of this approach, the Company's Board is responsible for monitoring risk levels according to various parameters and ensuring implementation of mitigation measures, if required. There is a mechanism in place to inform Board Members about the risk assessment and minimisation procedures to ensure that executive management controls risks through a properly defined framework. The Board has constituted the RMC as required by Regulation 21 of the SEBI (LODR) Regulations, 2015.

In compliance with regulatory requirements and global standards (COSO framework), Birlasoft has implemented a robust Enterprise Risk Management process duly benchmarked with industry standards. The details are given elsewhere in the Annual Report.

Composition

Manish Choksi is the Chairman of the Committee, and Ananth Sankaranarayanan, Satyavati Berera and Nidhi Killawala are the other members of the Committee. All the members of the RMC are Independent Directors. The Chief Risk Officer is a permanent invitee to the meetings.

Role and objectives

The role and objectives of the Committee as provided under Regulation 21 read with Schedule II of the SEBI (LODR) Regulations, 2015, as amended from time to time, and as defined by the Board of Directors of the Company are as below:

1. formulate a detailed risk management policy which shall include:
   a) a framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;
   b) measures for risk mitigation including systems and processes for internal control of identified risks;
   c) business continuity plan;
2. ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6. appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

The RMC coordinates its activities with other Committees, in instances where there is any overlap with activities of such Committees, as per the framework laid down by the Board of Directors.

Meetings

The Committee met twice during the year, on September 22, 2025, and November 5, 2025. The gap between any two RMC meetings did not exceed 210 days. The details of attendance are given in Table 8.

Table 8: Risk Management Committee – attendance

Sr. No.	Name of the Committee Member	No. of meetings attended (Total 2 meetings held)
1	Manish Choksi – Chairman	2
2	Ananth Sankaranarayanan	2
3	Satyavati Berera	2
4	Nidhi Killawala	2

E. Corporate Social Responsibility (“CSR”) Committee

The Board has constituted a CSR Committee to oversee the discharge of CSR obligations of the Company, in terms of Section 135 of the Act and the relevant rules. The Committee consists of three Directors including one Independent Director.

Composition

Amita Birla is the Chairman of the Committee. Angan Guha and Satyavati Berera are the other members of the Committee.

Role and objectives

The role and objectives of the Committee, as provided by the Act and Rules thereunder, as amended from time to time, and as defined by the Board of Directors of the Company, are as under:

1. formulation and recommendation of CSR Policy to the Board;
2. formulate and recommend to the Board, an Annual Action Plan in pursuance of the CSR Policy;
3. identification of activities to be undertaken by the Company;
4. recommendation of amount of expenditure on CSR activities;
5. monitor the CSR Policy from time to time.

Policy

The Corporate Social Responsibility Policy of the Company is available at https://www.birlasoft.com/company/investors/policies-reports-filings.

Meetings

The Committee met twice during the year, on May 28, 2025, and November 6, 2025. The details of attendance are given in Table 9.

Table 9: Corporate Social Responsibility Committee – attendance

Sr. No.	Name of the Committee Member	No. of meetings attended (Total 2 meetings held)
1	Amita Birla – Chairman	2
2	Angan Guha	2
3	Satyavati Berera	2

The details regarding CSR activities carried out by the Company during the year are mentioned elsewhere in the Annual Report.

III. Senior Management Personnel

In accordance with Regulation 16(1)(d) of the SEBI (LODR) Regulations, 2015 and the Company's Nomination and Remuneration Policy, the NRC has identified the individuals of the Company who shall be categorised as Senior Management Personnel (“SMP”).

Particulars of SMP as on March 31, 2026, and changes during and after the financial year ended March 31, 2026, are set out below.

Sr. No.	Name of the SMP	Designation	Changes if any, during FY 2025-26 (Yes/No)	Nature of change and effective date
1	Kamini Shah	Chief Financial Officer (“CFO”)	Yes	Resigned as the CFO w.e.f. end of business hours on August 7, 2025
2	Chandrasekar Thyagarajan	Chief Financial Officer (“CFO”)	Yes	Appointed as the CFO w.e.f. August 8, 2025
3	Selvakumaran Mannappan	Chief Operating Officer (“COO”)	Yes	Resigned as the COO w.e.f. end of business hours on March 31, 2026
4	Manjunath Kygonahally	Chief Executive Officer – Rest of the World (“CEO-ROW”) & Global Head – Strategic Growth Initiatives	Yes	Resigned as the CEO-ROW & Global Head – Strategic Growth Initiatives w.e.f. end of business hours on March 31, 2026
5	Priti Kataria	Chief Human Resources Officer (“CHRO”)	Yes	Resigned as the CHRO w.e.f. end of business hours on March 31, 2026
6	Komal Jain	Chief Executive Officer (“CEO”) – Americas	Yes	Appointed as the CEO – Americas w.e.f. October 2, 2025
7	Vikram Puranik	Chief Operating Officer (“COO”)	Yes	Appointed as the COO w.e.f. April 1, 2026
8	Arun Rao	Chief Human Resources Officer (“CHRO”)	Yes	Appointed as the CHRO w.e.f. April 1, 2026
9	Mohanraj Janakiraman	Senior Vice President - Sales	Yes	Appointed as a SMP w.e.f. May 6, 2026
10	Madhavi Bhalerao	Head - Internal Audit	No	-
11	Sneha Padve	Company Secretary & Compliance Officer	No	-

IV. Remuneration of Directors

Within the limits prescribed under the Act and by the Members' resolutions, the NRC determines and recommends to the Board, the remuneration payable to Executive and Non-Executive Directors and thereafter, the Board considers the same for approval. While formulating its recommendations, the NRC considers various factors, including the Director's participation in Board and Committee meetings during the year, additional responsibilities undertaken such as membership or chairmanship of Committees, the time devoted to the discharge of duties, the role and functions of the Independent Directors and such other factors as it may deem fit. The details of remuneration paid to the Executive Director ("CEO & Managing Director") of the Company are given in Table 10.

The Company has entered into an Executive Employment Agreement with the CEO & Managing Director. The terms of his employment are governed by the applicable policies of the Company at the relevant point in time and his Performance Linked Incentive is linked to the Company's performance. This creates alignment with the Company's strategy and business priorities to enhance shareholder value. The variable pay achievement targets, inter alia, include revenue growth and profitability. The notice period is three months and Angan Guha is not entitled to any additional severance pay. The remuneration payable to the Executive Director has been determined after taking into account the Company's overall performance and general industry trends, in a manner that seeks to ensure and support a high-performance culture.

Pursuant to the Company's Nomination and Remuneration Policy, any revision in the remuneration of the CEO & Managing Director, Chief Financial Officer and Company Secretary is reviewed by the NRC based on performance evaluation and approved by the Board of Directors. The remuneration of SMP is also reviewed by the NRC and approved by the Board.

Table 10: Remuneration paid to the Executive Director during FY 2025-26

(Amount in ₹ million)

Name of Director/ Remuneration Details	Angan Guha - CEO & Managing Director
Salary	16.05
Employer's contribution to Provident Fund ("PF")	0.71
Variable Performance Incentive	3.45
Perquisites	447.80
Total	**468.01**

a) The overall compensation is in accordance with the approval given by the Members of the Company.In addition, Angan Guha was paid a remuneration of $ 1.44 million from Birlasoft Solutions Inc., a wholly owned subsidiary of the Company, in his capacity as the CEO & Managing Director of Birlasoft Solutions Inc.

b) Angan Guha was granted 950,000 Performance Stock Units ("PSUs") on December 5, 2025, which will vest equally over a period of 2 years under the Birlasoft Share Incentive Plan - 2022, at par value, in his capacity as the CEO & Managing Director of Birlasoft Limited and Birlasoft Solutions Inc. The actual vesting of PSUs shall be determined by the NRC based on the performance parameters which are (1) Revenue and (2) Earnings before interest, taxes, depreciation and amortisation ("EBITDA") margin with a threshold achievement of not less than 80%, below which the payout turns out to be zero.

   The exercise period shall be maximum 4 years from the date of vesting of these units.

c) Further, on March 21, 2024, the Members of the Company approved an increase in the limit of managerial remuneration payable to Angan Guha, CEO & Managing Director, in excess of 5% of the net profits of the Company and consequential increase in the overall maximum managerial remuneration limit from 11% to 18% of the net profits of the Company in any financial year(s) during his 3-year tenure as CEO & Managing Director.

Notes:

1) In accordance with the definition of perquisites under the Income-tax Act, 1961, remuneration includes the following:

   - Value of stock incentives only on those shares allotted during the period. Accordingly, the value of stock incentives granted during the period is not included.
   - Since Employer's contribution to PF is mentioned separately, it has been excluded from perquisites value.

2) Remuneration excludes provision for gratuity, as separate actuarial valuation for Directors is not available.

Criteria for making payments to Non-Executive Directors:

Under Section 197 of the Act, a Director who is neither in the whole-time employment of the Company nor a Managing Director ("Non-Executive Director") may be paid remuneration by way of commission if the Members of the Company authorise such payment. However, the remuneration paid to all such Non-Executive Directors taken together should not exceed 1% of the net profits of the Company in any relevant financial year, if the Company has a Managing Director or a Whole-time Director or a Manager.

The Members of the Company at the Annual General Meeting held on July 27, 2023, approved a sum not exceeding 1% of the net profits of the Company, per annum, calculated in accordance with Section 198 of the Act, to be paid to Non-Executive Directors in the manner as may be decided by the Board of Directors.

The Board of Directors of the Company has approved a commission of ₹ 16.00 million (previous year ₹ 16.00 million) to the Non-Executive Directors of the Company for FY 2025-26. No other remuneration was paid to the Non-Executive Directors, except for sitting fees for the meetings attended by them. The details of remuneration to the Non-Executive Directors for FY 2025-26 are given in Table 11.

Table 11: Remuneration to Non-Executive Directors

(Amount in ₹ million)

Name of Director	Commission	Sitting Fees
Amita Birla – Chairman	5.00	0.95
CK Birla	2.00	0.65
Ananth Sankaranarayanan	2.00	1.55
Satyavati Berera	3.00	1.40
Nidhi Killawala	2.00	1.45
Manish Choksi	2.00	1.40
Total	**16.00**	**7.40**

Table 12: Basis for remuneration paid to Non-Executive Directors

Remuneration	Board meeting and Audit Committee meeting	Other Committee meetings
Sitting Fees	₹ 100,000/- per meeting	₹ 50,000/- per meeting
Commission	The total amount of commission to be paid to the Non-Executive Directors for FY 2025-26 is ₹ 16.00 million. The same is distributed among the Non-Executive Directors based on their chairmanship/ membership of board/committees, duration of their directorship during the year and for their contribution to the Company outside board/committee meetings.	

No stock options have been granted to any of the Non-Executive Directors and/or Independent Directors during FY 2025-26 and none of the Non-Executive Directors received remuneration amounting to 50% of the total remuneration paid to Non-Executive Directors during the year ended March 31, 2026.

During the year, there were no pecuniary relationships or transactions between the Company and any of its Non-Executive Directors and/or Independent Directors apart from the remuneration and the transactions as disclosed under the "Related Party Transactions" in the financial statements.

V. Shareholders' Information

A. General body meetings

Table 13: Details in respect of the past three Annual General Meetings ("AGMs") of the Company

Date of the meeting (year)	Venue of the meeting	Time of the meeting	Special Resolutions Passed
July 27, 2023 (2022-23) July 31, 2024 (2023-24) August 6, 2025 (2024-25)	Held through Video Conferencing/ Other Audio Visual Means pursuant to notifications issued by Ministry of Corporate Affairs & Securities and Exchange Board of India, hence deemed venue being the Registered Office: 35 & 36, Rajiv Gandhi Infotech Park, Phase - I, MIDC, Hinjawadi, Pune – 411057.	2.30 pm IST	None

No Extraordinary General Meetings were held during the last three financial years.

B. Resolutions through Postal Ballot

During the year under review, the Company did not pass any special resolution through postal ballot. However, the Company sought Members' approval by way of postal ballot for the re-appointment of the CEO & Managing Director through an ordinary resolution, the details of which are set out below:

Sr. No.	Description	Details of E-voting Period	Last date of E-voting (Approval Date)	Scrutinizer	Voting Pattern
1.	Re-appointment of Angan Guha (DIN: 09791436) as the Chief Executive Officer and Managing Director of the Company.	October 29, 2025 to November 27, 2025.	November 27, 2025.	Mr. Jayavant Bhave - Proprietor of J. B. Bhave & Co. Company Secretaries (Membership No.: F4266).	In Favour – 98.06% Against – 1.94%. The resolution was passed with the requisite majority.

Procedure for Postal Ballot:

The postal ballot was conducted in accordance with the provisions of the Act read with the Rules made thereunder, the circulars issued by the Ministry of Corporate Affairs, and Regulation 44 and other applicable provisions of the SEBI (LODR) Regulations, 2015, as amended from time to time.

The notice of postal ballot was sent to Members only in electronic form to the e-mail addresses registered with their Depository Participants or the Company's Registrar & Transfer Agent. The Company made arrangements for those Members who did not register their e-mail address to get the same registered by following the procedure prescribed in the notice. A notice was also published in the newspapers for the information of the Members. Voting rights were reckoned on the equity shares held by the Members as on the Cut-off Date. The Company appointed a Scrutinizer for conducting the postal ballot process in a fair and transparent manner. The results of the postal ballot, along with the Scrutinizer's Report, were submitted to the Stock Exchanges. The resolutions which were passed with the requisite majority, were deemed to have been passed on the last date specified for e-voting. The results were displayed at the registered office of the Company and on the Company's website at www.birlasoft.com and were available on the website of the Stock Exchanges and National Securities Depository Limited.

Details of special resolution proposed to be conducted through postal ballot:

There is no immediate proposal for passing any special resolution through postal ballot.

C. Means of Communication

We have established procedures to disseminate relevant information to the shareholders, analysts, employees and society at large in a timely and structured manner.

a) Financial Results

The quarterly, half-yearly and annual financial results (both standalone and consolidated) are submitted to the stock exchanges on their respective web portals namely "NEAPS" and "BSE Listing Centre", within the prescribed timelines. During the financial year, the financial results were published in Financial Express, Indian Express and Loksatta. The financial results and all material information are also regularly provided to the stock exchanges as per the requirements of the SEBI (LODR) Regulations, 2015 and are available on their websites and on the Company's website.

Table 14: Details of Publication of Financial Results in Newspapers

Date of Publication	Particulars	Newspaper
May 30, 2025	Audited consolidated financial results for the quarter and year ended March 31, 2025.	The Financial Express, Indian Express & Loksatta
August 8, 2025	Unaudited consolidated financial results for the quarter ended June 30, 2025.	The Financial Express, Indian Express & Loksatta
November 7, 2025	Unaudited consolidated financial results for the quarter and half year ended September 30, 2025.	The Financial Express, Indian Express & Loksatta
January 29, 2026	Unaudited consolidated financial results for the quarter and nine months ended December 31, 2025.	The Financial Express, Indian Express & Loksatta

b) Press releases

The official press releases are intimated to the stock exchanges and are also uploaded on the Company's website.

c) Presentations to the institutional investors/ analysts

The detailed investor updates/presentations are sent to the stock exchanges on the Company's quarterly, half-yearly as well as annual financial results and the same are made available to investors and financial analysts. Further, the Company hosts earnings calls with investors/ analysts after publishing its quarterly results, and the details of the earnings call are uploaded on the stock exchanges. The recording and transcripts of the earnings call with the investors/ analysts are also uploaded on the Company's website.

d) Company's Website

The Company's website https://www.birlasoft.com/company/investors contains a separate section on "Investors", where relevant information is available.

e) Letters to Members

The Company has sent individual letters to the Members to claim their unclaimed & unpaid dividend and unclaimed shares. Members were also reminded on several occasions to dematerialize their shares and update their PAN, bank account details, nomination and other KYC details.

The formats for updating the above details are available on the Company's website at https://www.birlasoft.com/company/investors/policies-reports-filings.

f) Designated e-mail ID

The Company has a designated e-mail ID, namely secretarial@birlasoft.com for the shareholders.

g) Stock Exchange filings

NSE Electronic Application Processing System ("NEAPS") is a web-based application designed by the National Stock Exchange of India Limited for corporates. All periodical and other compliance filings are filed electronically on NEAPS.

BSE Limited's Listing Centre is a web-based application designed for corporates. All periodical and other compliance filings are filed electronically on the Listing Centre.

h) SEBI Complaints Redress System (SCORES)

Investor complaints are processed at the Securities and Exchange Board of India in a centralised web-based complaints redress system. The salient features of this system are centralised database of all complaints, online upload of Action Taken Reports by concerned companies and online viewing by investors of the actions taken on complaints and their current status.

i) Speaker shareholders at the AGM

At the AGM, Members are provided with an opportunity to raise queries and seek clarifications from the Board and Management, and the same are duly addressed.

VI. General Shareholder Information

1.	**Registered Office:**	35 & 36, Rajiv Gandhi Infotech Park, Phase - I, MIDC, Hinjawadi, Pune – 411057. Tel. No.: +91-20-66525000 Website: www.birlasoft.com
2.	**Date of Incorporation:**	December 28, 1990
3.	**Registration No./CIN:**	L72200PN1990PLC059594
4.	**Details of Annual General Meeting ("AGM"):**	
	i. Day & Date	Monday, July 27, 2026
	ii. Time	2.30 pm IST
	iii. Venue	The Company is conducting the AGM through Video Conferencing/Other Audio Visual Means ("VC/OAVM") pursuant to the Circulars issued by the Ministry of Corporate Affairs & Securities and Exchange Board of India, and as such, there is no requirement to have a venue for the AGM. For details, please refer to the AGM Notice.
5.	**Record Date for Final Dividend:**	Friday, July 10, 2026
6.	**Cut-off Date for:**	
	i. Remote e-voting	Monday, July 20, 2026
	ii. Attending AGM through VC/OAVM	Monday, July 20, 2026
7.	**Final Dividend Payment Date:**	Within the statutory time limit of 30 days, subject to approval of Members in the AGM.
8.	**Interim Dividend:**	Board Meeting Date: November 6, 2025 Record Date: November 14, 2025 Payment Date: November 26, 2025
9.	**Financial Year:**	April 1, 2025 - March 31, 2026
10.	**Financial Calendar for 2025-26:**	

Board meeting for consideration of unaudited quarterly results - Within forty-five days from the end of the quarter, as stipulated under the SEBI (LODR) Regulations, 2015.

Board Meeting for consideration of audited results for the financial year - Within sixty days from the end of the last quarter, as stipulated under the SEBI (LODR) Regulations, 2015.

Annual General Meeting - Within six months from the end of the financial year and the gap between 2 AGMs shall not be more than 15 months, as stipulated under the Act.

11. The shares of the Company are listed on the following stock exchanges:

National Stock Exchange of India Limited	Exchange Plaza, Plot No. C/1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400051. NSE Code: BSOFT
BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001. BSE Code: 532400
ISIN of the Company	INE836A01035

The Company has paid the Annual Listing Fee for FY 2025-26 to both the stock exchanges, within the prescribed timelines.

12. Suspension of Trading:

The securities of the Company were not suspended from trading on stock exchanges during the year under review.

13. Registrar & Transfer Agent ("RTA"):

MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) is the RTA of the Company. Their details are given below:

- Registered Office: C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083.
- Branch office: Block No. 202, 2nd Floor, Akshay Complex, Near Ganesh Temple, off Dhole Patil Road, Pune – 411001.
- Phone: +91-20-26161629, 26160084
- E-mail: investor.helpdesk@in.mpms.mufg.com.

Shareholder engagement:

The officials of the Company and the RTA on a continuous basis engage with the shareholders, to explain to them the procedure and documents required for processing their service requests. Once the Company or the RTA establishes contact with the shareholders, all efforts are made to enable them to submit the requisite and valid documents so that their service request can be processed promptly and efficiently. The Company has always regarded shareholder engagement as one of the key anchors towards achieving better corporate governance.

SEBI has advised the shareholders to approach the Company directly in the first instance for redressal of their grievances. If the Company does not resolve the complaint of the shareholders within stipulated time, then they may lodge the complaint with SEBI/Stock Exchanges for further action.

14. Share transfer system:

As mandated by SEBI, the equity shares of the Company can only be issued in dematerialized form while processing service requests for issue of duplicate securities certificate, claim from Unclaimed Suspense Account, transmission and transposition, etc. Accordingly, shareholders holding equity shares in physical form are requested to have their shares dematerialized to be able to freely transfer them.

The share transfer activities are carried out by the Company's RTA and are processed within the specified timelines, provided all the documents received are in order.

Special Window for lodgement of share transfer request:

SEBI, with a view to facilitating ease of investing and safeguarding investor rights, had introduced special windows for transfer and dematerialization of physical securities purchased prior to April 1, 2019. Accordingly, a six-month window was made available from July 7, 2025, to January 6, 2026, for re-lodgement of transfer deeds that had been submitted prior to April 1, 2019, but were rejected, returned or not attended to on account of deficiencies in documents, process or otherwise. Thereafter, SEBI, vide its Circular dated January 30, 2026, provided another special window for transfer and dematerialization ("demat") of physical securities sold/purchased prior to April 1, 2019, including cases where earlier requests were not processed due to deficiencies. This special window is available for a period of one year from February 5, 2026, to February 4, 2027, in respect of transfer requests that were submitted earlier but were rejected, returned or not attended to due to deficiencies in documents, process or otherwise. Securities transferred through this mechanism shall be credited only in demat form and shall remain under lock-in for a period of one year from the date of registration of transfer, during which they cannot be transferred, lien-marked or pledged.

Details about the said window are available on the Company's website at https://www.birlasoft.com/company/investors/policies-reports-filings#Shareholders-info. Shareholders holding physical securities and whose transfer requests fall within the aforesaid category may avail of this special window within the prescribed timeline, subject to compliance with the applicable procedural requirements.

During the year under review, no requests for transfer of securities were processed under the aforesaid special window.

15. Shareholding Pattern as on March 31, 2026:

Category	No. of shares held	% of total share capital
Promoters	**112,905,785**	**40.39**
Public	**166,600,503**	**59.61**
Mutual Funds	60,751,495	21.74
Foreign Portfolio Investors	38,141,649	13.65
Bodies Corporate	3,836,858	1.37
Non-Resident Indians	4,650,979	1.66
Others	59,219,522	21.19
Non-Promoter – Non-Public	**0**	**0**
Total	**279,506,288**	**100.00**

16. Distribution Schedule as on March 31, 2026:

Quantity of shares	Shareholders		Shares	
From - To	Number	%	Number	%
1 – 5,000	404,746	99.71	43,878,195	15.70
5,001 - 10,000	541	0.13	3,921,913	1.40
10,001 - 20,000	242	0.06	3,550,885	1.27
20,001 - 30,000	90	0.02	2,215,272	0.79
30,001 - 40,000	42	0.01	1,484,390	0.53
40,001 - 50,000	45	0.01	2,063,836	0.74
50,001 - 100,000	78	0.02	5,687,605	2.04
100,001 & above	135	0.03	216,704,192	77.53
Total	**405,919**	**100.00**	**279,506,288**	**100.00**

17. Top 10 shareholders of the Company as on March 31, 2026:

Sr. No.	Name of the Shareholder	Category	Total no. of shares	Percentage
1	National Engineering Industries Limited	Promoters	107,736,274	38.55
2	Kotak Midcap Fund	Mutual Funds	19,904,590	7.12
3	ICICI Prudential Technology Fund	Mutual Funds	6,468,606	2.31
4	Axis Mutual Fund Trustee Limited - A/C Axis Mutual Fund A/C Axis Small Cap Fund	Mutual Funds	6,249,530	2.24
5	HDFC Trustee Company Limited – HDFC Flexi Cap Fund	Mutual Funds	5,292,278	1.89
6	Central India Industries Limited	Promoters	5,169,511	1.85
7	Tata Digital India Fund	Mutual Funds	4,196,475	1.50
8	Motilal Oswal Small Cap Fund	Mutual Funds	4,139,419	1.48
9	Canara Robeco Mutual Fund - A/C Canara Robeco Small Cap Fund	Mutual Funds	3,516,063	1.26
10	Societe Generale - ODI	FPI(Corporate)-I	3,444,277	1.23

Note: The shareholding has been consolidated on the basis of the Permanent Account Number ("PAN").

18. Dematerialization of shares and liquidity:

As on March 31, 2026, 99.94% of the total issued share capital was held in electronic form with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").

19. Reconciliation of Share Capital:

As stipulated under the SEBI (Depositories and Participants) Regulations, 2018, a Practicing Company Secretary carries out the audit of Reconciliation of Share Capital and provides a report to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. This reconciliation is carried out every quarter, and the report thereon is submitted to the stock exchanges and is also placed before the Board. The audit, inter-alia, confirms that the total listed and paid-up capital of the Company 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.

20. Details of Dividend in the Unpaid/Unclaimed Dividend Accounts as on March 31, 2026:

Financial Year	Date of completion of 7 years*	Due date for transfer of shares and amount to IEPF
2018-19#	September 10, 2026	October 9, 2026
2019-20 (Interim)#	March 4, 2027	April 2, 2027
2019-20	September 28, 2027	October 27, 2027
2020-21 (Interim)	December 8, 2027	January 6, 2028
2020-21	August 30, 2028	September 28, 2028
2021-22 (Interim)	November 28, 2028	December 27, 2028
2021-22	September 5, 2029	October 4, 2029
2022-23 (Interim)	November 23, 2029	December 22, 2029
2022-23	August 29, 2030	September 27, 2030
2023-24 (Interim)	December 3, 2030	January 1, 2031
2023-24	August 30, 2031	September 28, 2031
2024-25 (Interim)	November 25, 2031	December 24, 2031
2024-25	September 7, 2032	October 6, 2032
2025-26 (Interim)	December 10, 2032	January 9, 2033

*As per Section 124 of the Act, any money transferred to the Unpaid Dividend Account of a Company in pursuance of this section which remains unpaid or unclaimed for a period of seven years from the date of such transfer shall be transferred by the Company to the Investor Education and Protection Fund ("IEPF"). Details of shares in respect of which dividend has not been claimed are provided on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings#Shareholders-info. The shareholders are encouraged to verify their records and claim the dividends for all the earlier seven years, if not claimed. Shareholders may forward unpaid dividend warrants/demand drafts to the RTA of the Company for processing payment of the unpaid dividend.

#For the final dividend of FY 2018-19 and interim dividend of FY 2019-20, the tentative corresponding number of shares liable to be transferred to the IEPF Authority are 1,521 and 3,895 equity shares of ₹ 2/- each respectively.

Please note that pursuant to Section 124(6) of the Act, read with the IEPF Authority (Accounting, Audit, Transfer & Refund) Rules, 2016 ("Rules") as amended from time to time, shares in respect of such dividend will be transferred in the name of the IEPF Authority including all benefits accruing on such shares. The Company has sent out individual communication to shareholders whose dividends remain unclaimed for seven years and published an advertisement in newspapers, informing such shareholders to claim their dividend/shares.

Accordingly, the Company transferred an amount of ₹6,59,877.60, being the unclaimed final dividend pertaining to FY 2017-18 to the IEPF. Further, 13,450 corresponding shares were also transferred to the IEPF Authority as required under the above-referred rules. The information in respect of such shares is uploaded on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings.

Members can claim such dividend and shares including all benefits accruing on such shares from the IEPF Authority after following the procedure prescribed in the Rules and detailed as under.

Process of claiming shares and dividend from IEPF:

IEPF Authority vide its Office Memorandum dated July 20, 2022, and instructions issued thereafter dated April 5, 2024, revised the process of claiming the shares and dividends from IEPF Authority, whereby the claimant(s) are advised to approach the Company for entitlement letter along with all the required documents before filing of claim application with the IEPF Authority. The IEPF Authority has introduced an integrated digital platform to streamline the claim process and strengthen grievance redressal mechanisms, which can be accessed at https://iepfa.gov.in/login. Once the Company has received and verified all the requisite documents, it will then issue an entitlement letter along with all the required details to file web form IEPF-5 within a period of 30 days. The claimant(s) shall thereafter file web form IEPF-5 with the IEPF Authority along with entitlement letter and other supporting documents. The claimant(s) shall then submit the self-attested copy of form IEPF-5, its acknowledgment, duly executed Indemnity Bond and other supporting documents to the Company at its registered office address in the name of the "Nodal Officer of the Company", to enable the Company to file the e-verification report of the claim within the prescribed timeline. This process will reduce the instance of claim applications being rejected by the Company/IEPF Authority on account of incomplete and/or non-receipt of required documents. Shareholders/claimants may also reach out to the Authority through its 24x7 Interactive Voice Response System ("IVRS") by dialing the five-digit short code 14453. While the IVRS service is available round the clock, the call center is operational from 9.30 am to 5.30 pm IST, Monday to Friday.

Nodal Officer:

In accordance with the IEPF Rules, the Board of Directors has appointed Sneha Padve, Company Secretary & Compliance Officer, as the Nodal Officer.

Contact information of the Nodal Officer for the purpose of co-ordination with the IEPF Authority is available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings.

Saksham Niveshak - Initiative by IEPF

The IEPF Authority has been undertaking initiatives aimed at enhancing investor awareness and facilitating the resolution of pending matters relating to unclaimed dividends, shares transferred to the IEPF, and updation of KYC and nomination details.

In support of these initiatives and to further create awareness among shareholders, the Company published a newspaper advertisement encouraging its Shareholders to update their KYC details and claim their unclaimed dividend(s).

Members are encouraged to take note of these initiatives and update their KYC, nomination, bank mandate and contact details, and claim any unpaid/unclaimed dividend at the earliest, so as to avoid transfer of such amounts and corresponding shares, where applicable, to the IEPF.

21. Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account (Unclaimed Shares):

As required under the SEBI (LODR) Regulations, 2015, the RTA of the Company sent three reminders to the shareholders whose physical shares were unclaimed/undelivered. These unclaimed/undelivered shares were then transferred to Unclaimed Suspense Account opened by the Company as required under these Regulations, when no response was received from any shareholder to the reminders. The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares. The Company maintains the details of shareholding of each individual shareholder whose shares are transferred to the Unclaimed Suspense Account. If a claim is received from a shareholder by the Company, the shares lying in the Unclaimed Suspense Account would be transferred after due verification of documents submitted by him.

The details of the unclaimed shares of the Company are as follows:

Sr. No.	Particulars	No. of shareholders	No. of shares
i.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	12	12,000
ii.	Number of shareholders who approached the Company for transfer of shares from suspense account during the year	1	1,000
iii.	Number of shareholders to whom shares were transferred from suspense account during the year	1	1,000
iv.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	11	11,000

22. Dispute Resolution Mechanism:

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/76 dated May 30, 2022, has issued the Standard Operating Procedures ('SOP') for dispute resolution under the Stock Exchange Arbitration Mechanism for disputes between a listed company and/or its registrar to an issue and share transfer agent and its shareholder(s)/investor(s). The Company has complied with the requirements of this Circular and the relevant details are available on the website of the Company at https://www.birlasoft.com/company/investors.

23. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity:

The Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments as on March 31, 2026.

24. Commodity price risk or foreign exchange risk and hedging activities:

During the year 2025-26, the Company managed foreign exchange risk and hedging to the extent necessary. The global economic and geopolitical situation continues to remain volatile. Fluctuations in major currencies due to unstable economic conditions impact the revenue and profits of the IT industry. This trend is expected to continue, and future volatility may persist due to rising conflicts in the Middle East & Eastern Europe region. The Company has in place a hedging policy to minimise the risks associated with foreign currency rate fluctuations. The Company enters into forward contracts to hedge foreign currency receivables from its wholly owned subsidiaries and end customers.

The details of foreign currency exposure are disclosed in the notes forming part of the financial statements.

25. Locations:

The Company has various offices in India and overseas. Details of these locations are available on the Company's website and elsewhere in the Annual Report.

26. Address for Correspondence:

Shareholders are requested to send all share transfers and correspondence relating to shares, dividend, etc. to the RTA at:

MUFG Intime India Private Limited, Contact Person: Sandip Pawar, Block No. 202, Akshay Complex, Off Dhole Patil Road, Near Ganesh Temple, Pune – 411001, Phone: +91-20-26161629, E-mail: investor.helpdesk@in.mpms.mufg.com.

Shareholders may also contact Sneha Padve – Company Secretary and Compliance Officer, Phone: +91-20-66525010, E-mail: sneha.padve@birlasoft.com, for any further assistance.

For any grievance and its speedy redressal, the shareholders may send their grievances to secretarial@birlasoft.com.

27. Credit Ratings:

The credit rating details with respect to bank facilities are given elsewhere in the Annual Report.

VII. Other Disclosures

28. Related Party Transactions:

The Company has formulated a Policy on dealing with Related Party Transactions and the same is available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings. The related party transactions entered into by the Company during the year under review, were on an arm's length basis and in the ordinary course of business. All the related party transactions are placed before the Audit Committee on a quarterly basis for their approval/noting, as the case may be. There have been no materially significant related party transactions, pecuniary transactions or relationships between the Company and its directors, management, subsidiary or relatives except for those disclosed in the financial statements for the year ended March 31, 2026. None of these transactions had potential conflict with the interest of the Company. The Company submitted to the Stock Exchanges the disclosures of related party transactions, in accordance with Regulation 23(9) of the SEBI (LODR) Regulations, 2015.

29. Details of Non-Compliance:

During the past three years, there were no instances of non-compliance by the Company and no penalties or strictures were imposed on the Company by the stock exchanges and other statutory authorities on any matter relating to capital markets.

The Company has complied with and disclosed all the mandatory requirements under the SEBI (LODR) Regulations, 2015.

30. Vigil Mechanism/Whistleblower Policy:

Birlasoft is committed to maintaining the highest standards of ethical and legal conduct in its business operations. In compliance with Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the SEBI Listing Regulations, the Company has established a Vigil Mechanism/Whistle Blower Policy to promote transparency and accountability across the organisation.

The Policy provides a secure and confidential mechanism for directors, employees, and other stakeholders to report genuine concerns relating to unethical behavior, suspected fraud, or violations of the Company's Code of Conduct, without fear of retaliation. The Policy is hosted on the Company's website and intranet to ensure adequate awareness and accessibility. The Vigil Mechanism also provides direct access to the Audit Committee, as mandated under applicable regulations. Matters relating to workplace conduct and employee grievances are addressed through a separate, well defined Employee Grievance Mechanism.

The Vigil Mechanism forms an integral part of the Company's governance framework, and its effectiveness is periodically reviewed to ensure continued alignment with regulatory requirements and evolving best practices. During the year under review, it is confirmed that no personnel were denied access to the Audit Committee.

31. Code of Business Ethics and Conduct Policy:

The Company has adopted the Code of Business Ethics and Conduct Policy ("Code") for its Board members, SMP and all employees and this Code is available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings. During the year, there have been no material, financial and commercial transactions made by the management, where they had personal interest conflicting with the interest of the Company at large. All the Board members and SMP affirm compliance with the Code on an annual basis. The declaration of the CEO & Managing Director to this effect is provided in this Report.

32. Policy for Determination of Materiality of Event or Information:

The Company has in place a Policy for determination of materiality of events or information which are required to be disclosed to the stock exchanges. This Policy is available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings.

33. Code of Conduct of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("UPSI"):

The Chief Investor Relations Officer deals with dissemination of information and disclosure of UPSI under the Policy and the said Policy is available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings.

34. Prohibition of Insider Trading:

With a view to regulate trading in securities by the Designated Persons, the Company has adopted a Code for prohibition of insider trading known as the Code of Conduct for Prevention of Insider Trading in Securities of Birlasoft Limited ("the Insider Trading Code").

The Company periodically circulates informative emails on Prohibition of Insider Trading, Do's and Don'ts, etc. to the Designated Persons to familiarize them with the provisions of the Insider Trading Code and educate and sensitize them on various aspects of Insider Trading. The management also conducted trainings for the Designated Persons & employees as well to create awareness on various aspects of Insider Trading and the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("SEBI Insider Trading Regulations") and to ensure that the internal controls are adequate and effective to ensure compliance.

These activities have created substantial awareness amongst the Designated Persons. A structured digital database of UPSI is maintained with appropriate internal controls, as mandated by the SEBI Insider Trading Regulations. During the year under review, the Audit Committee has reviewed the compliance with the provisions of the SEBI Insider Trading Regulations and has verified that the systems for internal controls are adequate and operating effectively.

35. Role of Company Secretary:

The functions of the Company Secretary are discharged by Sneha Padve. She plays an important role in ensuring that the procedures are followed and regularly reviewed. She also ensures that all relevant information, details and documents are made available to the Directors and senior management for effective decision-making at the meetings. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of the affairs of the Company, to ensure compliance with applicable statutory requirements, to provide guidance to Directors, to facilitate convening of meetings and interfaces between the management and regulatory authorities for governance matters.

36. Compliance with Mandatory Requirements:

The Company has complied with all the mandatory requirements of the SEBI (LODR) Regulations, 2015.

37. Compliance with Discretionary Requirements of the SEBI (LODR) Regulations, 2015:

1. The Company has separated posts of Chairman and the CEO & Managing Director and the Chairman is a Non-Executive Director and she is not related to the CEO & Managing Director.
2. The Chairman does not maintain her office at the Company's expenses. However, provisions are made for reimbursement of expenses incurred in performance of her duties.
3. The Company prepares quarterly investor updates which covers operational details apart from financial details. These updates are uploaded on the website of the Company and the stock exchanges.
4. There were no qualifications by the Statutory Auditors on the financial statements of the Company.
5. The Internal Auditor of the Company reports to the Audit Committee of the Board.

38. Subsidiary Companies:

As per the criteria given in Regulations 16 & 24 of the SEBI (LODR) Regulations, 2015, the Company has 2 material subsidiaries, namely, Birlasoft Solutions Inc. and Birlasoft Inc. and an Independent Director is appointed on the Board of these subsidiaries.

The details of material subsidiaries are given below:

Sr. No.	Name of the Material Subsidiary	Date of Incorporation	Place of Incorporation	Statutory Auditors
1	Birlasoft Solutions Inc.	September 1, 1998	New Jersey, USA	Not Applicable as per local laws
2	Birlasoft Inc.	March 30, 1995	Delaware, USA	

Brief details of the Company's subsidiaries, including step-down subsidiaries are given elsewhere in the Annual Report.

Following are the key matters relating to subsidiaries which are regularly taken up in the Audit Committee/Board meeting, as may be required:

- Minutes of all the meetings of subsidiaries held in the previous quarter;
- Review of the financial statements, in particular the investments made by the subsidiaries;
- Major dealings of subsidiaries' investments, fixed assets, loans, etc.;
- Statement of all significant transactions and arrangements;
- Compliances by subsidiaries with all applicable laws; and
- Restructuring of Subsidiaries.

The Company has formulated a Policy for determining 'material subsidiaries' and the said Policy is available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings.

39. Utilization of funds raised through Preferential Allotment or Qualified Institutions Placement:

The Company has not raised any funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of the SEBI (LODR) Regulations, 2015.

40. Certificate by a Practicing Company Secretary:

As required by Clause 10(i) mentioned in Part C of Schedule V of the SEBI (LODR) Regulations, 2015, a certificate has been received from a Practicing Company Secretary, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority. The same is annexed to this Report.

41. Prevention of Sexual Harassment at Workplace:

There was one complaint received and resolved during the year. The mechanism for prevention of Sexual Harassment at Workplace is given elsewhere in this Annual Report.

42. Fees to the Statutory Auditor:

S R B C & Co LLP, Chartered Accountants (Firm Registration No. 324982E/E300003) have been appointed as the Statutory Auditor of the Company. The details of total fees for all services obtained during the year under review, by the Company and its subsidiaries, on a consolidated basis, from the Statutory Auditor and all entities in the network firm/network entity of which the Statutory Auditor is a part is given below:

(Amount in ₹ million)

Particulars	S R B C & Co LLP, Chartered Accountants
Statutory Audit fees	18.40
Fees for limited review of quarterly results	4.50
Fees for other services	2.00
Out of pocket expenses reimbursed	2.30
Total	**27.20**

43. Loans & Advances in the nature of Loans to Firms/Companies in which Directors are interested:

During the year, the Company or its subsidiaries have not granted any loan or advances to any firms/companies in which Directors are interested.

44. Disclosures of the Compliance with Corporate Governance requirements:

The Company has complied with the requirements as specified in Regulations 17 to 27 and Regulation 46 of the SEBI (LODR) Regulations, 2015, to the extent applicable. The weblinks for information uploaded on the website of the Company as required under Regulation 46 are given below.

Particulars	Weblink
Details of business	https://www.birlasoft.com
Memorandum of Association and Articles of Association	https://www.birlasoft.com/sites/default/files/resources/downloads/investors/memorandum-of-association-and-articles-of-association.pdf
Brief profile of board of directors including directorship and full-time positions in body corporates	https://www.birlasoft.com/leadership and https://www.birlasoft.com/sites/default/files/resources/downloads/investors/details-of-directorships.pdf
Terms and conditions of appointment of Independent Directors	https://www.birlasoft.com/sites/default/files/resources/downloads/investors/letter-of-appointment-for-independent-directors.pdf
Composition of various Committees of Board of Directors	https://www.birlasoft.com/sites/default/files/resources/downloads/investors/constitution-of-the-board-committees.pdf
Code of Conduct of Board of Directors and senior management personnel	https://www.birlasoft.com/sites/default/files/resources/downloads/investors/birlasoft-code-of-conduct.pdf
Policy for determining 'material' subsidiaries	https://www.birlasoft.com/sites/default/files/resources/downloads/investors/material-subsidiary-policy.pdf

Particulars	Weblink
Details of familiarization programmes imparted to Independent Directors	https://www.birlasoft.com/company/investors/familiarization-programmes-imparted-independent-directors
The email address for grievance redressal and other relevant details	https://www.birlasoft.com/company/investors
Contact information of the designated officials who are responsible for assisting and handling investor grievances	https://www.birlasoft.com/company/investors
Notice of Board meetings where financial results shall be discussed	https://www.birlasoft.com/company/investors/corporate-governance#notice-board-meetings
Financial Results and Related Party Transactions	https://www.birlasoft.com/company/investors/policies-reports-filings#quarterly-reports
Annual Report	https://www.birlasoft.com/company/investors/policies-reports-filings#Reports-and-Filings
Shareholding Pattern	https://www.birlasoft.com/company/investors/policies-reports-filings#shareholding-pattern
Schedule of Analysts or Institutional Investors Meet, Investor Presentations and Audio or video recordings & transcripts of post quarterly calls	https://www.birlasoft.com/company/investors/policies-reports-filings#quarterly-reports
Newspaper Publications	https://www.birlasoft.com/company/investors/newspaper-advertisements; and https://www.birlasoft.com/company/investors/corporate-governance#Corporate-Announcements
Credit Ratings & any revision thereof	https://www.birlasoft.com/company/investors/policies-reports-filings/credit-ratings
Subsidiary Report	https://www.birlasoft.com/company/investors/policies-reports-filings#Reports-and-Filings
Secretarial Compliance Report	https://www.birlasoft.com/company/investors/policies-reports-filings#secretarial-compliance
Policy for Determination of Materiality of Events or Information	https://www.birlasoft.com/sites/default/files/resources/downloads/investors/materiality-policy.pdf
Disclosure of contact details of key managerial personnel who are authorized for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s)	https://www.birlasoft.com/sites/default/files/resources/downloads/investors/stock-exchange-intimation-of-authorization-to-kmps-for-determining-material-event.pdf
Dividend Distribution Policy	https://www.birlasoft.com/sites/default/files/resources/downloads/investors/dividend-policy.pdf
Annual Return as provided under the Act	https://www.birlasoft.com/company/investors/policies-reports-filings#annual-return
Employee Benefit Scheme Documents	https://www.birlasoft.com/company/investors/disclosures-under-regulation-46-of-sebi-regulations-2015/birlasoft-esop-schemes
Other Corporate Announcements	https://www.birlasoft.com/company/investors/corporate-governance#Corporate-Announcements

45. Agreements binding listed entities:

No agreement has been entered into or executed by the shareholders, promoters, related parties, directors, key managerial personnel and employees of the Company during the financial year.

46. Disclosure of Accounting Treatment:

The Company has adopted the prescribed accounting standards i.e. Indian Accounting Standards ("Ind AS"), for preparation of financial statements during the year.

47. CEO and CFO Certification:

As required by Regulation 17(8) of the SEBI (LODR) Regulations, 2015, the CEO and CFO certificate to the Company's Board is annexed to this Report.

48. Compliance Certificate:

The Company has made the necessary disclosures as required in sub-para (2) to (10) of Part C of Schedule V of the SEBI (LODR) Regulations, 2015.

As required by Regulation 34(3) read with Schedule V of the SEBI (LODR) Regulations, 2015, a Certificate on Corporate Governance issued by a Practicing Company Secretary is annexed to this Report.

49. Business Responsibility and Sustainability Report:

Pursuant to Regulation 34 of the SEBI (LODR) Regulations, 2015, the Company has prepared a Business Responsibility and Sustainability Report and the same forms a part of this Annual Report.

Declaration of the Chief Executive Officer & Managing Director

This is to certify that Birlasoft Limited ("the Company") has laid down Code of Business Ethics and Conduct Policy (the "Code of Conduct") for all the Board members and senior management personnel of the Company and the same is uploaded on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings.

Further, I hereby certify that the members of the Board of Directors and senior management personnel have affirmed the compliance with the Code of Conduct applicable to them during the year ended March 31, 2026.

Angan Guha
CEO & Managing Director
DIN: 09791436

London
April 28, 2026

Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification

We, Angan Guha – CEO & Managing Director and Chandrasekar Thyagarajan – Chief Financial Officer of Birlasoft Limited ("the Company"), to the best of our knowledge and belief, certify that:

A. We have reviewed the Financial Statements (standalone and consolidated) and the Cash Flow Statements (standalone and consolidated) for the year April 1, 2025 to March 31, 2026 and to the best of our knowledge and belief:

(1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and

(2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year i.e. April 1, 2025 to March 31, 2026, which are fraudulent, illegal or violative of the Company's Code of Conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee:

(1) significant changes in internal control over financial reporting during the year i.e. April 1, 2025 to March 31, 2026, if any;

(2) significant changes in accounting policies during the year and that the same have been disclosed in the Notes to the Financial Statements, if any; and

(3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Angan Guha
CEO & Managing Director
DIN: 09791436

Chandrasekar Thyagarajan
Chief Financial Officer
Membership No.: 200-29108

New York
April 24, 2026

Bengaluru
April 24, 2026

CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

(As per Provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time)

To,
The Members
Birlasoft Limited
35 & 36, Rajiv Gandhi Infotech Park, Phase - I,
MIDC, Hinjawadi, Pune, Maharashtra, India, 411057

Subject: Corporate Governance Compliance Certificate of Birlasoft Limited

I have examined all relevant records of **Birlasoft Limited** (CIN: L72200PN1990PLC059594) for the purpose of certifying compliance of the conditions of Corporate Governance under Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2026. I have obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of the above certification.

The compliance of conditions of corporate governance is the responsibility of the management. My examination was carried out in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. My examination was limited to the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of corporate governance. This certificate 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.

On the basis of our examination of the records produced, explanations and information furnished, I certify that the Company has complied with the mandatory conditions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable and amended from time to time for the financial year ended March 31, 2026.

For J. B. Bhave & Co.
Company Secretaries

Jayavant Bhave
Proprietor
FCS: 4266 CP: 3068
UDIN:F004266H000287263
PR No.: 7781/2026

Place: Pune
Date: May 6, 2026

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
Birlasoft Limited
CIN: L72200PN1990PLC059594
35 & 36, MIDC Phase I,
Rajiv Gandhi Infotech Park,
Hinjawadi, Pune – 411 057.

I have examined the disclosures received from the Directors of **Birlasoft Limited** ('the Company') bearing **CIN: L72200PN1990PLC059594** and having its registered office at 35 & 36, MIDC , Phase -I, Rajiv Gandhi Infotech Park, Hinjawadi, Pune - 411057 and the relevant registers, records, forms and returns maintained by the Company and as made available to me for the purpose of issuing this Certificate for the Financial Year ending 31st March 2026, in accordance with Regulation 34(3) read with Schedule V Para C Clause 10(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. I have considered non-disqualification to include non-debarment by Regulatory/Statutory Authorities.

In my opinion and to the best of my information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, I hereby certify that none of the Directors on the Board of the Company, as listed hereunder for the Financial Year ended 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 or any such statutory authority.

Sr. No.	Name of Director	Designation	Director Identification No.	Date of Appointment	Date of Cessation
1.	Mrs. Amita Birla	Chairman and Non-Executive Director	00837718	15 January 2019	-
2.	Mr. Angan Guha	Chief Executive Officer and Managing Director	09791436	01 December 2022	-
3.	Mr. CK Birla	Non-Executive Director	00118473	15 January 2019	-
4.	Mr. Ananth Sankaranarayanan	Independent Director	07527676	02 February 2023	-
5.	Ms. Satyavati Berera	Independent Director	05002709	31 October 2023	-
6.	Ms. Nidhi Killawala	Independent Director	05182060	15 December 2023	-
7.	Mr. Manish Choksi	Independent Director	00026496	16 January 2024	-

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act. Ensuring the eligibility for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification.

This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report for the Financial Year ended 31st March 2026.

For **Neha Limaye & Co**
Company Secretaries

Neha Limaye
Proprietor
FCS: 6222 CP: 6475
Unique Reference No. S2020TRTH750300
Peer Review No. 6714/2025
UDIN: F006222H000278692

Date: 5th May 2026
Place: Pune

Business Responsibility and Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity:

Sr. No.	Particulars	Details
1.	Corporate Identity Number (CIN) of the Listed Entity	L72200PN1990PLC059594
2.	Name of the Listed Entity	Birlasoft Limited
3.	Year of Incorporation	December 28, 1990
4.	Registered office address	35 & 36, Rajiv Gandhi Infotech Park, Phase-I, MIDC, Hinjawadi, Pune-411057, Maharashtra, India.
5.	Corporate address	Assotech Business Cresterra, Tower 3, Plot No. 22, Sector 135, Expressway Noida - 201301, India.
6.	E-mail	contactus@birlasoft.com
7.	Telephone	+91-20- 6652 5000
8.	Website	www.birlasoft.com
9.	Financial year for which reporting is being done	2025-26
10.	Name of the Stock Exchange(s) where shares are listed	• The National Stock Exchange of India Limited • BSE Limited
11.	Paid-up Capital (₹)	559.01 million
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Name: Poonam Jindgar Designation: Global Head, ESG and Sustainability Email ID: poonam.jindgar@birlasoft.com Telephone: +91 20 6652 5000
13.	Reporting boundary (Standalone or Consolidated basis)	Consolidated, unless stated otherwise in the sections of the report. In some disclosures, data for previous year FY 2024-25 was on a standalone basis and thus may not be comparable. Please refer footnotes for disclaimers on the same. Certain restatements have been made for previous year data due to changes in approach and methodology applied. The rationales for these changes are explained in the relevant sections of the report.
14.	Name of assurance provider	TUV India Private Limited
15.	Type of assurance obtained	Reasonable

II. Products/Services:

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

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Information and Communication	Computer Programming, Consultancy and related activities	100%

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

Sr. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Computer programming, consultancy and related activities	62011	100%

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	-	7	7
International	-	22	22

19. Markets Served by the entity:

a. Number of Locations:

Locations	Number
National (No. of States)	6
International (No. of Countries)	19

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

In FY 2025-26, Birlasoft's export contribution was 94% of standalone turnover.

c. A brief on types of customers?

Industries We Serve

Birlasoft partners with leading enterprises across diverse industries, helping them navigate complexity, accelerate innovation and unlock sustainable growth.

Banking, Financial Services & Insurance (BFSI)

Birlasoft enables financial institutions to navigate an increasingly dynamic and regulated environment through next-generation digital solutions. From core banking modernization and digital lending platforms to AI-led compliance and GenAI-powered underwriting, the Company helps banks, insurers and financial services providers enhance operational agility, strengthen risk management and deliver superior customer experiences across the value chain.

Life Sciences and Services (LSS)

Birlasoft partners with life sciences organizations to drive end-to-end transformation across research and development, clinical operations, manufacturing and commercialization. Leveraging AI-powered solutions and deep domain expertise, the Company helps accelerate innovation, improve regulatory compliance, enhance operational efficiency and ultimately deliver better patient outcomes across the life sciences spectrum.

Manufacturing

Birlasoft empowers manufacturers to build intelligent, connected, and sustainable enterprises. Through smart factory solutions, resilient supply chain capabilities, and exponential technologies such as AI, Physical AI, and IoT, supported by its bMACH™ framework, the Company enables operational excellence, product innovation, and seamless IT-OT convergence, helping clients create manufacturing ecosystems of the future. As the advent of Physical AI accelerates innovation across the manufacturing ecosystem, Birlasoft will continue to support this transformation by helping enterprises unlock greater agility, efficiency, and sustainable growth through intelligent, connected operations.

Energy & Utilities (E&U)

Birlasoft supports energy and utility companies in modernizing critical infrastructure and accelerating their digital transformation journeys. By combining AI/ML-driven intelligence, connected field operations and advanced analytics, the Company helps clients optimize performance across the energy value chain, from digital oilfields and renewable energy assets to smart utility networks.

IV. Employees:

20. Details as at the end of Financial Year 2025-26:

a. Employees and Workers (including differently abled)

Sr. No.	Particulars	Total (A)	Male		Female		Others*	
	Employees (including differently abled)							
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)	Number (D)	Percentage (D/A)
1.	Permanent Employees	10,266	7,444	73%	2,729	27%	93	1%
2.	Other than Permanent Employees	1,097	682	62%	154	14%	261	24%
3.	**Total Employees (1+2)**	**11,363**	**8,126**	**72%**	**2,883**	**25%**	**354**	**3%**

Notes:

1. *Others here mean those employees whose gender is undisclosed.
2. Due to rounding of figures, the percentage of total permanent employees may exceed 100%.

Workers (including differently abled)

Sr. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
4.	Permanent Workers	Not Applicable, the Company does not identify its workforce as workers.				
5.	Other than Permanent Workers					
6.	**Total Workers (4+5)**					

b. Differently abled Employees and Workers

Differently Abled Employees

Sr. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
1.	Permanent Employees	25	21	84%	4	16%
2.	Other than Permanent Employees	-	-	-	-	-
3.	**Total differently abled employees (1+2)**	**25**	**21**	**84%**	**4**	**16%**

Differently Abled Workers

Sr. No.	Particulars	Total (A)	Male		Female	
			Number (B)	Percentage (B/A)	Number (C)	Percentage (C/A)
4.	Permanent Workers	Not Applicable, the Company does not identify its workforce as workers.				
5.	Other than Permanent Workers					
6.	**Total differently abled workers (4+5)**					

21. Participation/Inclusion/Representation of Women

Particulars	Total (A)	Number and percentage of Females	
		Number (B)	Percentage (B/A)
Board of Directors	7	3	43%
Key Management Personnel	3	1	33%

22. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

	FY 2025-26				FY 2024-25				FY 2023-24			
	Male	Female	Others*	Total	Male	Female	Others*	Total	Male	Female	Others*	Total
Permanent Employees	14.9%	16.5%	2.2%	14.9%	15.3%	16.7%	0.3%	15.3%	13.8%	16.2%	2.1%	14.1%
Permanent Workers	Not Applicable, the Company does not identify its workforce as workers.											

*Others here mean those employees whose gender is undisclosed.

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

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

Sr. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ subsidiary/ associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/ No)
1.	Birlasoft Inc.	Subsidiary	100%	Yes
2.	Birlasoft Sdn. Bhd.	Subsidiary	100%	Yes
3.	Birlasoft Solutions Limited	Subsidiary	100%	Yes
4.	Birlasoft Solutions France	Subsidiary	100%	Yes
5.	Birlasoft Solutions Inc.	Subsidiary	100%	Yes
6.	Birlasoft Computer Corporation	Subsidiary	100%	Yes
7.	Birlasoft Solutions ME FZE	Subsidiary	100%	Yes
8.	Birlasoft (UK) Limited	Subsidiary	100%	Yes
9.	Birlasoft Solutions GmbH	Subsidiary	100%	Yes
10.	Birlasoft Solutions Mexico, S.A. DE C.V.	Subsidiary	100%	Yes
11.	Birlasoft Solutions Ltda.	Subsidiary	100%	Yes
12.	Birlasoft Consulting Inc.	Subsidiary	100%	Yes
13.	Birlasoft Technologies Canada Corporation	Subsidiary	100%	Yes

Note: As of March 31, 2026, the Company has 13 subsidiaries, including step-down subsidiaries. The Company has two material subsidiaries, namely Birlasoft Solutions Inc. & Birlasoft Inc.

VI. CSR Details:

24.	(i)	Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)	Yes
	(ii)	Turnover (in ₹)	28,220.03 million
	(iii)	Net Worth (in ₹)	17,919.11 million

Note: Turnover and net worth are on standalone basis as per Indian Accounting Standards (Ind AS).

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

Stakeholder Group from whom complaint is received	Grievance Redressal Mechanism in place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	Current Financial Year 2025-26			Previous Financial Year 2024-25		
		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	Yes. Grievances are addressed at the community level through various process including dialogue with affected stakeholders from the community and NGO program managers. Engagement between the parties is carried out to enable prompt and amicable resolution, while safeguarding objectives and outcomes of the CSR project. Any complaint that remain unresolved at the community level are escalated to the corporate level for further resolution.	Nil	Nil	Complaints are addressed on spot	Nil	Nil	Complaints are addressed on spot
Shareholders	Yes. The Company has well-established mechanisms for addressing shareholders' grievances, including a dedicated email ID: secretarial@birlasoft.com, available for the redressal of such grievances. To ensure prompt resolution of concerns and to handle other requests related to share transfers, dividend matters, and share-related correspondence, details of the Company Secretary and Compliance Officer and the Registrar & Transfer Agent ("RTA") are provided on the Company's website at https://www.birlasoft.com/company/investors. In the event of any further dispute with the Company and/or the RTA arising from delays or defaults in processing shareholders' requests, members may raise grievances, complaints, or disputes in accordance with the process outlined on the Company's website at https://www.birlasoft.com/company/investors/policies-reports-filings#Shareholders-info.	6	Nil	All complaints were resolved satisfactorily	4	Nil	All complaints were resolved satisfactorily
Employees and workers	Yes. The Company has in place a Whistleblower Policy, POSH Policy, Grievance Redressal Policy, and Secured Workplace Policy to address workplace harassment and related concerns. These policies encourage employees and stakeholders to report any incidents of harassment they experience or become aware of and to formally raise complaints through the available mechanisms. Birlasoft is committed to promptly reviewing and addressing all concerns raised under these policies by employees or stakeholders. Employees who wish to report an issue may do so by emailing securedworkplace@birlasoft.com or the grievance mailbox at grievanceredressal@birlasoft.com.	10	Nil	8 complaints were received through the whistleblower mechanism, 1 complaint was received under POSH and 1 complaint was reported under general grievance category . All complaints received & closed appropriately as per Company's Policy. This year, Birlasoft has disclosed whistleblower complaints in addition to other complaints.	6	Nil	Complaints received & closed appropriately as per Company's Policy.
Customers	The customer complaints are technology specific and get resolved at the appropriate level through the defined resolution process, at the time of delivery of the Services/Software before contract closure.	4	1	1 complaint is pending to be resolved. Further, the 2 pending complaints from previous year were resolved satisfactorily.	9	2	Based on customer complaint RCA done & however 2 customer complaints action closure is pending.
Value Chain Partners	Yes. Birlasoft has regular connects with its value chain partners through both online and offline interactions. The Supplier Conduct Guidelines and Global Supplier Management Policy also outline processes through which suppliers may report any unethical activity anonymously to the Birlasoft team. The quarterly business review meeting with the suppliers also serve as an opportunity for suppliers to raise any concerns.	Nil	Nil	-	Nil	Nil	-
Implementation Partner (NGOs)	Yes. Any grievances arising from implementing partners (NGOs) are resolved through mediums such as regular connects, interactions, or in a need-based manner.	Nil	Nil	Complaints are addressed on spot	Nil	Nil	Complaints are addressed on spot

Note: The Policies are available on the website at - https://www.birlasoft.com/company/investors/policies-reports-filings.

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:

Sr. 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.	Data Privacy and Cyber Security	Risk	Risk: Increasing digitalization, hybrid working models, cloud adoption, and evolving global data protection regulations such as GDPR and CCPA have heightened exposure to cybersecurity threats, including ransomware, malware, data breaches and unauthorized access to sensitive information. Failure to adequately safeguard stakeholder data or comply with applicable regulations may impact business continuity, client trust and operational resilience.	Birlasoft has established a mature Information Security Management System (ISMS) supported by robust governance mechanisms, policies, and controls to manage cybersecurity and data privacy risks. The Company maintains certifications aligned with ISO/IEC 27001:2022 and ISO/IEC 27701:2019 and periodically validates compliance with the NIST cybersecurity framework through independent assessments. Key measures include Privacy Impact Assessments, Incident and Breach Management Procedures, Subject Access Request Management, secure PII Repositories, and project-level Business Continuity Plans (BCP) with periodic testing. The Company also maintains defined incident response and client communication protocols to ensure timely action during disruptions or security incidents.	Negative: Cybersecurity incidents, regulatory non-compliance, or data privacy breaches may result in financial penalties, legal liabilities, operational disruptions, remediation costs, and reputational damage, potentially impacting stakeholder trust and business continuity.
2.	Customer Engagement and Satisfaction	Risk & Opportunity	Opportunity: Birlasoft drives sustainable growth by leveraging its portfolio of multiservice accounts through client management, cross-selling and business transformation initiatives. This enables the Company to strengthen customer retention, expand annuity-based revenues, and build long-term partnerships founded on trust and value delivery. Risk: Birlasoft's concentration across selected industry verticals, geographies, customers, and service offerings may expose the Company to business volatility.	Birlasoft continuously strengthens its service capabilities and customer engagement processes through a structured Voice of Customer (VOC) implemented across projects and engagements. Customer feedback is periodically assessed and analyzed to identify improvement opportunities, enhance service delivery and strengthen customer experience. Based on customer ratings, projects undertake improvement plans, WOW initiatives, or Root Cause Analysis (RCA) to address concerns and improve performance. The Company also evaluates strategic partnerships to enhance technological capabilities and support long-term business growth, while continuous monitoring and customer engagement help mitigate risks related to service quality and customer satisfaction.	Positive: Improved customer satisfaction and long-term client relationships support revenue growth, business expansion and customer retention. Negative: Decline in customer satisfaction, service quality issues, or loss of customer trust may result in reduced business opportunities, lower revenue growth, reputational impact and loss of existing or potential clients.
3.	Talent Attraction, Retention and Development	Risk & Opportunity	Risk: Given the nature of Birlasoft's business, the Company must hire and retain talent that is well-equipped to handle evolving customer requirements. High turnover rates can lead to higher operational costs and loss of workforce productivity. Opportunity: By creating a working environment that integrates continuous learning and development, engagement opportunities and a focus on well-being, the Company can have a positive impact on talent acquisition and retention.	Birlasoft's Talent Supply Chain (TSC) team is dedicated to ensuring that all business requirements are met, while maintaining diversity and equity through talent management. Once employees are onboarded, the various functions of the Human Resources (HR) team ensure that employees are provided with: 1. Continuous learning and development opportunities 2. Adequate benefits as per local laws 3. Access to well-being platforms and initiatives 4. Feedback mechanisms and opportunities for open dialogue with management/leadership 5. Focus on integrating diversity, equity and inclusion in the workplace In addition, the HR team has several initiatives such as BCares and BEngaged through which employee development and wellness is fostered and maintained as a key priority throughout the year.	Negative: High turnover rates can lead to loss of business opportunities due to shortage of skilled workforce that are equipped to handle evolving customer demand. Positive: Focusing on talent management and development allows the Company to enhance productivity, resulting in improved financial performance. In addition, upskilling opportunities enable Birlasoft to create a pipeline of high-potential talent, aiding succession planning.
4.	Diversity, Equity and Inclusion (DEI)	Risk & Opportunity	Risk: Insufficient DEI practices can lead to loss of opportunity to work with stakeholders who provide unique perspectives. Moreover, lack of DEI initiatives and practices may discourage potential, highly skilled talent from joining the Company. Opportunity: A strong focus on integrating DEI allows Birlasoft to build a diverse workforce that understands varied customer needs across markets. Overall, an inclusive workplace environment also fosters innovation, creativity and increased collaboration amongst employees.	Birlasoft has a dedicated DEI team that is dedicated to building an inclusive working environment and empowering diverse talent. To supplement the Company's Global DEI Policy, a DEI Charter with defined focus areas ensures that these practices are integrated across hiring, upskilling, retention and employee experience. Progress against all key focus areas is tracked against targets set for each financial year. The Company has a DEI Council and DEI ambassadors who monitor this progress and develop strategies for further expansion of DEI initiatives across the organization.	Positive: Integrating DEI allows the Company to accelerate business growth by accessing wider markets, improving productivity amongst teams and building a strong employer brand. Negative: Absence of DEI practices can lead to loss of opportunities to hire skilled talent from diverse groups, which may impact potential business opportunities.
5.	Climate Change and Energy Management	Risk & Opportunity	Risk: Climate change presents both physical and transition risks, including extreme weather events, rising energy consumption, regulatory changes and evolving stakeholder expectations. These risks may disrupt operations, impact infrastructure, data centres and supply chains, increase operating costs, affect business continuity and workforce well-being. Opportunity: Investments in green infrastructure, energy efficiency and digital capabilities enhance Birlasoft's ability to meet evolving stakeholder expectations and sustainability commitments.	Birlasoft continues to strengthen its sustainability and climate resilience initiatives through the transition to green buildings, adoption of energy-efficient technologies, and increased focus on renewable energy sourcing. Key office facilities have been designed with energy-efficient systems, natural lighting, ventilation, and water conservation technologies to reduce environmental impact and improve resource efficiency. The Company has also implemented measures such as modular UPS systems, EV and CNG-based transportation, and smart commute solutions to optimize energy consumption and reduce emissions. In addition, Birlasoft is increasing its Renewable Energy (RE) share in the total energy mix by adopting the Power Purchase Agreement (PPA) model or sourcing power from solar parks and wind farms to reduce dependence on non-renewable energy sources.	Positive: Improved energy efficiency and sustainable infrastructure can reduce operational costs, enhance resource efficiency, and support long-term business growth and stakeholder confidence. Negative: Climate-related disruptions, evolving regulatory and compliance requirements, and rising energy costs may result in operational disruptions, increased expenditure, and potential impacts on business continuity and profitability.

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 Ethics and Integrity	P2 Sustainable Business	P3 Employee Well-being	P4 Stakeholder Inclusiveness	P5 Human Rights	P6 Environment Sustainability	P7 Public Advocacy	P8 Social Development	P9 Customer Well-being
Policy and Management Processes									
1. a. Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes*	Yes*	Yes	Yes*	Yes*	Yes*	Yes	Yes*
c. Policies covered under each principle and web-link of the Policies, if available	1. Code of Business Ethics and Conduct (COBEC) Policy 2. Whistle Blower Policy 3. Conflict of Interest Policy 4. Anti-Bribery& Anti-Corruption Policy	1. Global Supplier Management Policy# 2. Environment Social Governance (ESG) Policy	1. Environment, Occupational Health and Safety (EOHS) Policy 2. Global Diversity Equity and Inclusion (DEI) Policy 3. Global Supplier Management Policy# 4. Grievance Redressal Policy# 5. POSH Policy 6. Equal Opportunity Employer Policy# 7. Maternity Benefits Policy#	1. Corporate Social Responsibility (CSR) Policy 2. ESG Policy	1.POSH Policy 2. Human Rights Policy 3. Equal Opportunity Employer Policy# 4. Whistle Blower Policy	1. EOHS Policy 2. Energy Management Policy# 3. Water Management Policy# 4. Waste Management Policy# 5. ESG Policy	COBEC Policy	CSR Policy	Policies on Intranet: 1. Cloud Security Policy# 2. Data Protection Policy# 3. Information Security Policy# 4. Privacy Policy# 5. Information Security Awareness and Training Policy#
2. Whether the entity has translated the policy into procedures? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
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.	ISO 14001:2015 – Environment Management System ISO 45001:2018 – Occupational Health and Safety Management System ISO 27701:2019 – Privacy Information Management System ISO 27001:2022 – Information Security Management System ISO 9001:2015 – Quality Management System ISO 20000:2018 – Information Technology Service Management System								
5. Specific commitments, goals, and targets set by the entity with defined timelines, if any.	• Birlasoft is committed to achieving Net Zero emissions by 2040, with its net-zero commitment approved by the Science Based Targets initiative and its emissions reduction targets currently under validation. • Birlasoft has set a near-term target to reduce Scope 1 and Scope 2 GHG emissions by 42% by FY 2030 and Scope 3 GHG emissions by 25% by FY 2030. • Birlasoft has set a long-term target to reduce its overall emissions by 90%. • Increase Renewable Energy share to 30% of Total Electricity consumption by FY 2029-30. • Birlasoft plans to achieve 100% green energy usage at its Mumbai office. • Achieve Zero Liquid Discharge across all premises. • Achieve Zero Waste to Landfill (ZWL) at all owned premises by 2030, with improved waste intensity per Full Time Employees ("FTE"). • Ensure 100% annual E-waste recycling through authorized recyclers. • Ensure 100% employee coverage under holistic well-being initiatives, including the BCares Programme. • Ensure 100% of employees are sensitized and trained to overcome unconscious bias in the workplace. • Nurture long-term and high-potential employees, including promoting gender diversity to prepare them for elevated and senior management roles. • Achieve a Voice of Customer (VOC) score of ≥ 4 (on a scale of 1 to 5) and improve performance in over 90% of projects compared to the previous VOC score. • Ensure 100% of new suppliers align with the Birlasoft Supplier Code of Conduct and adopt sustainable ESG practices. • Ensure zero instances of bribery, corruption, conflicts of interest and anti-competitive practices during reporting period. • Strengthen data protection by ensuring all digital assets are managed with the highest standards of security and privacy. • Ensure zero incidents of data privacy breaches and cybersecurity incidents across the organization.								
6. Performance of the entity against the specific commitments, goals, and targets along with reasons in case the same are not met.	During FY 2025-26, Birlasoft made steady progress towards its Environmental, Social, and Governance (ESG) commitments through continuous innovation, technology driven solutions, social initiatives and strong ethical and compliance practices. The Company's focused efforts and proactive implementation of improvement measures identified through internal and external audits have strengthened its sustainability performance and operational resilience. As part of its environmental commitments, Birlasoft continues to expand its green infrastructure footprint, with its Mumbai, Hyderabad, and Chennai offices operating from green buildings designed to enhance energy efficiency, optimize natural lighting and ventilation, and improve water conservation, thereby reducing the Company's environmental footprint. On the social front, Birlasoft's BCares wellness programme continued to strengthen employee health, safety, and wellbeing by promoting a holistic approach across six key pillars, physical, mental, social, financial, workplace, and environmental wellness reinforcing the Company's commitment to building a sustainable and people centric workplace.								
Governance, leadership, and oversight									
7. Statement by the director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	The BRSR FY 2025-26 outlines Birlasoft's approach to responsible business conduct in alignment with the Securities and Exchange Board of India ("SEBI") BRSR framework and the NGRBC. The report reflects the Company's commitment to transparency, accountability, and long-term value creation by embedding ESG considerations into its business strategy, governance, operations and risk management framework. Birlasoft continues to strengthen its sustainability focus through environmental performance improvement, talent development, diversity and inclusion and responsible value chain practices. In response to the transition towards a low-carbon economy, the Company has initiated steps towards science-based targets and is developing a structured decarbonization roadmap as part of its long-term net-zero strategy. Birlasoft remains committed to ethical conduct, responsible innovation and sustainable growth. In addition to the BRSR, the Company will publish a separate Sustainability Report for FY 2025-26, providing detailed insights into its sustainability strategy, progress and performance.								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies)	Name: Angan Guha Designation: CEO & Managing Director								
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	The Board of Directors holds the responsibility of overseeing ESG risks and opportunities at Birlasoft. To further strengthen this oversight, the Risk Management Committee (RMC) and the ESG Committee monitor ESG-related risks alongside business, geopolitical, and other operational risks under the Enterprise Risk Management (ERM) framework and other integration of sustainability considerations into the Company's business strategy and long-term vision. The RMC periodically reports its findings to the Board of Directors, who hold the ultimate accountability for reviewing ESG risks and opportunities of the organization.								

Notes:

*Most of the policies in respect of the aforesaid principles have been approved by the Board and some of the policies have been approved by the CEO & Managing Director. The remaining policies are internal policies, which have been approved by the concerned Department Heads. Most of the policies approved by the Board can be viewed on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings and the remaining policies are internal documents and are available on intranet for all employees.

#Indicates policies that are approved by the leadership team of Birlasoft.

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	Policies and procedures are periodically reviewed by the Board/Board Committees/Functional Heads, as and when applicable.									Annually/Half-Yearly/Periodically								
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	The Company complies with all the applicable laws of land where we operate. Compliance with statutory requirements is reviewed by the Board/ Board Committees/Functional Heads of the Company on a periodic 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.

P1	P2	P3	P4	P5	P6	P7	P8	P9
Yes	Yes	Yes	No	Yes	Yes	No	No	Yes

Note: TUV Nord conducted audits for the following management systems:

1. ISO 9001:2015 – Quality Management System (Principle 2 and Principle 9)
2. ISO 14001:2015 – Environmental Management System (Principle 6)
3. ISO 45001:2018 – Occupational Health and Safety Management System (Principle 3 and Principle 5)
4. ISO 20000:2018 – Information Technology Service Management System (Principle 2 and Principle 9)

BSI conducted audits for the following management systems:

1. ISO 27701:2019 – Privacy Information Management System (Principle 1 and Principle 9)
2. ISO 27001:2022 – Information Security Management System (Principle 1 and Principle 9)

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)									
The entity does not have the financial or human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

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 2025-26:**

Segment	Total number of training and awareness programs held	Topics/Principles covered under training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors (BoD)	6	During the reporting year, several Board meetings were conducted on topics such as Company's business growth strategy and long-term trajectory, expansion initiatives, sustainability roadmap and journey and review both financial and non-financial performance. Additionally, an ESG-focused session was organized to enhance awareness on evolving sustainability trends, regulatory developments, renewable energy implementation and progress against ESG goals and targets.	100%
Key Managerial Personnel (KMP)	10	Training and capacity-building sessions were conducted across key areas including the evolving ESG landscape, disclosure and regulatory requirements, renewable energy implementation and internal control frameworks. In addition, trainings were carried out on topics such as ESG, information security awareness, Prevention of Sexual Harassment (POSH), business ethics, anti-bribery and anti-corruption, ERM and prohibition of insider trading.	100%
Employees other than BoD and KMPs	3,929	Trainings include EOHS, Mindfulness and Well-being, Session on ESG Essentials: Building a Sustainable Future with AI, ESG Essentials for Sustainable Business Generative AI for Leaders, Information Security Training, Cybersecurity, Data Privacy and Protection Standards, Code of Business Ethics & Conduct, Success with Integrity: Business Ethics Foundation, What is Corruption: Anti-Corruption and Compliance, Stakeholder Management, POSH trainings and so on. We also undertake technical and skill development training in areas such as Generative AI, GitHub, AWS, Agile, Oracle Cloud, Azure DevOps, Python, SQL, Power BI, Deep Learning and many more.	95%
Workers	Not Applicable, the Company does not identify its workforce as 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 based on materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website)

Monetary

	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (in ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine	Principle 3	Federal Agency for Occupational Risks, Belgium (FEDRIS)	12,41,458.67	Penalty levied in connection with mandatory occupational accident insurance requirements.	No
Settlement	Nil				
Compounding Fee					

Non-Monetary

	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	Not Applicable			
Punishment				

Notes:

1. During the reporting period, Birlasoft incurred a one-time regulatory penalty of €11,797.91 from Federal Agency for Occupational Risks, Belgium (FEDRIS) due to delayed compliance with mandatory occupational accident insurance requirements. The matter was rectified with no continuing impact and strengthened monitoring controls have been implemented.
2. Exchange rate used 1 EUR = 105.227 INR, as per RBI Reference Rate archive for date of penalty received January 12, 2026 : https://www.rbi.org.in/scripts/referenceratearchive.aspx

3. **Of the instances disclosed in Question 2, above detail of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
Not Applicable	

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

Yes, Birlasoft has an Anti-Bribery and Anti-Corruption policy in place, which highlights the zero-tolerance approach to corruption and bribery. The policy is available to all stakeholders on the Investors page of our website: https://www.birlasoft.com/sites/default/files/resources/downloads/investors/anti-bribery-anti-corruption-2023-24.pdf

Birlasoft is committed to conducting all business dealings with fairness and building relationships with our stakeholders on the principles of transparency and accountability. We ensure that adequate trainings, compliance checks and risk management measures are in place to counter corruption and bribery across our operations and in the value chain.

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

	Current Financial Year 2025-26	Previous Financial Year 2024-25
Directors	Nil	Nil
Key Managerial Personnel (KMPs)		
Employees		
Workers	N.A.	

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

	Current Financial Year 2025-26		Previous Financial Year 2024-25	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	-	Nil	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	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.**

During the FY 2025-26 there were no instances of corruption, bribery, or conflict of interest, therefore, no corrective action was required.

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

	Current Financial Year 2025-26	Previous Financial Year 2024-25
Number of days of accounts payables	77	71

Note: Number of days of accounts payables is reported on consolidated basis for FY 2025–26, whereas the data for FY 2024–25 was reported on a standalone basis.

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	Current Financial Year 2025-26	Previous Financial Year 2024-25
Concentration of Purchases	a. Purchases from trading houses as % of the total purchases	Not Applicable, Birlasoft does not engage in export or imports via trading houses	
	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 dealers/distributors as % of total sales	Not Applicable, Birlasoft is in service sector industry	
	b. Number of dealers/distributors to whom sales are made		
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors		

Parameter	Metrics	Current Financial Year 2025-26	Previous Financial Year 2024-25
Share of RPTs in	a. Purchases (Purchases with related parties/Total Purchases)	-	1%
	b. Sales (Sales to related parties/Total Sales)	0.08%	87%
	c. Loans & advances (Loans & advances given to related parties/Total loans & advances)	-	70%
	d. Investments (Investments in related parties/Total Investments made)	-	28%

Note: There is a significant variation in the share of RPTs due to change in reporting boundary to a consolidated basis for FY 2025 - 26, whereas the data for FY 2024 - 25 was reported on a standalone basis.

Leadership Indicators

1. **Awareness programmes conducted for the value chain partners on any of the principles during the financial year 2025-26:**

Total number of awareness programmes held	Topics/Principles covered under the training	% of value chain partners covered (by value of business done with such partners) under the awareness programmes
61	The awareness session focused on enhancing suppliers' understanding of ESG within the supply chain ecosystem, including Birlasoft's expectations from supply chain partners on ESG performance and an overview of the 17 UN Sustainable Development Goals (SDGs). The session also covered capacity building on Birlasoft's Supplier ESG Checklist, ESG data and attribute requirements for statutory disclosures such as BRSR Core and other sustainability reporting frameworks, along with guidance on sustainability reporting practices and evolving compliance expectations.	27%

2. **Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No). If "Yes", provide details of the same.**

Yes, Birlasoft obtains periodic and continuous disclosures from its Directors with respect to their interests in other entities, in accordance with the provisions of applicable laws and the Company's policies. A comprehensive Conflict-of-Interest Policy is internally maintained to uphold Birlasoft's commitment to ethical conduct and transparent decision making, and to establish clear guidelines for identifying, disclosing, and appropriately managing situations in which personal interests may conflict, or appear to conflict with the interests of the organization.

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 environmental and social impacts of product and processes to total R&D and capex investments made by the entity respectively.**

	Current Financial Year 2025-26	Previous Financial Year 2024-25	Details of improvements in environmental and social impacts
R&D	54%	54%	Birlasoft undertook various digitalization initiatives and automations that resulted in positive environmental impacts including reduction in waste generated, lower CO_2 emissions and improved energy efficiency. Some of the key efforts include the following: 1. New facility at Chennai with upgraded wireless, AV infrastructure for better collaboration. 2. Consolidated print server infrastructure across India by reducing servers from 7 to 2, simplifying operations and optimizing infrastructure utilization. 3. Consolidated enterprise backups into a single VEEAM solution. 4. Decommissioned server infrastructure across remote sites. 5. Implemented cloud-based international telephony using Webex Calling. 6. Deployed a standardized Unified Communications (UC) solution at the Coimbatore office. 7. Migrated the remote-assist platform from Rescue to Zoho Assist, enhancing governance and technician capabilities. 8. Electronic Offer Letter & Work Order Distribution. 9. AI-enabled Resume Screening & Bot-based Interview Automation.
Capex	52%	39%	

Note: The data for FY 2024-25 has been restated due to change in methodology for calculating the total R&D and Capex for the entity.

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No).**

   b. **If "Yes", what percentage of inputs were sourced sustainably?**

   Yes, sustainable sourcing and building a responsible value chain is a key priority for Birlasoft. Our commitment to conducting business in accordance with the highest standards of transparency and accountability is strengthened by our Supplier Code of Conduct. This Code lays out guidelines for business partners with respect to principles of environmental responsibility, social accountability and ethical conduct, including the following:

   - Human Rights, Employment Laws and Non-Discrimination
   - Supplier Diversity
   - Compliance with Environmental Laws and Permits and Product Safety
   - Health and Safety
   - Intellectual Property and Confidential Information
   - Cyber Security, Confidential Information and Data Privacy
   - Laws Relating to Government and Regulatory Agencies and Dealings with public officials, Competition Laws, anti-boycott, Export Control and Anti-Corruption Laws and Conflicts of Interest

We conduct a due diligence of our business partners during the onboarding stage, which includes compliance with applicable labour laws and management system certifications such as ISO 45001. The onboarded suppliers also digitally acknowledge Birlasoft's Supplier Conduct guidelines, wherein they agree to align with the guidelines provided. Through these efforts, 100% of our suppliers abide by our Supplier Code of Conduct. The Company also conducts periodic training sessions for our business partners on key ESG principles, data requirements as per applicable regulations and any updates to Birlasoft's sustainable sourcing strategy.

The supplier management team and ESG team work closely to resolve any bottlenecks in supplier onboarding, engagement and assessment processes. These consistent efforts have resulted in 100% of inputs being sourced sustainably at Birlasoft.

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.

Birlasoft is an IT services Company, and the nature of its business does not involve manufacturing products that can be reclaimed at the end of their life cycle; therefore, this question is not applicable. The Company remains committed to responsible waste management and the principles of circularity. All waste generated from business operations is disposed through authorized vendors for recycling, reuse, or safe disposal in accordance with the applicable State Pollution Control Board (SPCB) guidelines and standards.

4. 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 EPR plan submitted to Pollution Control Boards?**
- **If not, provide steps taken to address the same.**

EPR is not applicable to Birlasoft's operations, as the Company operates as an IT software services provider and is not involved in manufacturing or packaging activities.

Leadership Indicators

1. Has the entity conducted Life Cycle Perspective/Assessment (LCA) for any of its products (for manufacturing industries) or for its services (for service industry)? If yes, provide details in the following format:

NIC Code	Name of Product/ Service	% of Total Turnover contributed	Boundary for which the Life Cycle Perspective/ Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide web-link.
As an IT services company, Birlasoft does not engage in manufacturing of physical products, and hence Life Cycle Assessment (LCA) is not considered materially applicable to its core service offerings. Accordingly, the Company has not conducted LCA during the reporting period. However, the Company remains committed to minimizing environmental impact through responsible operational practices, including energy efficiency, sustainable procurement, and waste management through authorized vendors.					

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along with action-taken to mitigate the same.

Name of Product/Service	Description of the risk/concern	Action Taken
Not Applicable to Birlasoft Limited, as it is an IT company.		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	Current Financial Year 2025-26	Previous Financial Year 2024-25
Not applicable, as the Company's business involves providing IT services and it does not engage in the manufacturing of goods.		

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	Current Financial Year 2025-26			Previous Financial Year 2024-25		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	Not applicable, as the Company's business involves providing IT services to the clients and it does not engage in the manufacturing of goods.					
E-Waste						
Hazardous Waste						
Other Waste						

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category

Indicate Product Category	Reclaimed products and their packaging materials as % of total products sold in respective category
Not Applicable to Birlasoft Limited, as it is an IT company. The Company does not manufacture products nor packaging materials.	

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:

Category	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	7,444	7,444	100%	7,444	100%	-	-	7,444	100%	6,728	90%
Female	2,729	2,729	100%	2,729	100%	2,729	100%	-	-	2,624	96%
Others*	93	93	100%	93	100%	-	-	-	-	-	-
Total	**10,266**	**10,266**	**100%**	**10,266**	**100%**	**2,729**	**27%**	**7,444**	**73%**	**9,352**	**91%**
Other than Permanent Employees#											
Male	682	682	100%	-	-	-	-	-	-	-	-
Female	154	154	100%	-	-	154	100%	-	-	-	-
Others*	261	261	100%	-	-	-	-	-	-	-	-
Total	**1,097**	**1,097**	**100%**	**-**	**-**	**154**	**14%**	**-**	**-**	**-**	**-**

(% of employees covered by)

Notes:

1. *Others here mean those employees whose gender is undisclosed.
2. #The benefits are provided by third-party, hence, the details are not available.
3. Day care facilities are applicable for FTEs in India.

1. b. **Details of measures for the well-being of Workers:**

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	Not Applicable, the Company does not identify its workforce as workers.										
Female											
Total											
Other than Permanent Workers											
Male	Not Applicable, the Company does not identify its workforce as workers.										
Female											
Total											

1. c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:**

	Current Financial Year 2025-26	Previous Financial Year 2024-25
Cost incurred on well-being measures as a % of total revenue of the company	1%	3%

Notes:

1. There is a decline in cost incurred on well-being measures due to change in reporting boundary to consolidated basis for FY 2025-26. Previous year's calculation was based on standalone revenue.
2. There is a decline in employee headcount for FY 2025-26 which has led to a decrease in well-being expenditures such as employee benefits.

2. **Details of retirement benefits, for Current FY 2025-26 and Previous FY 2024-25**

Benefits	Current Financial Year 2025-26			Previous Financial Year 2024-25		
	No. of employees covered as % of total employees	No. of workers covered as % of total workers	Deducted and deposited with the authority (Yes/No/N.A.)	No. of employees covered as % of total employees	No. of workers covered as % of total workers	Deducted and deposited with the authority (Yes/No/N.A.)
PF	100%	Not Applicable	Yes	100%	Not Applicable	Yes
Gratuity	100%		N.A.	100%		N.A.
ESI	100%*		Yes	100%*		Yes

Notes:

1. This data is pertaining to employees present at India locations only.
2. *ESI coverage is reported for eligible employees

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", then whether any steps are being taken by the entity in this regard.

Yes, Birlasoft offices are designed to be accessible to differently abled employees, in compliance with the requirements of the Rights of Persons with Disabilities Act, 2016. The workplace infrastructure emphasizes inclusivity and ease of access, with features such as designated wheelchair parking, height-adjustable workstations, and entry ramps to ensure equal access for all employees.

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

Birlasoft is committed to being an equal opportunity employer and is committed to fair and equitable remuneration practices, ensuring that all qualified candidates are considered for employment based on merit, without discrimination on the grounds of race, color, religion, gender, sexual orientation, gender identity or expression, age, nationality, disability, genetic information, veteran status, or any other legally protected characteristic. Relevant training is provided to HR professionals who are a part of the hiring process, to ensure no bias in the process of selecting and onboarding candidates.

This Equal Opportunity Employer (EOE) Policy is applied consistently across the entire employee lifecycle, from hiring and onboarding through to career progression and eventual separation or retirement.

The EOE Policy is available at: https://www.birlasoft.com/sites/default/files/resources/downloads/investors/equal-opportunity-policy.pdf

5. **Return to work and Retention rates of permanent employees and workers that took parental leave for FY 2025-26.**

Gender	Permanent Employees		Permanent Workers	
	Return to Work Rate	Retention Rate	Return to Work Rate	Retention Rate
Male	100%	75%	Not Applicable, the Company does not identify its workforce as workers.	
Female	100%	74%		
Total	**100%**	**75%**		

Note: The above rates are calculated for full-time employees based in India locations, who are eligible for parental leave.

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

Permanent Workers	Not Applicable, the Company does not identify its workforce as workers.
Other than Permanent Workers	
Permanent Employees	Yes, Birlasoft has established processes to receive, review, and resolve different types of grievances raised by both permanent and other than permanent employees. 1. The Whistle Blower Policy establishes a formal framework for reporting concerns or grievances related to breaches of the Code of Conduct, ethical standards, integrity issues, or unethical and unfair business practices. 2. The POSH Policy outlines the process and procedures for reporting, examining, and resolving complaints related to sexual harassment in the workplace. 3. The Grievance Redressal Policy provides clarity on how employees can raise grievances related to their concerns on the internal grievance portal. The grievances submitted are handled by assigned process owners or designated teams, who are responsible for ensuring timely and appropriate resolution and for keeping the aggrieved individual informed of the progress and outcome. 4. We also provide an online incident management system through ServiceNow that enables employees to report general incidents, raise service requests, or log routine grievances related to areas such as compensation, reimbursements, systems and software, facilities, infrastructure and transportation. These requests are tracked and addressed by the relevant teams, with updates and resolutions communicated to the concerned employee. The system includes an inbuilt escalation process for issues not resolved within the stipulated timelines, along with a feedback mechanism to capture employee input.
Other than Permanent Employees	

7. **Membership of employees and worker in association(s) or Unions recognized by the listed entity:**

Category	Current Financial Year 2025-26			Previous Financial Year 2024-25		
	Total employees/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of Association(s) or Unions (B)	% (B/A)	Total employees/ workers in respective category (C)	No. of employees/ workers in respective category, who are part of Association(s) or Unions (D)	% (D/C)
Total Permanent Employees	The Company recognizes and respects employees' rights to freedom of association and collective bargaining in line with applicable laws and regulations. However, there are currently no employee associations or unions recognized by the Company, as there has been no formal demand or interest expressed by employees for formation of such bodies. The Company fosters an open and inclusive work environment and provides multiple internal channels for employee engagement, feedback, and grievance redressal.					
- Male						
- Female						
Total Permanent Workers						
- Male						
- Female						

8. (a) **Details of training given to employees and workers on "Health and Safety Measures"**

Category	Current Financial Year 2025-26			Previous Financial Year 2024-25		
	Total (A)	Number (B)	% (B/A)	Total (C)	Number (D)	% (D/C)
Employees						
Male	7,444	7,444	100%	8,112	-	-
Female	2,729	2,729	100%	2,710	-	-
Others*	93	93	100%	60	-	-
Total	**10,266**	**10,266**	**100%**	**10,882**	**6,045**	**56%**
Workers						
Male	Not Applicable, the Company does not identify its workforce as workers.					
Female						
Total						

Notes:

1. *Others here mean those employees whose gender is undisclosed.
2. The data for FY 2025-26 includes coverage of all permanent employees under health and safety measures related training, awareness programs and mock drills carried out at Birlasoft.
3. Gender-wise break-up is not available for FY 2024-25 data.

(b) **Details of training given to employees and workers on "Skill Upgradation"**

Category	Current Financial Year 2025-26			Previous Financial Year 2024-25		
	Total (A)	Number (B)	% (B/A)	Total (C)	Number (D)	% (D/C)
Employees						
Male	7,444	7,059	95%	8,112	7,490	92%
Female	2,729	2,578	94%	2,710	2,523	93%
Others*	93	79	85%	60	48	80%
Total	**10,266**	**9,716**	**95%**	**10,882**	**10,061**	**92%**
Workers						
Male	Not Applicable, the Company does not identify its workforce as workers					
Female						
Total						

Notes:

1. *Others here mean those employees whose gender is undisclosed.
2. The skill training data pertains to permanent employees, includes capacity building on technical, soft skill and behavior training aspects.

9. **Details of Performance and Career Development reviews of employees and workers:**

Category	Current Financial Year 2025-26			Previous Financial Year 2024-25		
	Total (A)	Number (B)	% (B/A)	Total (C)	Number (D)	% (D/C)
Employees						
Male	7,444	7,329	98%	8,112	7,603	94%
Female	2,729	2,652	97%	2,710	2,554	94%
Others*	93	62	67%	60	36	60%
Total	**10,266**	**10,043**	**98%**	**10,882**	**10,193**	**94%**
Workers						
Male	Not Applicable, the Company does not identify its workforce as workers.					
Female						
Total						

Notes:

1. *Others here mean those employees whose gender is undisclosed.
2. Performance review and career development feedback is undertaken for both permanent and other than permanent employees of Birlasoft through a formal and informal communication channel and feedback mechanism.

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", then coverage of the system.**	Yes, our Pune and Noida locations are certified as ISO 14001:2015 (Environmental Management System) and ISO 45001:2018 (Occupational Health and Safety Management System). Occupational health and safety practices are implemented across all Birlasoft locations, including both owned and leased facilities.
b.	**What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis of the entity?**	Birlasoft undertakes risk assessments in accordance with ISO 45001 standards and has a Hazard Identification and Risk Assessment (HIRA) framework in place to identify routine and non-routine risks and hazards.
c.	**Whether you have processes for workers to report work-related hazards and to remove themselves from such risks? (Yes/No)**	Yes, employees can report such issues through email feedback or the online service tool (ServiceNow). In addition, for the Pune location, a dedicated email ID: workplacesafety@birlasoft.com is available for reporting work-related hazards, addressing grievances, and enabling employees to remove themselves from situations involving risk or hazard.
d.	**Do the employees/workers of the entity have access to non-occupational medical and healthcare services? (Yes/No)**	Yes, all employees have medical insurance which has tie ups with various hospitals in different localities.

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

Safety Incidents/Number	Category*	Current Financial Year 2025-26	Previous Financial Year 2024-25
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	N.A.	N.A.
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	N.A.	N.A.
Number of fatalities	Employees	Nil	Nil
	Workers	N.A.	N.A.
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	N.A.	N.A.

*Including in the contract workforce

12. **Describe the measures taken by the entity to ensure a safe and healthy workplace.**

Birlasoft has an EOHS Policy aligned with ISO 14001:2015 and ISO 45001:2018 standards and is committed to providing a safe and healthy workplace for its associates, business partners and other stakeholders impacted by its operations. The Company aims to achieve a zero-accident workplace while promoting the physical and emotional well-being of all stakeholders through training, counselling, preventive measures and risk-control programmes. Key initiatives undertaken by Birlasoft to ensure a safe and healthy workplace include:

1. **Focused health awareness sessions:** Holistic sessions on ergonomics, joint pain, heart health, hepatitis, cervical cancer, diabetes, and sleep apnea are conducted to raise awareness on prevention and management of these conditions. These sessions are organized in collaboration with leading hospitals and senior medical professionals who address employee queries.
2. **Mental well-being and counselling sessions:** To strengthen employee emotional well-being, Birlasoft conducts mental health awareness campaigns, workshops such as Barefoot Counselling to equip leaders and managers to support team members in distress and regular face-to-face counselling sessions. Employees have responded positively, valuing the access to trusted and empathetic guidance.

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

Category	Current Financial Year 2025-26			Previous Financial Year 2024-25		
	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	-	Nil	Nil	-
Health & Safety	Nil	Nil	-	Nil	Nil	-

14. **Assessments for the Year (2025-26):**

	% of plants and offices that were assessed (by entity or statutory authorities or third party)
Health and Safety Practices	100%
Working Conditions	100%

Note: Birlasoft maintains safe and healthy working conditions across all owned and leased offices through established OHS practices. The Pune and Noida locations are ISO 45001 certified by TUV India Private Limited, and the Company has also been recognized as a Great Place to Work.

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

No incidents were reported or observed during FY 2025-26. The Company has identified workplace related risks through its Hazard Identification and Risk Assessment (HIRA) process and has implemented necessary measures and operational controls to mitigate and reduce such risks.

Leadership Indicators

1. **Does the entity extends any life insurance or any compensatory package in the event of death of (A) Employees; (B) Workers (Yes/No).**

(A) Birlasoft provides Group Term Life (GTL) and Group Personnel Accident (GPA) Insurance compensatory package in case of death of an employee. Apart from this, Birlasoft has an internal benevolent fund 'IKSHANA', that provides additional death coverage for its employees, which has been increased to INR 20 lakhs in FY 2025-26. In addition, the benevolent fund provides support or assistance in form of education assistance, differential cost treatment of hospitalization before death, and support for major life-threatening medical exclusions from health insurance scheme for its employees, so that medical expenses for critical ailments beyond insured amount is covered.

(B) N.A. as the Company does not identify workers as a part of its workforce.

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

At Birlasoft, we have engaged external compliance partner, who audits and verifies all our manpower vendors, for their statutory and labour law compliances, including PF, ESIC, minimum wages etc. The compliance partner prepares a dashboard based on the audit of each process, highlighting the level of compliance against each applicable statutory act and law as well as the appropriate remedial, corrective or punitive action taken by the respective function(s), based on the audit findings. Non-compliances attract various actions such as penalty, warning or even termination of contracts of value chain partners.

3. **Provide the number of employees/workers having suffered high consequence work-related injury/ill-health/fatalities (as reported in Q 11 of Essential Indicators above), who have been/are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

	Total Number of affected employees/ workers		No. of employees/workers that are rehabilitated or whose family members have been placed in suitable employment	
	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
Employees	Nil			
Workers				

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No)**

At present, Birlasoft does not have a formal transition support program for retiring employees, as the organization has a relatively young workforce and the number of retirements does not exceed 5 employees annually. In certain cases, and depending on business requirements and individual expertise, the Company may engage retiring employees on a contractual basis to continue leveraging their skills post-retirement.

For employees whose services are terminated, the Company does not offer transition or separation assistance. Such terminations generally arise from disciplinary matters or breaches of the employment agreement.

5. **Details on assessment of value chain partners (FY 2025-26):**

	% of value chain partners (by value of business done with such partners) **that were assessed**
Health and Safety Practices	100%
Working Conditions	100%

Note: Birlasoft undertakes health and safety training and assessment of its on-site third-party partners or vendors deployed at their premises as per the health and safety management system.

6. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

No significant risk nor concern was identified; all its third-party vendors deployed at premises adhere to Birlasoft's health and safety norms as per ISO 45001 requirements.

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.**

At Birlasoft, proactive stakeholder engagement, collaboration, transparent communication, and continuous relationship building delivers long-term value and is closely aligned with our business strategy. Through various communication channels and engagement forums, we engage with both primary and secondary stakeholder groups:

1. Primary stakeholders include those with a direct interest in its operations, such as customers, employees, suppliers, vendors and local communities.
2. Secondary stakeholders consist of groups with indirect interests or influence, including non-governmental organizations, government bodies, the media and shareholders/investors.

During its stakeholder engagement and materiality assessment exercise, Birlasoft has identified and prioritized stakeholders who are most significantly affected by its activities, as well as those whose actions can influence the Company's ability to achieve its strategic objectives. Based on this prioritization, Birlasoft developed tailored engagement strategies to understand stakeholder expectations and concerns, thereby ensuring effective, meaningful and outcome-driven stakeholder engagement.

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 or Marginalized Group (Yes/No)	Channels of Communication	Frequency of engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
Investors	No	Annual General Meeting, Annual Report, Investor Presentation, Quarterly Earnings Calls, Press Release, Mails, Website and Direct Communication.	Quarterly/ Annually/ Event-based	Business strategy, capital allocation, organizational expansion, notable successes and key accomplishments. The connects also encompasses progress on sustainable operational practices, overall performance and the Company's financial results.
Shareholder(s)	No			
Employees	No	Regular leadership connects held at least quarterly, employee engagement and feedback surveys, business unit–level group discussions, digital communication channels, emails and newsletters, volunteering initiatives, celebrations of festivals and other events, and wellness programs and sessions.	Continuous	The objective of employee engagement is to encourage, develop, and retain a high-performing workforce by improving overall employee satisfaction and creating a positive, inclusive, and supportive work environment. Engagements also focus on skill development, health and wellness support (including mental well-being), effective grievance redressal and feedback mechanisms, employee assistance programs, and open platforms for sharing ideas between employees and management. Topics and concerns discussed during engagement initiatives commonly include upskilling and reskilling opportunities, cross-functional learning, the Company's trajectory, emerging technologies, evolving business landscapes, and their potential impact on employees' careers. These matters are addressed in a timely and appropriate manner by the respective business leaders during interaction and engagement sessions, fostering transparency, reassurance, and meaningful dialogue.
Customers (Customer PM, DM, AM)	No	Weekly Status Report (WSR), Direct communication, and Mails.	Weekly, Monthly & Quarterly	Mentioning the current progress, performance & update as agreed in Kickoff meeting highlighting the Risk, Issues and Support required.

Stakeholder Group	Whether identified as Vulnerable or Marginalized Group (Yes/No)	Channels of Communication	Frequency of engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customer Leads/Manager, Sub-Vertical Head /Vertical Head, AM, HBU SPOC, DM, PM	No	Monthly Business Review (MBR)	Monthly	Current program status and customer feedback including satisfaction level.
Engagement Manger/CIO/ Vendor Manager, VBU Head, HBU Head, Cross Functional team, Sales Head, DM/ Sub-Vertical Head	No	Quarterly Business Review (QBR)	Quarterly	Engagement Level Status, feedback, and satisfaction level.
Vendors and Suppliers	No	Mails, Online and In-person meetings, Review meetings, and engagement in Surveys.	Weekly, Monthly, and Quarterly	Regular supplier engagements are aimed at enhancing supply chain efficiency and accelerating business growth by promoting fair and transparent procurement practices. This includes effective negotiations, timely query resolution and grievance handling, regular supplier performance evaluations (including ESG parameters), identification of improvement areas, challenges, and opportunities for new collaboration.
Implementing Agency (NGO)	No	Mails, online and in-person meetings.	Continuous	Project oversight and governance, milestones accomplished, challenges encountered during implementation, and the corrective actions undertaken to resolve them.
Communities	Yes	Online and in-person interactions including emails, phone calls, collaterals, printed materials, workshops, door-to-door outreach, and announcements.	Continuous	Change management, behavioral change initiatives, impact assessments, grievance redressal, mentoring, capacity building and governance-related discussions.

Leadership Indicators

1. **Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

   At Birlasoft, we ensure that any feedback or concerns pertaining to ESG issues are reviewed by departmental heads and senior management personnel within the Company, who serve on a cross-functional ESG Taskforce for Birlasoft. The ESG Committee oversees the functioning of this ESG Taskforce and is jointly responsible for reviewing the ESG-related concerns raised, along with the Risk Management Committee (RMC). The RMC further reports its findings to the Board of Directors on a periodic basis.

   In addition, Birlasoft regularly undertakes stakeholder engagement activities to identify key material ESG issues for both internal and external stakeholders. The results of this exercise are presented to the Board for their review and input on the prioritization of ESG initiatives and developing strategies for Birlasoft.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topic? (Yes/No)**

   If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

   Yes, Birlasoft undertakes stakeholder engagement activities to gather insight on management of key ESG issues that are most relevant for the Company. The Company carries out a periodic materiality assessment exercise, where numerous stakeholder groups such as employees, suppliers, investors and community partners provide their insights. To supplement this, various departments carry out continuous engagement with stakeholders throughout the year and incorporate their feedback in Company's ESG activities and initiatives. This continuous engagement supports transparent disclosure, strengthens stakeholder relationships, and enhances Birlasoft's performance across various ESG rating platforms.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

   Birlasoft is guided by the Mission Statement of **"Making societies more productive by helping our customers run their business".** Our positive contribution towards society not only includes delivering excellence to our customers but also our responsibility towards the communities we serve. The Company actively encourages employee participation in community service through our Corporate Social Responsibility (CSR) initiatives, aligned to its thematic focus areas and the United Nations Sustainable Development Goals (UN SDGs).

   Our CSR team conducts a thorough assessment to understand the needs, expectations, and priorities of target beneficiaries from our local communities. Recognizing that collaborative efforts enhance scale, impact, and sustainability, the Company partners with government bodies, local authorities, sector experts, industry partners, and federations to deliver community-driven socio-development initiatives with measurable qualitative and quantitative outcomes. Community members have access to various channels of communication such as emails, phone calls, and in-person meets, where they can raise their concerns and voice any feedback.

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:**

Category	Current Financial Year 2025-26			Previous Financial Year 2024-25		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Employees						
Permanent	10,266	10,069	98%	10,882	10,603	97%
Other than permanent	1,097	635	58%	1,048	520	50%
Total Employees	**11,363**	**10,704**	**94%**	**11,930**	**11,123**	**93%**
Workers						
Permanent	Not Applicable, the Company does not identify its workforce as workers.					
Other than permanent						
Total Workers						

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

Category	Current Financial Year 2025-26					Previous Financial Year 2024-25				
	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	10,266	-	-	10,266	100%	10,882	-	-	10,882	100%
- Male	7,444	-	-	7,444	100%	8,112	-	-	8,112	100%
- Female	2,729	-	-	2,729	100%	2,710	-	-	2,710	100%
- Others	93	-	-	93	100%	60	-	-	60	100%
Other than Permanent	1,097	-	-	1,097	100%	1,048	-	-	1,048	100%
- Male	682	-	-	682	100%	611	-	-	611	100%
- Female	154	-	-	154	100%	136	-	-	136	100%
- Others	261	-	-	261	100%	301	-	-	301	100%
Workers										
Permanent	Not Applicable, the Company does not identify its workforce as workers.									
- Male										
- Female										
Other than Permanent										
- Male										
- Female										

3. **Details of remuneration/salary/wages, in the following format for FY 2025-26:**

   a. **Median remuneration/wages:**

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category (₹ in million)	Number	Median remuneration/ salary/ wages of respective category (₹ in million)
Board of Directors (BoD)				
- Executive Directors	1	154.51	-	-
- Non-Executive Directors	3	N.A.	3	N.A.
Key Managerial Personnel (KMP)	2	45.67	1	7.08
Employees other than BoD and KMP	7,442	2.06	2,728	1.43
Workers	Not Applicable, the Company does not identify its workforce as workers.			

Notes:

1. To provide a fair interpretation of the median, the annual Cost to Company (CTC) has been considered and not actual payout during the year, which could vary on account of several reasons, for instance, perquisite value on account of ESOPs allotment.
2. Non-Executive Directors received no remuneration, except sitting fee for attending Board/Committee meetings and an annual commission. Hence these details are not applicable.
3. For Employees other than BoD and KMP, only full permanent employees have been considered for the median remuneration calculation.

   b. **Gross wages paid to females as % of total wages paid by the entity, in the following format:**

	Current Financial Year 2025-26	Previous Financial Year 2024-25
Gross wages paid to females as % of total wages	17.47%	21.27%

Note: There is a decline in percentage due to change in reporting boundary to consolidated basis for FY 2025-26.

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. Birlasoft has a well-established internal committee known as the Secure Workplace Council to handle concerns or complaints related to workplace harassment or human rights violation. The Council has a minimum of three members, and the Head of the Committee is a senior employee, well trained to handle such grievances. During the course of an inquiry, the Committee may seek guidance or support from external organizations or legal professionals engaged in workplace safety and security, whenever required by law or considered necessary for effective investigation and counsel. These external experts are drawn from organizations dedicated to social safety, empowerment, and welfare initiatives, with a particular focus on supporting women and persons with disabilities.

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

At Birlasoft, employees may raise concerns or red flags related to violation of human rights with their supervisor, Function Head or HR Business Partner at any time. The contact details of members of the Secure Workplace Council, established by the Company deals with such violations, are available on Company's intranet portal and at the notice boards. Employees have multiple ways in which they can report human rights violations to the Council:

1. Employees or any individuals impacted by human rights violations may submit their complaints directly to the Council by emailing securedworkplace@birlasoft.com. Complaints regarding incidents of harassment, threats, violations, or grievances should be reported as soon as possible and no later than 90 days from the date of occurrence, either through the HR Business Partner or by contacting the Council directly.
2. Complaints may also be submitted in writing, duly signed and dated, and addressed to the Head of the Secure Workplace Council at Birlasoft's Corporate Office.

In situations where the affected employee is unable to file a complaint due to physical or mental incapacity, or in the event of death (as a result of the harassment incident), a legal heir or any other individual with direct knowledge of the matter, as permitted under applicable guidelines, may submit the complaint on the employee's behalf.

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

	Current Financial Year 2025-26			Previous Financial Year 2024-25		
	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	1	0	Complaint investigated and closed appropriately as per POSH Policy.	6	0	Complaints received and closed appropriately as per the POSH Policy.
Discrimination at workplace	Nil	Nil	-	Nil	Nil	-
Child Labour	Nil	Nil	-	Nil	Nil	-
Forced Labour/ Involuntary Labour	Nil	Nil	-	Nil	Nil	-
Wages	Nil	Nil	-	Nil	Nil	-
Other human rights related issues	Nil	Nil	-	Nil	Nil	-

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

	Current Financial Year 2025-26	Previous Financial Year 2024-25
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	1	6
Complaints on POSH as a % of female employees/workers	0.03%	0.2%
Complaints on POSH upheld	1	4

Note: Data is only for Indian operations as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

As a part of its investigation process, the Secure Workplace Council ensures that the particulars of the affected parties, including the complainants, respondents, and witnesses, are kept strictly confidential. In cases where the respondent's employment is continued, the Council further ensures that a respectful and harmonious work environment is restored and maintained by all parties even after conclusion of the investigation. The Council, in coordination with HR team, takes necessary steps to ensure that the complainant and any witnesses are not subjected to retaliation, harassment, or victimization by anyone within the Company for raising a complaint or providing testimony.

When an associate formally registers a grievance through the prescribed system, strict confidentiality is maintained for all involved parties and is considered a fundamental expectation. All concerns raised by associates are duly examined by the appropriate investigating committee, which conducts a fair inquiry and initiates suitable action in accordance with Company policies, contractual obligations, and applicable guidelines, including disciplinary measures up to and including termination of employment, where warranted. Any breach of confidentiality is viewed seriously and may attract disciplinary action proportionate to the severity of the violation:

- Reprimand - Written Warning
- Additional Trainings and/or Counselling
- Reverse Reprimand
- Impact on performance appraisal rating and/or monetary rewards and benefits
- Termination of employment including impact on any possibilities of rehiring

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes, human rights-related commitments are included in Birlasoft's Supplier Conduct Guidelines, which are accepted by suppliers during the onboarding process. By signing off on these commitments, suppliers agree to comply with all applicable laws, regulations and Birlasoft's requirements of upholding human rights in their operations.

10. Assessments for the FY 2025-26:

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

Note: The Company ensures that its operating locations are evaluated against human rights–related parameters through its statutory compliance audits in line with regulatory requirements and internal policy requirements.

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

No additional or significant risks have been noted/reported in FY 2025-26.

Leadership Indicators

1. Details of a business process being modified/ introduced as a result of addressing human rights grievances/complaints.

We have modified our POSH Policy to incorporate an additional mechanism to submit sexual harassment complaints to the complaint platform provided by the Ministry of Women and Child Development. By doing so, the employees have been provided with an additional or alternative mechanism to raise their POSH complaints.

2. **Details of the scope and coverage of any Human Rights due diligence conducted.**

Birlasoft undertakes comprehensive human rights assessment in line with its Human Rights Policy, embedding respect for human rights across its operations and supply chain in compliance with applicable laws. The Company has established structured systems and processes, including regular internal audits and third-party assessments, to monitor compliance by both business units and supply chain partners.

Through its Enterprise Risk Management framework, Birlasoft systematically identifies, assesses, and addresses potential human rights risks. The Company is certified under ISO 14001:2015 and ISO 45001:2018, with periodic third-party assessments currently covering approximately 40% of its headcount. Additionally, a third-party compliance management tool supports adherence to global regulatory requirements across geographies.

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes, Birlasoft's offices are accessible to differently abled employees in compliance with the requirements of the Rights of Persons with Disabilities Act, 2016. The office infrastructure has been thoughtfully designed to promote inclusivity, with features such as designated wheelchair parking spaces, height-adjustable workstations and entry ramps to facilitate safe and convenient access for all employees.

4. **Details on assessment of Value Chain Partners:**

	% of value chain partners (by value of business done with such partners) that were assessed:
Sexual Harassment	100%
Discrimination at workplace	100%
Child Labour	100%
Forced/Involuntary Labour	100%
Wages	100%

Note: Birlasoft conducts quarterly vendor audits to assess vendor compliance, with particular focus on business-critical vendors. During FY 2025-26 the Company carried out audits covering human rights–related aspects, as per regulatory requirements and internal company policy.

5. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessment at Question 4 above.**

During the quarterly vendor audit, neither major nor significant risks were identified by the Company. To ensure compliance, Birlasoft ensures ethical and responsible business practices and continuously updates its COBEC Policy and Human Rights Policy as applicable.

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

Essential Indicators

1. **Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format**

(in terms of Giga Joules - GJ)

Parameter	Current Financial Year 2025-26	Previous Financial Year 2024-25
From Renewable Sources		
Total Electricity Consumption (A)	2,752	2,636
Total Fuel Consumption (B)	-	-
Energy consumption through Other Sources (C)	-	-
Total Energy Consumption from renewable sources (A+B+C)	**2,752**	**2,636**
From Non-Renewable Sources		
Total Electricity Consumption (D)	15,732	18,254
Total Fuel Consumption (E)	8,313	8,551
Energy consumption through Other Sources (F)	-	-
Total Energy Consumption from non-renewable sources (D+E+F)	**24,046**	**26,805**
Total energy consumed (A+B+C+D+E+F)	**26,798**	**29,441**
Energy intensity per rupee of turnover (Total energy consumed/Revenue from operations)	0.0000005	0.0000011
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/Revenue from operations adjusted for PPP)	0.0000103	0.0000229
Energy intensity in terms of physical output (Total energy/Total Employees)	2.36	2.47

Notes:

1. Data for FY 2024-25 and FY 2025-26 covers all Birlasoft India facilities (owned and leased premises).
2. Intensity calculations for FY 2024-25 are based on standalone revenue, while FY 2025-26 calculations are based on consolidated revenue. Energy intensity improved for FY 2025-26 due to several energy efficiency measures implemented by the company.
3. PPP conversion factor for USD is 20.34, source: https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/IND

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No). If yes, name the external agency.: Yes, Independent assurance has been carried out by TUV India Private Limited for FY 2025-26.

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? (Yes/No)**

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.

Not Applicable to Birlasoft as the Company's nature of business is IT service offering to clients and not manufacturing goods.

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

Parameter	Current Financial Year 2025-26	Previous Financial Year 2024-25
Water withdrawal by source (in kilolitres- kL)		
(i) Surface Water	0	0
(ii) Groundwater	0	0
(iii) Third party Water: Municipal Water	29,415	33,893
(iv) Seawater/Desalinated water	0	0
(v) Others (Tanker water and bottled drinking water)	6,959	4,270
Total volume of water withdrawal (in KL) (i + ii + iii + iv + v)	**36,373**	**38,163**
Total volume of water consumption (in kilolitres)	36,373	35,038
Water intensity per rupee of turnover (Total water consumed/Revenue from operations)	0.0000007	0.0000013
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/ Revenue from operations adjusted for PPP)	0.0000139	0.0000272
Water intensity in terms of physical output (Total Water Consumed/Total Employees)	3.20	2.94

Notes:

1. Data for FY 2024-25 and FY 2025-26 covers all Birlasoft India facilities (owned and leased premises).
2. Intensity calculations for FY 2024-25 are based on standalone revenue, while FY 2025-26 calculations are based on consolidated revenue.
3. PPP conversion factor for USD is 20.34, source: https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/IND

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No). If yes, name the external agency.: Yes, Independent assurance has been carried out by TUV India Private Limited for FY 2025-26.

4. Provide the following details related to water discharged:

Parameter	Current Financial Year 2025-26	Previous Financial Year 2024-25#
Water discharge by destination and level of treatment (in kiloliters)		
(i) To Surface Water		
- No treatment	0	0
- With treatment - please specify level of treatment		
(ii) To Groundwater		
- No treatment	0	0
- With treatment - please specify level of treatment		
(iii) To Seawater		
- No treatment	0	0
- With treatment - please specify level of treatment		
(iv) Sent to third-parties		
- No treatment	0	0
- With treatment - please specify level of treatment		
(v) Others		
- No treatment	0	3,125
- With treatment - please specify level of treatment	0	0
Total water discharged (in kilolitres)	**0**	**3,125**

#Data for Mumbai location is only for FY 2024-25.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No). If yes, name the external agency: Yes, Independent assurance has been carried out by TUV India Private Limited for FY 2025-26.

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

Yes, Birlasoft recognizes the importance of wastewater treatment, and wastewater generated within its premises is treated through STPs (Sewage Treatment Plants) across its locations. The treated water is tested to ensure compliance with standards prescribed by the State Pollution Control Boards under the Consent to Operate (CTO) and is reused for gardening and landscaping, thereby reducing freshwater consumption. All our owned facilities are thus 'Zero Water Discharge' facilities.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit*	Current Financial Year 2025-26#	Previous Financial Year 2024-25#
NOx	kg	3.75	5.15
SOx	kg	3.80	4.11
Particulate Matter (PM)	kg	5.81	8.02
Persistent Organic Pollutant (POP)	Not Applicable to Birlasoft as the nature of business is to provide IT services to clients and the Company does not engage in manufacturing goods.		
Volatile Organic Compounds (VOC)			
Hazardous Air Pollutant (HAP)			

Notes:

1. #Data for Pune location only i.e., owned premises for FY 2024-25 and FY 2025-26.
2. *The reported values of Air emissions for FY 2024-25 are in kilograms.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No). If yes, name the external agency.: Yes, Independent assurance has been carried out by TUV India Private Limited for FY 2025-26.

7. **Please provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Parameter	Unit	Current Financial Year 2025-26	Previous Financial Year 2024-25
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	452	472
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	3,133	3,634
Total Scope 1 and Scope 2 emissions per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations)	MT/INR	0.000000068	0.00000015
Total Scope 1 and Scope 2 emissions per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 & 2 GHG emissions/Revenue from operations adjusted for PPP)	MT/USD (PPP)	0.00000137	0.00000319
Total Scope 1 and Scope 2 emission intensity in terms of physical output	MT/FTE	0.3155	0.3515

Notes:

1. Data for FY 2024-25 and FY 2025-26 covers all Birlasoft India facilities (owned and leased premises).
2. For Scope 2 Emissions the emission factor considered is as per the Central Electricity Authority (User Guide, Version 21.0, November 2025), Emission Factor for Grid Electricity (0.710 $MTCO_2e$/MWh) for both FY 2024-25 and FY 2025-26. Accordingly, the Scope 2 emission and intensity values for FY 2024-25 are revised.
3. Intensity calculations for FY 2024-25 are based on standalone revenue, while FY 2025-26 calculations are based on consolidated revenue. Emission intensity improved for FY 2025-26 due to the emission reduction initiatives implemented by the company.
4. PPP conversion factor for USD is 20.34, source: https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/IND

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No). If yes, name the external agency.: Yes, Independent assurance has been carried out by TUV India Private Limited for FY 2025-26.

8. **Does the entity have any project related to reducing Green House Gas emission?**

If yes, then provide details.

At Birlasoft, we believe energy conservation and emission reduction is a continuous and enduring process, and this core belief is at the forefront of our strategy. The key initiatives contributing to the reduction in Green House Gas (GHG) emissions are:

a. Our Pune campus now operates on 100% Renewable Energy through a combination of rooftop Solar PPA and Green Energy sourcing through DISCOM.

b. As a responsible corporate entity, the Company is transitioning its offices to green buildings. In FY 2025-26, the Chennai office was moved to a green certified facility, and currently, the Hyderabad, Mumbai, and Chennai offices operate from green buildings, resulting in reduction of environmental footprint.

c. We have replaced the Monolithic UPS with modular UPS; this will reduce the power consumption by 1 lac units as compared to previous consumption which will reduce the CO_2 emission about 84 Ton.

d. We have introduced EV and CNG vehicles in transport fleet. The Smart commute Application that we use for end-to-end automation of employee transportation creates automated optimum routes based on address data.

e. We continue to encourage the use of clean energy to reduce our dependence on non-renewable energy sources at all other locations. To achieve our objective, we are exploring various aspects such as signing PPAs through solar plants & wind farms.

9. **Provide details related to waste management by the entity, in the following format:**

Parameter	Current Financial Year 2025-26	Previous Financial Year 2024-25
Total Waste Generated (in metric tonnes)		
Plastic Waste (A)	0	0
E-Waste (B)	12.04	32.59
Bio-medical Waste (C)	0.12	0.11
Construction and Demolition Waste (D)	0	0
Battery Waste (E)	5.45	5.82
Radioactive Waste (F)	0	0
Other Hazardous Waste *Please specify, if any* (G) (DG Waste Oil)	0	1.47
Other Non-Hazardous Waste generated. (H) *Please specify, if any. (Break-up by composition i.e., by materials relevant to the sector)*	64.11	62.11
Total Waste Generated (A+B+C+D+E+F+G+H)	**81.72**	**102.10**
Waste intensity per rupee of turnover (Total waste generated/Revenue from operations)	0.0000000015	0.0000000038
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/Revenue from operations adjusted for PPP)	0.000000031	0.000000079
Waste intensity in terms of physical output (Total waste generated/Total Employees)	0.0072	0.0085
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	47.70	71.92
(ii) Re-used	0.79	0.01
(iii) Other recovery operations	0	0
Total	**48.48**	**71.93**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0	0
(ii) Landfilling	1.28	1.91
(iii) Other disposal operations	31.95	28.26
Total	**33.23**	**30.17**

Notes:

1. Data for FY 2024-25 and FY 2025-26 covers all Birlasoft India facilities (owned and leased premises).
2. Intensity calculations for FY 2024-25 are based on standalone revenue, while FY 2025-26 calculations are based on consolidated revenue. Waste intensity improved for FY 25-26 due to the waste reduction measures implemented by the company.
3. PPP conversion factor for USD is 20.34, source: https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/IND

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No). If yes, name the external agency.: Yes, Independent assurance has been carried out by TUV India Private Limited for FY 2025-26.

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.

Birlasoft is dedicated towards enabling a circular economy through the 3R's principles of 'Reduce, Reuse, Recycle'. Birlasoft acknowledges the strategic importance of waste management and is committed to investing in technologies and solutions that encourage reusability/recyclability and promote waste minimization. The ultimate goal is to drive 'zero waste to landfill', and to pursue this goal the Company has implemented several waste management initiatives focused on minimizing waste at source, driving recycle and reuse of waste.

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, please specify details in the following format:

Sr. 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.
None of the Birlasoft offices are in/around ecologically sensitive zone. Birlasoft offices are built on government approved land in industrial zones.			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year 2025-26:

Name and brief of the project	EIA Notification No.	Date	Whether conducted by independent agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web-link
Not Applicable to the Company, as no EIA undertaken as per compliance regulations.					

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:

Sr. No.	Specify the law/ regulation/guidelines which was not compliant	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control board or by courts	Corrective action taken, if any
Yes, Birlasoft complies with all applicable environmental laws, regulations, and guidelines in India, including the Water (Prevention and Control of Pollution) Act, the Air (Prevention and Control of Pollution) Act, and the Environment Protection Act, along with the rules thereunder. No instances of non-compliance have been reported, and no fines, penalties, or actions have been imposed by regulatory authorities or courts during the reporting period.				

Leadership Indicators

1. Water withdrawal, consumption, and discharge in areas of 'water stress' (in kilolitres):

For each facility/plant located in areas of water stress, provide the following information:

i. Name of the area:

ii. Nature of operations:

iii. Water withdrawal, consumption, and discharge in the following format:

None of Birlasoft office located in water stress zone, therefore Not Applicable.

Parameter	Current Financial Year 2025-26	Previous Financial Year 2024-25
Water withdrawal by source (in kilolitres)	Not Applicable	
(i) Surface Water		
(ii) Ground Water		
(iii) Third party Water		
(iv) Seawater/desalinated Water		
(v) Others		
Total volume of water withdrawal (in kilolitres)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover (Water consumed/Turnover)		
Water discharge by destination and level of treatment (in Kilolitres)		
(i) Into Surface water	Not Applicable	
- No treatment		
- With treatment - please specify level of treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment - please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment- please specify level of treatment		
(iv) Sent to third-parties		
- No treatment		
- With treatment- please specify level of treatment		
(v) Others		
- No treatment		
- With treatment- please specify level of treatment		
Total water discharged (in kilolitres)		

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No). If yes, name the external agency.: Yes, Independent assurance has been carried out by TUV India Private Limited for FY 2025-26.

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	Current Financial Year 2025-26	Previous Financial Year 2024-25
Total Scope 3 Emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	26,188	32,100
Total Scope 3 emissions per rupee of turnover	Metric tonnes of CO_2e per rupee of turnover	0.00000049	0.00000121

Notes:

1. Birlasoft undertook Scope 3 emission inventory accounting covering all relevant categories for FY 2025-26.
2. Due to a change in the calculation methodology, the FY 2024-25 Scope 3 emission values have been revised across all relevant categories applicable to Birlasoft.
3. Intensity calculations for FY 2024-25 are based on standalone revenue, while FY 2025-26 calculations are based on consolidated revenue. Scope 3 Emission intensity improved for FY 2025-26 due to the emission reduction initiatives implemented by the company.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No). If yes, name the external agency: Yes, Independent assurance has been carried out by TUV India Private Limited for FY 2025-26.

3. With respect to the ecologically sensitive areas reported in Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along with prevention and remediation activities.

Not Applicable since none of the Birlasoft offices are in ecologically sensitive zone.

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/effluent discharge/waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No.	Initiative undertaken	Details of the initiative *(Web-link, if any, may be provided along with summary)*	Outcome of the Initiative
1.	100% Renewable electricity at Pune campus through green energy sourcing from DISCOM	Birlasoft's Pune campus now operates on 100% renewable electricity. The company has started sourcing renewable energy from DISCOM through Green tariffs.	106.44 tCO_2e avoided through this initiative in March 2026.
2.	Transitioning to Green Building in Chennai	Birlasoft's Chennai office was shifted to an efficient green building in FY 2025-26, leading to significant improvements in energy management performance, water management performance, and waste management performance.	1. The office operates from an IGBC Platinum certified building, reflecting best-in-class green building design and construction standards. 2. The transitioned facility is a BEE 5-Star rated building, demonstrating high energy efficiency performance. 3. Certified with WELL Equity and WELL Health-Safety Ratings, ensuring a healthy, safe, and inclusive workplace. 4. 50% of the office's total electricity demand is met through solar power via Power Purchase Agreements (PPA). 5. Non-hazardous waste intensity (per FTE/per year) reduced by ~4%.
3.	Decommissioned server infrastructure across remote sites	Decommissioned server infrastructure at remote sites by removing 4 site servers, 9 virtualization hosts, 13 standalone hosts, and 21 VMs (with 2 VMs reused), significantly simplifying the infrastructure footprint and reducing operational overhead.	1. Reduced electronic waste by retiring under-utilized infrastructure. 2. Reduced GHG/CO_2 emissions through a smaller infrastructure footprint. 3. Lower energy consumption from decommissioned servers and hosts.
4.	Consolidated print server infrastructure across India	Consolidated print servers across India by reducing the infrastructure footprint from 7 servers to 2, simplifying operations and optimizing infrastructure utilization. Delivered \$5.64K–\$7.89K potential annual cost savings while improving overall efficiency and manageability.	1. Reduced hardware and infrastructure waste through server rationalization. 2. Lower energy consumption due to reduced server footprint.
5.	Reducing paper waste	The Company has replaced the paper cups with ceramic cups for drinking tea/coffee across locations in India.	Over 200 trees saved, and a carbon absorption of over 5000 kg was achieved in FY 2025-26.
		The Company replaced tissue paper with 750-watt motor hand dryers for all locations. Since program inception, 96 hand dryers have been installed across all locations.	In FY 2025-26, approx. 220 trees were saved, over 5,600 kg carbon absorbed due to the transition to energy-efficient hand dryers. Cumulatively, the initiative resulted in reduced municipal waste to landfill.
6.	Introduction of EV's in Fleet	The Company replaced its Petrol and Diesel based cabs with EV cabs as a step to reduce its emissions from transport fleet. In addition, the Company plans to set up EV Charging station at locations of Birlasoft to promote further use of electric mobility.	Reduction in emission based on fuel replacement with electric mobility.
7.	Energy Conservation Program	Optimization of UPS.	1.25 Lac KWH units projected saving per annum.
8.	Environment friendly activities in Engineering Services applications	Dark Mode in myWorld 2.0 has the facility of switching into eco mode which helps to lower power consumption on machines. Screen brightness adjustor implies eye health of employees.	Reduces power consumption by optimizing the device's operations, which can lead to energy savings, i.e., saves 8% to 10% energy on each machine.
		All HR letters are now automated on system, a functionality which has helped reduce paper usage and wastage.	Almost saves 1,000 papers per month.

5. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/web-link.**

Yes, we have a Business Continuity Plan (BCP) in place. The BCP is aligned with industry's best practices and is developed with reference to the ISO 22301:2019 framework and the Birlasoft Information Security & Data Privacy Manual, which is based on ISO 27001:2022 & ISO 27701:2019 Standards.

At the account level, a Business Impact Analysis ("BIA") is conducted for all in-scope new and existing projects. This process helps identify, evaluate, and prioritize accounts, projects, and critical resources that require a detailed Business Continuity Planning exercise.

At the functional level, BIA is performed to assess criticality based on the potential impact resulting from the loss of a function. Functions include manual processes, automated processes, applications, and end-user activities. Potential events that may cause disruptions to these resources or services are also identified as part of this assessment.

The business continuity strategy forms a critical component of the BCP and is derived from the outcomes of the BIA. BCPs are supported by relevant team members and support functions as required, and support function BCPs, in turn, leverage dependencies on other functions where applicable. The BCP shall consider and include the following aspects:

1. Critical personnel, facilities, computer systems, operations, and equipment
2. RTO and MBCO before recovery of operations

To ensure effectiveness, the BCP is regularly practiced, tested, and refined. Continuous testing and employee training enable seamless execution of the BCP in the event of an actual disruption. BCP also incorporates climate-related risks such as extreme heat, water scarcity, floods, and other physical disruptions, alongside cyberattacks, human errors, and large-scale outages. These risks are integrated into the Company's Enterprise Risk Management (ERM) framework and are periodically assessed to strengthen operational resilience. Regular testing, employee training, and scenario-based drills ensure preparedness and effective response during disruptions.

6. **Disclose any significant adverse impact on the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.**

Birlasoft conducts regular ESG assessment of its supply chain which includes assessment of any adverse impact on the environment through declaration, disclosure and consultation. In the current FY 2025-26 no such adverse impact was observed.

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

Birlasoft evaluated 19% of its value chain partners on Environmental parameters during Climate Risk Assessment (CRA). Birlasoft is currently in the process of gathering BRSR Core data from its value chain partners as per SEBI's BRSR Core requirements.

8. **How many "Green Credits" have been generated or procured:**

a. **By the listed entity.**

b. **By the top ten (in terms of the value of purchases and sales, respectively) value chain partners.**

Birlasoft is closely monitoring developments under the Ministry of Environment, Forest and Climate Change (MoEFCC) Green Credit Programme (GCP) for potential future alignment. During FY 2025-26, the Company did not procure any green credits; however, it may evaluate opportunities to procure green credits for eligible projects and programmes in the future.

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.**

Birlasoft is currently affiliated with 10 trade and industry chambers/associations.

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

Sr. No.	Name the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (State/National)
1.	NASSCOM	National
2.	Software Technology Parks of India - Noida, Bengaluru, Pune, Chennai	National
3.	Special Economic Zone - Hyderabad, Coimbatore	National
4.	Directorate of Industries, Government of India	National
5.	Export Promotion Council for EOUs & SEZs	State
6.	Society for Cyberabad Security Council	State
7.	Visakhapatnam Special Economic Zone	State
8.	Madras Export Processing Zone, Coimbatore	State
9.	Hinjawadi Industries Association, Pune (HIA)	State
10.	Mahratta Chamber of Commerce Industries and Agriculture (MCCIA)	State

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.**

Name of authority	Brief of the Case	Corrective action taken
Not Applicable since no complaint was filed on account of anti-competitive conduct by Birlasoft.		

Leadership Indicators

1. **Details of public policy positions advocated by the entity:**

Sr. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/Quarterly/ Others – please specify)	Web Link, if available
Not Applicable. The Company has not engaged in any direct public policy advocacy initiatives. However, it participates in industry associations and forums to engage on relevant public policy and regulatory matters.					

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 2025-26:**

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web-link
Not Applicable as the Company has not undertaken any SIA in the reporting period as per regulatory norms.					

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

Sr. 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 ₹)
Not Applicable as the Company has not undertaken any SIA in the reporting period as per regulatory norms.						

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

Grievances are solved at the ground level through open dialogue and participatory processes that involve the community members and NGO program managers. The dialogue is facilitated between both parties to ensure that all grievances are resolved promptly, while maintaining project objectives and intended outcomes. Any unresolved grievances are escalated to the corporate level for further resolution.

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

	Current Financial Year 2025-26	Previous Financial Year 2024-25
Directly sourced from MSMEs/Small producers	27%	16.6%
Directly from within India*	57%	67%

*Sourcing in India reduced due to changing business requirements and sourcing outside India remaining same with existing vendors.

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 the total wage cost:**

Location	Current Financial Year 2025-26	Previous Financial Year 2024-25
Rural	N.A.	N.A.
Semi-urban	N.A.	N.A.
Urban	22%	23%
Metropolitan	78%	77%

Notes:

1. Data reflects Birlasoft's office locations in India in urban and metropolitan areas as per RBI classification. In FY 2025-26, the Company did not have any operations in rural and semi-urban areas.
2. There is a slight decline in job creation in urban areas, and increase in job creation for metropolitan areas, due to changing project requirements and employee headcount of the Company.

Leadership Indicators

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators, above).**

Details of negative social impact identified	Corrective action taken
Not Applicable as the Company has not undertaken any SIA in the reporting period as per regulatory norms.	

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

Sr. No.	State	Aspirational District	Amount Spent (in ₹)
1.	Andhra Pradesh	YSR (Kadapa)	15,000
2.	Andhra Pradesh	Vizianagaram	25,000
3.	Andhra Pradesh	Visakhapatnam	25,000
4.	Karnataka	Raichur	50,000
5.	Chhattisgarh	Bijapur	25,000
6.	Uttar Pradesh	Siddharthnagar	5,500
7.	Uttarakhand	Haridwar	50,000
8.	Bihar	Aurangabad	22,797
9.	Jharkhand	Ranchi	25,000

Notes:

1. The investment in aspirational districts was lower as the number of beneficiaries reached in these districts was limited.
2. Data is limited to aspirational districts in India.

3. (a) **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized/vulnerable groups? (Yes/No)**

No, Birlasoft does not follow a preferential procurement policy and primarily focuses on partnering with suppliers who are technically most suitable (T1) with a preference for suppliers remaining commercially competitive (L1). However, the Company also encourages diversity in its sourcing practices by proactively engaging with local suppliers, MSMEs, and women-led enterprises wherever feasible. This approach enables us to maintain excellence in performance while also promoting inclusive and responsible sourcing practices at Birlasoft.

(b) **From which marginalized/vulnerable groups do you procure?**

Small producers and Micro, Small, and Medium Enterprises (MSMEs) certified by the Government of India.

(c) **What percentage of total procurement (by value) does it constitute?**

27%

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year 2025-26), based on traditional knowledge:**

Sr. No.	Intellectual Property based on traditional knowledge	Owned/Acquired (Yes/No)	Benefit Shared (Yes/No)	Basis of calculating benefit share
Not Applicable to the Company				

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Name of authority	Brief of Case	Corrective action taken
Not Applicable to the Company		

6. **Details of beneficiaries of CSR Projects:**

Sr. No.	CSR Project	No. of persons benefited from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1.	**Disha Program:** The program aims to strengthen early childhood education and empower underprivileged meritorious girls through financial assistance (scholarships), essential soft skills training, digital literacy, STEM-based learning, mentorship, and meaningful corporate exposure. Implemented at a PAN India level in partnership with various vendors, the program supports girls pursuing undergraduate education across multiple phases (Phase 1 – 90; Phase 2 – 379; Phase 3 – 623), enabling them to overcome economic barriers and build future-ready employability. During the reporting period, 65% of the women beneficiaries secured employment post-program completion.	581	100%
2.	**Braille Based Libraries | Hyderabad & Noida:** The initiative supports inclusive education for visually impaired children through the establishment of Braille-Digital Libraries and assistive technology infrastructure. A Braille-Digital Library was set up in Hyderabad, providing assistive technology and creative learning platforms to visually impaired girls, while in Noida, visually impaired children were supported with accessible learning resources including a Music Room and Computer Lab. Over 60 employees volunteered their time and effort across both locations, enabling independent and inclusive learning opportunities for persons with disabilities.	215	100%
3.	**Gift of Smile:** An employee-driven community initiative under the Birlasoft for Community (BFORCe) volunteering program, promoting collective participation to build stronger communities. Employees spread festive joy by donating stationery kits and celebrating with children from underserved backgrounds, creating moments of happiness, care, and encouragement for continued education. Stationery kits were donated to children from economically weaker sections, supporting their educational needs.	557	100%
4.	**Miles for smiles:** An employee-driven fitness-for-a-cause initiative encouraging walking, running, and cycling to support education for underserved children. Over 700 employees enthusiastically registered and participated in the initiative. In partnership with I2U Social Foundation, stationery and education kits were donated, positively impacting the education of 728 children from underprivileged communities, reinforcing societal well-being through active employee engagement.	728	100%
5.	**I-pledge:** A purpose-led commitment initiative under the BFORCe program, where every employee pledge contributes directly to menstrual health and dignity for women and girls from vulnerable communities. Over 3,000 employees pledged their support and participated in the initiative. Through the distribution of 3,000+ menstrual hygiene kits and accompanying awareness sessions, the program advances health awareness, dignity, and well-being among women and girls in underserved communities, strengthening women's health outcomes at scale.	3000	100%

Note: CSR projects are implemented by Birlasoft Limited as per Section 135 of the Companies Act, 2013

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.**

Birlasoft has established a mechanism to receive and respond to customer complaints and feedback through its Voice of Customer (VOC) process, also referred to as the Customer Satisfaction (CSAT) Survey. The CSAT survey is conducted through the DRONA tool on a half-yearly basis for Managed and Staff Aug (SAS) projects to assess customer feedback on project deliverables. In addition, project-level VOC is mandatory at the time of project closure, and Transition VOC is conducted after completion of transition activities. Feedback is measured on a scale of 1 to 5 and WOW. Projects receiving a WOW rating prepare a WOW story, projects rated 4 or 5 develop a WOW plan, and projects with lower ratings undertake a Root Cause Analysis (RCA) in consultation with the customer. For low-rated projects, the VOC process is re-initiated after closure of all action items to ensure customer concerns are effectively addressed.

2. **Turnover of products and/services as a percentage of turnover from all products/services that carry information about:**

Parameters	As percentage to total turnover
Environmental and social parameters relevant to the product	Not Applicable, as Birlasoft is an IT service sector Company.
Safe and responsible usage	
Recycling and/or safe disposal	

3. **Number of consumer complaints in respect of the following:**

	Current Financial Year 2025-26		Remarks	Previous Financial Year 2024-25		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data Privacy	Nil	Nil	-	Nil	Nil	-
Advertising	Nil	Nil	-	Nil	Nil	-
Cyber-security	Nil	Nil	-	Nil	Nil	-
Delivery of essential services	Nil	Nil	-	Nil	Nil	-
Restrictive Trade Practices	Nil	Nil	-	Nil	Nil	-

	Current Financial Year 2025-26		Remarks	Previous Financial Year 2024-25		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Unfair Trade Practices	Nil	Nil	-	Nil	Nil	-
Other - Customer Complaints	4	1	1 complaint is pending to be resolved. Further, the 2 pending complaints from previous year were resolved satisfactorily.	9	2	Based on customer complaint RCA done, however 2 customer complaints action closure is pending.

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Not Applicable to Birlasoft Limited, as being an IT Service Company	
Forced recalls		

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.

Birlasoft has a mature Information Security Management System (ISMS) supported by well-defined policies, processes, and controls designed to minimize cybersecurity risks. Governance and management of security risks and compliance are reviewed on a periodic basis, as evidenced by the continued ISO/IEC 27001:2022 certification and independent third-party validation of alignment with the NIST Cyber Security framework.

Additionally, Birlasoft is certified against ISO/IEC 27701:2019 across enterprise functions and client delivery projects, demonstrating our sustained commitment to global privacy and data protection requirements.

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.

During FY 2025-26, no incidents were reported relating to advertising and delivery of essential services, cyber security and customer data privacy, recurrence of product recalls, or penalties/actions taken by regulatory authorities concerning the safety of products or services. Accordingly, no corrective actions were required during the reporting period. Birlasoft maintains a robust information security framework with periodic reviews and strong controls, supported by ISO 27001:2022 and ISO/IEC 27701:2019 certifications and alignment with the NIST Cyber Security framework.

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

Leadership Indicators

1. Channels/platforms where information on products and services of the entity can be accessed (provide web link, if possible)

Detailed information on Birlasoft's products, services, and solution offerings is available on the official website of Birlasoft (www.birlasoft.com), which provides comprehensive insights into the Company's service portfolio, industry-specific solutions, and digital transformation capabilities.

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

Birlasoft provides its customers with a 'Technical Document', which outlines the quality procedures and includes reference documents, entry criteria, input and output details, process workflows, process descriptions, customer feedback and grievance redressal mechanisms, quality standards and parameters, work products, and quality records for customer review and reference.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

At Birlasoft, delivery system processes are designed with resilience as a core principle. We proactively support a hybrid working model, enabling associates to continue operations from any location with reliable internet access, thereby ensuring continuity of service delivery.

Business Continuity Plan (BCP) processes are defined at the project level and include identified disruption scenarios with corresponding test cases. These test cases are exercised at regular intervals to validate preparedness and effectiveness.

In addition, the Incident Management Plan clearly defines incidents that may warrant client notification, including disasters or disruptions impacting delivery to one or more clients. As per the defined process, the Information Security team will notify the respective Project Leads, who will subsequently communicate with their designated client stakeholders.

4. a) Does the entity display product information on the product over and above what is mandated as per the local laws? (Yes/No/Not Applicable).

If yes, provide details in brief.

Not Applicable

b) Did your entity carry out any survey about customer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No).

Yes, Birlasoft focuses on customer satisfaction surveys and on Half-yearly basis undertakes Voice of Customer (VOC) to gauge the perception and overall satisfaction level of its customers. Overall feedback score is 4.50 based on VoC cycle closed.

INDEPENDENT ASSURANCE STATEMENT

To the Board of Directors,
Birlasoft Limited (Birlasoft),
35 & 36, Rajiv Gandhi InfoTech Park, Phase-1, MIDC, Hinjawadi,
Pune, Maharashtra - 411057, India

Birlasoft Limited ("Birlasoft") has engaged TÜV India Private Limited (TUVI) to perform an independent external assurance of its Business Responsibility and Sustainability Report (BRSR). The assurance covers Section A and Section B of the BRSR, BRSR Core disclosures (including the attributes specified in Annexure I), and all nine BRSR Principles, including the Essential and applicable Leadership Indicators. Birlasoft has prepared an Annual Report (hereinafter the 'Annual Report') for the period 01/04/2025 to 31/03/2026. The Annual Report includes disclosures relating to the Section A and Section B, as well as the BRSR Core (the "nine attributes") and all the nine BRSR principles, including Essential and applicable Leadership Indicators. TUVI confirms that, prior to acceptance of the engagement, the preconditions for the assurance engagement were assessed in accordance with ISAE 3000 (Revised). TUVI determined that the subject matter is supported by suitable criteria (SEBI BRSR Core framework and GHG Protocol), management has acknowledged its responsibility for the preparation and presentation of the sustainability information and for providing access to relevant records, and that sufficient appropriate evidence was expected to be available to support the assurance conclusion. Accordingly, the engagement was accepted and performed in accordance with ISAE 3000 (Revised). The assurance process was conducted with reference to the following applicable frameworks and guidelines as below:

i. *Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, requiring disclosure of the Business Responsibility and Sustainability Report (BRSR);*

ii. *The Industry Standards on Reporting of BRSR Core, as per SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177, dated 20/12/2024;*

iii. *SEBI circular SEBI/HO/CFD/CMD-2/P/CIR/2021/562, dated 10/05/2021;*

iv. *The SEBI notification SEBI/LAD-NRO/GN/2023/131, dated 14/06/2023, related to BRSR reporting requirements;*

v. *The BRSR Core – Framework for Assurance and ESG Disclosures for the Value Chain, as stipulated by SEBI circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122, dated 12/07/2023; and*

vi. *ISO 14064-1:2018, referenced only as a basis for the quantification and reporting of greenhouse gas (GHG) emissions and not applied as assurance criteria for this engagement.*

This assurance statement provides reasonable assurance over the BRSR Core indicators (nine attributes) and the nine BRSR principles, including Essential and applicable Leadership Indicators. The qualitative disclosures in Section A and Section B of the BRSR were reviewed as supporting and contextual information and are not, in themselves, the subject of a separate assurance conclusion. The conclusion is presented under 'Our Conclusion' and must be read in its entirety, together with the defined scope, methodology, limitations, and criteria described in this assurance statement. The engagement was performed following the requirements of International Standard on Assurance Engagements ISAE 3000 (Revised). The procedures for this reasonable assurance engagement were designed and performed to obtain sufficient appropriate evidence and to reduce assurance engagement risk to an acceptably low level as the basis for a positive form of conclusion.

Management's Responsibility

Birlasoft developed its sustainability information forming part of the Annual Report (based on BRSR). Birlasoft management is responsible for carrying out the collection, analysis, preparation, and disclosure of the information presented in the Report (web-based and print), including website maintenance, integrity, and for ensuring its quality and accuracy in reference with the applied criteria stated in the Report, such that it is free of intended or unintended material misstatements. Additionally, Birlasoft is responsible for the archiving and reproduction of the disclosed information and for ensuring that such data is made available to relevant stakeholders and regulatory authorities upon request. Birlasoft is responsible for complying with applicable laws. Any partial reproduction of this assurance statement could lead to misinterpretation of the assurance scope, procedures, and conclusions. The assurance conclusion is intended to be read in its entirety, together with the defined scope, methodology, limitations, and criteria described in this assurance statement.

Scope and Boundary

The scope of this assurance engagement conducted by TUVI covered the verification of disclosures made by Birlasoft in its Annual Report. The Annual Report includes disclosures related to the organization's Environmental, Social, and Governance (ESG) performance, including the Business Responsibility and Sustainability Report (BRSR), as mandated under Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which requires listed entities to include a BRSR as part of their Annual Report.

The assurance engagement included the following activities:

1. Review of General Disclosures, Management and Process Disclosures, and Birlasoft's responses to all nine BRSR principles;
2. Review and evaluation of the nine attributes specified under Annexure I – Format of BRSR Core, as disclosed in the BRSR;
3. Assessment of the quality, clarity, and completeness of the reported information; and
4. Verification of supporting evidence on a sample basis, involving:
   a) Reasonable assurance for nine BRSR principles, including Essential and applicable Leadership Indicators and
   b) Reasonable assurance for the nine attributes as per the BRSR Core framework.
5. The assurance engagement did not include assurance of any value chain ESG disclosures. The applicability of value chain ESG disclosures was assessed with reference to the phase-in requirements under the SEBI BRSR Core framework, and such value chain disclosures are currently outside the scope of this assurance engagement. This applicability determination is documented in the value chain applicability assessment worksheet (Ref. TUVI/BRSR/VC-APP/Birlasoft/FY2025-26), which forms part of the engagement file.

The procedures were designed in accordance with ISAE 3000 (Revised).

TUVI has verified the below nine attributes as per Annexure I - Format of BRSR Core disclosed in the BRSR with reference to the Industry Standards on Reporting of BRSR Core (SEBI circular dated 20/12/2024) as part of the applicable assurance criteria.

Attributes	KPI
Greenhouse gas (GHG) footprint	Total Scope 1 emissions (with breakup by type) - GHG (CO2e) Emission in MT - Direct emissions from organization's owned or controlled sources - Monitored
	Total Scope 2 emissions in MT - Indirect emissions from the generation of energy that is purchased from a utility provider - Monitored
	GHG Emission Intensity (Scope 1+2), Total Scope 1 and Scope 2 emissions (MT) / Total Revenue from Operations adjusted for PPP - Calculated
	GHG Emission Intensity (Scope 1+2), Total Scope 1 and Scope 2 emissions (MT) / FTE - Calculated
Water footprint	Total water consumption (in kL) – Monitored and estimated
	Water consumption intensity - kL / Total Revenue from Operations adjusted for PPP - Calculated
	Water consumption intensity - kL / FTE - Calculated
	Water Discharge by destination and levels of Treatment (kL) – Estimated on assumption basis
Energy footprint	Total energy consumed in GJ - Calculated
	% of energy consumed from renewable sources - In % terms - Monitored
	Energy intensity - GJ / Rupee adjusted for PPP - Calculated
	Energy intensity - GJ / FTE - Calculated

Attributes	KPI
Embracing circularity - details related to waste management by the entity	Plastic waste (A) (MT)
	E-waste (B) (MT)
	Bio-medical waste (C) (MT)
	Battery waste (D) (MT)
	Engine oil (E)
	Oil containers (F)
	Engineering spares (G) (MT)
	Mixed metal (H) (MT)
	Mixed Organic (I) (MT)
	Total waste generated (A + B + C + D + E + F + G + H + I) (MT)
	Waste intensity – • MT / Rupee adjusted for PPP; • MT / FTE
	Each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (MT)
	Each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (Intensity) – ✓ Waste Recycled Recovered / Total Waste generated
	For each category of waste generated, total waste disposed by nature of disposal method (MT)
	For each category of waste generated, total waste disposed by nature of disposal method (Intensity) ✓ Waste disposed / Total Waste generated
Enhancing Employee Wellbeing and Safety	Spending on measures towards well-being of employees and workers – cost incurred as a % of total revenue of the company - In % terms - Calculated
	Details of safety related incidents for employees and workers (including contract - workforce e.g. workers in the company's construction sites) - Monitored: 1) Number of Permanent Disabilities 2) Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked) 3) No. of fatalities
Enabling Gender Diversity in Business	Gross wages paid to females as % of wages paid - In % terms - Monitored Complaints on POSH: 1) Total Complaints on Sexual Harassment (POSH) reported - Monitored 2) Complaints on POSH as a % of female employees / workers - Monitored 3) Complaints on POSH upheld - Monitored
Enabling Inclusive Development	Input material sourced from following sources as % of total purchases – Directly sourced from MSMEs / small producers and from within India - In % terms – As % of total purchases by value - Monitored
	Job creation in smaller towns – Wages paid to persons employed in smaller towns (permanent or non-permanent / on contract) as % of total wage cost - In % terms – As % of total wage cost - Monitored
Fairness in Engaging with Customers and Suppliers	Instances involving loss / breach of data of customers as a percentage of total data breaches or cyber security events - In % terms - Monitored
	Number of days of accounts payable - (Accounts payable * 365) / Cost of goods / services procured - Monitored

Attributes	KPI
Openness of business	Concentration of purchases & sales done with trading houses, dealers, and related parties; Loans and advances & investments with related parties: 1) Purchases from trading houses as % of total purchases* 2) Number of trading houses where purchases are made from* 3) Purchases from top 10 trading houses as % of total purchases from trading houses* 1) Sales to dealers / distributors as % of total sales* 2) Number of dealers / distributors to whom sales are made* 3) Sales to top 10 dealers / distributors as % of total sales to dealers / distributors* Share of RPTs (as respective %age) in - Monitored: Purchases; Sales; Loans & advances; Investments

**marked indicators are not applicable as per the nature of Company's product and service offerings.*

TUVI has verified the Essential and applicable Leadership Indicators listed below in accordance with the BRSR Principles and has conducted a reasonable assurance engagement in line with the ISAE 3000 (Revised) Assurance Standard.

BRSR Principles	Essential Indicators	Leadership Indicators
PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.	1,2,4,5,6,7,8,9	1,2
PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe	1,2	-
PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains	1(a),1(c),2,3,4,5,6,8,9,10,11,12,13,14,15	1,2,4,5,6
PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders	1,2	1,2,3
PRINCIPLE 5: Businesses should respect and promote human rights	1,2,3,4,5,6,7,8,9,10,11	1,2,3,4,5
PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment	1,3,4,5,6,7,8,9,10,11,13	2,4,5,6,7,8
PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent	1	-
PRINCIPLE 8: Businesses should promote inclusive growth and equitable development	3,4,5	2,3(a), 3(b), 3(c),6
PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner	1,3,5,6,7(a),7(b)	1,2,3,4(b)

Note: Disclosures reported as 'Not applicable' are not included in the table above.

Note: The environmental performance is reported for Indian operations. The overseas operations involve fewer personnel who occupy shared offices. The corresponding GHG emissions for overseas operations are considered in Scope 3. The exclusions of the waste and water consumption for overseas operations will not materially affect the overall environmental performance.

The reporting boundaries for the above attributes include 7 locations of Birlasoft across India (Noida, Mumbai, Pune, Chennai, Bangalore, Coimbatore & Hyderabad).

An on-site and online verification was conducted between 03/06/2026 to 04/06/2026.

Onsite Verification

i. Birlasoft Limited, Assotech Business Cresterra, Sector 135, Noida, Uttar Pradesh 201301 – 03/06/2026 to 04/06/2026

The assurance activities were carried out together with a desk review as per reporting boundary.

Use of Estimates: Certain BRSR Core KPIs are based on estimates due to limitations in direct measurement. The estimated data streams comprise water consumption (recycled water) and water discharge. These estimates were derived using reasonable assumptions, the Industry Standards on Reporting of BRSR Core, and industry-accepted factors. For such KPIs, TUVI's assurance procedures focused on evaluating the appropriateness and consistent application of the estimation methodologies, the reasonableness of key assumptions, and the reliability of supporting data. The intensity-KPI denominators are taken directly from the audited financial statements and are not themselves estimated. For intensity KPIs expressed on a "Total Revenue from Operations adjusted for PPP" basis, the Purchasing Power Parity (PPP) conversion factor for India published by the World Bank for the relevant reporting year was applied. TUVI verified that the PPP conversion factor (GDP, LCU per international $) for India applied for the reporting period was the appropriate factor published by the World Bank for the relevant reporting year, and confirmed that it was applied correctly, and TUVI verified that this factor was sourced from that reference and applied consistently across the relevant intensity calculations. Based on our procedures, the estimated portion of each affected KPI is not significant in the context of the total reported value and was assessed as appropriate and within the materiality applied for the engagement; accordingly, the use of estimation did not affect our reasonable assurance conclusion on the selected KPIs taken as a whole.

ISF Compliance Declaration: TUVI confirms that this assurance engagement has been conducted in compliance with the Industry Standards on Reporting of BRSR Core specified in SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177, dated 20/12/2024, read with the Master Circular for compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (HO/49/14/14(7)2025-CFD-POD2/I/3762/2026, dated 30/01/2026), which consolidates the applicable BRSR reporting requirements. The nine BRSR Core attributes (Annexure I KPIs), the scope of reasonable assurance, the assurance methodology, and the reporting format adopted in this engagement are aligned with the applicable requirements of the said circulars. The applicability matrix under the Industry Standards on Reporting of BRSR Core was evaluated, and each of the nine BRSR Core attributes was assessed against it to confirm relevance to Birlasoft's sector and operational profile; the Annexure I applicability evaluation has accordingly been completed for all nine attributes and forms part of the documented assurance record for the engagement. The applicability of each Leadership Indicator across the nine BRSR principles was likewise determined with reference to Birlasoft's sector, operations, and the nature of its products and services; only those Leadership Indicators assessed as applicable were subject to assurance, and indicators reported as 'Not applicable' were reviewed for the reasonableness of that classification but are not the subject of an assurance conclusion. The applicability determination for the BRSR Core attributes and for the Essential and applicable Leadership Indicators is recorded in the BRSR applicability assessment worksheet (Ref. TUVI/BRSR/APP-ASSESS/Birlasoft/FY2025-26), which forms part of the engagement file.

Limitations

GHG Reporting Boundary: This assurance engagement covers Scope 1, Scope 2 and Scope 3 (with appliable categories) GHG emissions as defined under the WRI/WBCSD GHG Protocol, consistent with the BRSR Core (Annexure I) GHG footprint attributes. TUVI did not perform any assurance procedures on the prospective information disclosed in the Report, including targets, expectations, and ambitions. Consequently, TUVI draws no conclusion on the prospective information. During the assurance process, TUVI did not come across any limitation to the agreed scope of the assurance engagement. TUVI did not verify any ESG goals and claims through this assignment. TUVI has taken reference of the financial figures from the audited financial statements. Birlasoft will be responsible for the appropriate application of the financial data. The application of this assurance statement is limited with respect to SEBI circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122, dated 12/07/2023 and Industry Standards on Reporting of BRSR Core, circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177, dated 20/12/2024. The assurance procedures are subject to inherent limitations (sampling risk, estimation uncertainty, reliance on management-provided data). All limitations applicable to this engagement are consolidated in this Limitations section and should not be read as applying independently in each separate section of this statement. TUVI disclaims liability for decisions or consequences arising from this assurance statement or from inaccurate data, relying on the completeness and accuracy of information provided by Birlasoft. The responsibility for the authenticity of the data is confirmed by Birlasoft. Any reliance placed by any person or third party on disclosed KPIs is entirely at their own risk. This assurance statement does not validate any environmental or social claims, nor is it intended to mislead or contribute to greenwashing. TUVI also reviewed the disclosures marked 'Not Applicable' by Birlasoft to assess the reasonableness and appropriateness of such classifications in the context of Birlasoft's operations, sector, and applicable reporting requirements.

TUVI's Responsibility

TUVI's responsibility is to express an independent assurance conclusion, at the Reasonable Assurance level, on the BRSR Core indicators (nine attributes) and on the non-Core BRSR disclosures covering the nine BRSR principles, including Essential and applicable Leadership Indicators. Our engagement did not include an assessment of the adequacy or the effectiveness of Birlasoft's strategy, management of ESG-related issues or the sufficiency of the Report against BRSR reporting principles, other than those mentioned in the scope of the assurance. TUVI's responsibility regarding this verification is in reference to the agreed scope of work, which includes assurance of non-financial quantitative and qualitative information disclosed by Birlasoft. Birlasoft is responsible for archiving the related data for a reasonable time period. This assurance statement is issued for the exclusive use of Birlasoft's Board of Directors, shareholders, and applicable regulators. This assurance engagement is based on the assumption that the data and information provided to TUVI by Birlasoft are complete and true.

Assurance Methodology

TUVI applied a risk-based approach, focusing verification on disclosures of high material relevance to Birlasoft and its stakeholders. The objective was to evaluate the reliability of the non-financial information and the adequacy of supporting data systems, internal controls, and information flows. Procedures comprised document and data review, stakeholder interviews, process and system assessment, substantive and control testing, risk-based sampling, and review of reporting-framework adherence.

1. **Document and Data Review**

   TUVI examined documents, datasets, and supporting evidence for Section A and Section B of the BRSR, covering all nine BRSR principles (Essential and applicable Leadership Indicators) and the nine attributes listed in Annexure I – Format of BRSR Core. Management Approach and performance-indicator disclosures were evaluated.

2. **Stakeholder Interviews**

   Interviews were conducted with data owners, process managers, and decision-makers across relevant departments, both onsite and remotely. Birlasoft's stakeholder engagement and materiality determination processes were reviewed to validate the qualitative statements included in the Annual Report.

3. **Process and System Assessment**

   TUVI reviewed the systems and processes used to implement ESG policies and to collect, manage, and report quantitative data and qualitative information for the reporting period, together with the internal controls supporting data accuracy, traceability, and consistency. As part of understanding the ESG control environment, TUVI obtained an understanding of, and performed walkthrough procedures over, the key controls relevant to the BRSR Core KPIs and BRSR principles, including maker-checker (preparer-reviewer) controls over data entry and consolidation, system-and ERP-based controls over source-data capture and access, defined data-ownership responsibilities for each KPI, and the management approval hierarchy through which reported data is reviewed and authorised prior to disclosure. These procedures were performed to assess whether the controls were suitably designed and placed in operation to support the reliability of the reported disclosures, and to inform the nature, timing, and extent of our substantive procedures, consistent with the requirements of ISAE 3000 (Revised).

4. **Substantive and Control Testing**

   Walkthrough procedures, recalculation, document verification, analytical review, and data traceability checks were performed for selected KPIs and disclosures. Control testing was performed to support the reasonable assurance procedures on both the BRSR Core indicators (nine attributes) and the nine BRSR principles and does not constitute a stand-alone opinion on the design or operating effectiveness of Birlasoft's internal control framework. The combined procedures provided sufficient appropriate evidence in accordance with ISAE 3000 (Revised). Examples of procedures applied include recalculation of Scope 1 and Scope 2 GHG emissions from primary energy-consumption data using GHG Protocol emission factors and reconciliation of Scope 2 emissions against purchased-energy records; cross-verification of energy consumption against utility bills and validation of renewable-energy records; review of water-consumption and discharge records with traceability to source-level documentation; verification of Lost Time Injury Frequency Rate (LTIFR) and safety-incident data against incident registers and human-resource records, including contract-workforce records; and reconciliation of waste data against disposal records and third-party disposal manifests.

5. Sampling Methodology and Materiality

A risk-based sampling methodology was applied. Samples were selected based on (a) sites assessed as making a significant contribution to the total reported environmental or safety KPI values; (b) KPIs with higher inherent risk due to estimation complexity; and (c) the BRSR Core indicators and the nine BRSR principles, which received more extensive sampling under the reasonable assurance level.

A quantitative materiality threshold, set at a level assessed as appropriate for non-financial assurance, was applied to sampled sustainability disclosures, determined with reference to: (i) **benchmarking** with standard practice for non-financial assurance engagements under ISAE 3000 (Revised), where this threshold is widely accepted as appropriate; (ii) **inherent risk per KPI**, calibrated to the engagement risk profile — higher-risk KPIs (Scope 1 and Scope 2 GHG emissions, water consumption, LTIFR, fatalities) received intensified procedures, while lower-risk KPIs (training counts, MSME procurement percentages) were tested at threshold; and (iii) **stakeholder sensitivity**, with KPIs of high external user interest to investors, regulators, and affected communities (emissions, safety, POSH complaints, water) receiving increased scrutiny regardless of quantitative size. Qualitative factors — regulatory significance under SEBI BRSR Core, degree of estimation uncertainty, and contribution to overall ESG performance — override the quantitative threshold where applicable. Materiality was assessed at the individual KPI level, considering both quantitative and qualitative factors. A qualitative zero-tolerance approach was applied to high-risk indicators — including fatalities, permanent disabilities, POSH complaints upheld, regulatory non-compliances, and customer data breaches — for which any occurrence, misstatement, or omission is treated as material irrespective of magnitude. The detailed KPI-level materiality methodology applied for the engagement, including the basis for estimation uncertainty, is set out in the accompanying Management Report.

6. Reporting Framework Adherence

TUVI reviewed Birlasoft's adherence to the SEBI BRSR Core reporting requirements. The disclosures were evaluated against the BRSR reporting-quality principles: governance and oversight, connectivity of information, stakeholder responsiveness, materiality, conciseness, reliability, completeness, consistency, comparability, and impact.

Opportunities for Improvement

The following are the opportunities for improvement reported to Birlasoft. However, they are generally consistent with Birlasoft management's objectives and programs. Birlasoft already identified the below topics.

1. Birlasoft may further increase share of the renewable energy in the energy mix,
2. Birlasoft may establish a process to monitor the chain of custody for suppliers who are not directly recycling the non-hazardous waste,
3. Birlasoft can utilize the best practices/ requirements of ISO 20400 to develop its sustainable procurement policy,

Conflict of Interest

TUVI confirms that no conflicts of interest exist in relation to this assurance engagement. During the reporting period, TUVI did not provide any non-assurance services (including consulting, advisory, data preparation, system design or implementation, target setting, or materiality assessment) to Birlasoft and was not involved in the preparation of the Annual Report or its underlying data. Independence safeguards have been applied in accordance with the IESBA Code of Ethics, ISQM 1, and the SEBI BRSR Core a ssurance expectations, including segregation of assurance and advisory functions, independent technical review, and documented conflict-of-interest controls. These safeguards are further supported by oversight mechanisms maintained in accordance with ISO 14064-3:2019 and ISO 17029:2019.

Our Conclusion

Our conclusion is set out in the Reasonable Assurance Conclusion sections below. The engagement was conducted in accordance with ISAE 3000 (Revised), and professional judgement and professional scepticism were applied throughout.

Reasonable Assurance Conclusion – BRSR Core

In our opinion, based on the procedures performed and evidence obtained, the BRSR Core Key Performance Indicators (KPIs) presented in Birlasoft's Annual Report for the period 01/04/2025 to 31/03/2026 have been prepared, in all material respects, in accordance with the applicable BRSR Core criteria, including the SEBI BRSR Core framework and Annexure I KPIs, for the nine attributes within the defined scope. This conclusion is subject to the inherent limitations described in the consolidated Limitations section.

Reasonable Assurance Conclusion – BRSR Principles

In our opinion, based on the procedures performed and evidence obtained, the non-Core BRSR disclosures covering the nine BRSR principles, including Essential and applicable Leadership Indicators, presented in Birlasoft's Annual Report for the period 01/04/2025 to 31/03/2026 have been prepared, in all material respects, in accordance with the applicable reporting criteria. This conclusion is subject to the inherent limitations described in the consolidated Limitations section.

Competency and Independence: TUVI confirms its competence to conduct this assurance engagement in accordance with SEBI guidelines. The engagement team holds the qualifications required for ESG verification, assurance methodologies, and applicable regulatory frameworks. TUVI maintains independence in accordance with ISAE 3000 (Revised) and the IESBA Code of Ethics for Professional Accountants.

Quality Control: In accordance with the International Standard on Quality Management (ISQM 1), TUVI maintains a documented system of quality management covering ethical requirements, acceptance and continuance of engagements, engagement performance, resources, and monitoring and remediation. The engagement partner is responsible for the overall quality of this engagement, and the assigned team collectively holds the competence and capabilities required to perform this reasonable assurance engagement in accordance with professional standards and applicable legal and regulatory requirements.

Disclosures: TUVI is of the opinion that the reported disclosures comply with the requirements of the BRSR. Birlasoft's general disclosures provide appropriate contextual information about the organization, while the Management & Process Disclosures describe the management approach for each indicator in Section A and Section B, covering all nine BRSR principles, including Essential and applicable Leadership Indicators and the nine attributes as per Annexure I – Format of BRSR Core.

In our opinion, based on the scope of this assurance engagement, the disclosures on BRSR Core KPIs described in the BRSR Report along with the referenced information have been prepared, in all material respects, in accordance with the applicable BRSR Core criteria, for the nine attributes, and meet the content and quality requirements of the BRSR. TUVI maintains independence and applies ISAE 3000-compliant assurance procedures.

Evaluation of BRSR Reporting Principles

a) **Governance, Leadership, and Oversight:** The Annual Report discloses messages from top management and the business model relating to inclusive growth and equitable development, including Birlasoft's organisational priorities of services, risk management, and protection and restoration of the environment.

b) **Connectivity of Information:** Birlasoft discloses the nine BRSR principles (Essential and applicable Leadership Indicators), the nine Annexure-I BRSR Core attributes, and their inter-relatedness with factors affecting the organisation's ability to create value over time.

c) **Stakeholder Responsiveness:** Stakeholder identification and engagement is carried out by Birlasoft on a periodic basis to derive material topics of significance. The Report describes the mechanisms of communication with key stakeholders and the short-, medium-, and long-term strategies prioritised in response.

d) **Materiality:** Stakeholder Engagement and Materiality Assessment (SEMA) has been carried out, considering topics internal and external to Birlasoft's range of businesses as per the Climate Risk Assessment (CRA). Material issues identified through the assessment are reported in the Annual Report / Sustainability Report.

e) **Conciseness:** The Annual Report presents information using a structured layout and appropriate visual aids. TUVI assessed the Conciseness principle as met.

f) **Reliability and Completeness:** Birlasoft has established internal data aggregation and evaluation systems to derive performance, and confirms that all data provided to TUVI has been subject to internal checks. Based on the sample-basis procedures performed, the assured disclosures have been prepared, in all material respects, in accordance with the applicable reporting criteria.

g) **Consistency and Comparability:** The BRSR presents information on an annual basis, consistently applied across the reporting period. TUVI assessed the

Consistency and Comparability principle as met. No material inconsistencies in methodology, boundary, or reporting approach were identified between the FY 2025-26 and FY 2024-25 disclosures, and any boundary changes have been appropriately disclosed by Birlasoft. Birlasoft's policy is to recalculate or restate prior-year figures only where there is a significant change in methodology, emission factors, organisational boundary, or the identification of a material error, and to disclose any such restatement together with its rationale.

h) **Impact:** Birlasoft communicates its ESG performance through internal and external reporting aligned with BRSR, supported by its policy framework (including the Code of Conduct, ESG Policy, POSH Policy, and Whistle Blower Policy). ESG performance is reported to the Board of Directors, which oversees implementation and monitors progress against established goals and targets.

Reporting Principles for defining report quality: The mainstream of the data and information was verified by TUVI's assurance team as per the agreed scope of work as defined above on a sample basis. The disclosures related to ESG issues and performance are reported in a balanced manner and are clear in terms of content and presentation. In our view, the Annual Report meets the requirements.

Birlasoft discloses the KPIs and actions relating to the creation of value over the short, medium and long term. On the basis of the procedures we have performed and the evidence obtained, the information subject to the reasonable assurance engagement has been prepared, in all material respects, in accordance with the applicable reporting criteria.

Independence and Impartiality Statement

TUVI is an independent, neutral third-party providing sustainability assurance services with qualified environmental and social specialists. TUVI confirms its independence and impartiality in accordance with ISAE 3000 (Revised), supported by internal conflict-of-interest checks, adherence to a documented code of ethics, and implementation of independence safeguards, including separation of assurance and advisory functions, reviewer oversight, and quality control procedures. TUVI confirms that, in relation to this engagement, no non-assurance services were provided to Birlasoft that could impair independence or create self-review, advocacy, familiarity, or self-interest threats. In particular, TUVI was not involved in activities such as preparation or drafting of BRSR disclosures, development of ESG strategy or targets, design or implementation of ESG data management systems, calculation of GHG emissions inventories, internal audit of ESG data, consulting on materiality assessment, or advisory services related to improvement of KPIs subject to assurance.

TUVI confirms that there is no conflict of interest with respect to this assurance engagement. In the reporting year, TUVI did not work with Birlasoft on any engagement that could compromise the independence or impartiality of our findings, conclusions, and observations. TUVI was not involved in the preparation of any content or data included in the BRSR, with the exception of this assurance statement. TUVI maintains complete impartiality towards any individuals interviewed during the assurance engagement. These measures support the conduct of the engagement on an objective and impartial basis.

For and on behalf of TÜV India Private Limited

Manojkumar Borekar
Product Head – Sustainability Assurance Service
TÜV India Private Limited

Date: 29/06/2026
Place: Mumbai, India
Project Reference No: 8124855397

Independent Auditor's Report

To the Members of Birlasoft Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Birlasoft Limited ("the Company"), which comprise the Balance sheet as at March 31, 2026, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key audit matters	How our audit addressed the key audit matter
Revenue recognition (as described in note 32 of the standalone financial statements)	
The Company earns revenue primarily from providing IT services, consulting and business solutions. The scope and pricing arrangement vary depending upon the nature of the contract viz. time-and-materials or fixed price contract. Revenue related to fixed price contracts is recognized as follows: • In case of maintenance and support services, on a straight-line basis where the Company is ready to provide services on time elapsed mode; and • In fixed price contracts where the performance obligation is satisfied over time, it is recognized using percentage-of-completion computed as per the input method of accounting.	Our audit procedures include the following, among others: • Evaluated the Company's accounting policy for revenue recognition and assessed its compliance with Ind AS 115 "Revenue from contract with customers". • Obtained an understanding of the processes, systems and the controls implemented by the Company for recording and computing revenue, contract assets and unearned revenue. • Evaluated the design and tested the operating effectiveness of management's key internal controls (including key IT controls) over revenue recognition.

Key audit matters	How our audit addressed the key audit matter
Revenue from time and material contracts is recognized based on: - billing of actual time charge of employees/subcontractors backed by either internal approvals or customer acceptances and; - unbilled hours estimated by the project manager based on the time charge/inputs from delivery. Considering the significant estimate and judgment involved in determining the percentage of completion (including costs incurred and cost to complete) for fixed price contracts, estimates involved in unbilled revenue of time-and-material contracts, we have considered this as key audit matter.	• On a selected sample of contracts, we have tested that revenue recognition is in accordance with the accounting standards by performing the following procedures: ➢ Evaluated the management's identification of performance obligation. ➢ Agreed the transaction price with the underlying contracts. ➢ For fixed-price contracts: o Tested samples to verify the actual efforts expended as a proportion to total efforts required to verify the degree of completion of performance obligation; o Compared efforts expended to date with the management's estimate to identify significant variation and consideration of such variations in remaining cost to complete; ➢ For time-and-material contracts, verified whether revenue has been recognised based on rates as per contract, approved time sheets, delivery's confirmation, and where applicable, customer acceptances. • Assessed aging of unbilled revenue as on the balance sheet date and in case of aged items obtained reasons for delays if any and expected timelines for invoicing. • Performed analytical procedures for contracts with low or negative margins, onerous contracts, contracts with significant changes in cost estimates, contracts with marginal or no movement in efforts/invoicing. • Assessed the adequacy of disclosures made in the financial statements.

We have determined that there are no other key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone financial statements and our auditor's report thereon. The Annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone 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 such 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 the Annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Charged with Governance are also responsible for overseeing the Company's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 for the financial year ended March 31, 2026 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 sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, 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;

(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, except for the matters stated in the paragraph 2(i) (vi) below on reporting under Rule 11(g);

(c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity 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 Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(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) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above.

(g) With respect to the adequacy of the internal financial controls with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(h) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 38 to the standalone financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. a) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 44(ix) to the standalone financial statements, 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 44(x) to the standalone financial statements, no funds 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. a) The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.

b) The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with section 123 of the Act.

c) As stated in note 13.2 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

vi. Based on our examination which included test checks, the Company has used 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 except that, audit trail feature is not enabled at the database level, as described in note 42 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, in respect of accounting software where the audit trail has been enabled. Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership Number: 135859
UDIN: 26135859UAPUDP3744

Place: New Delhi
Date: May 06, 2026

Annexure '1' referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Birlasoft Limited ("the Company")

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

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

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

(b) The Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(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) are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2026.

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) Physical verification of inventory lying with third parties have been confirmed by such third parties as at March 31, 2026. There are no other class of inventory held by the Company. In our opinion, the coverage and procedure of such verification by the management is appropriate. There were no discrepancies of 10% or more noticed, in the aggregate for each class of inventory.

(b) As disclosed in note 44 (vii) to the financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements filed by the Company with such banks and financial institutions are in agreement with the books of accounts of the Company.

(iii) (a) During the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.

(b) During the year the Company has not made investments, provided guarantees, provided security and granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.

(c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.

(d) The Company has not granted loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.

(e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) There are no loans, guarantees, and security in respect of which provisions of sections 185 and 186 of the Act are applicable. Investments in respect of which provisions of section 186 of the Act are applicable have been complied with by the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified the maintenance of cost records under Section 148(1) of the Act for the products/services of the Company.

(vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) There are no dues of employees' state insurance, duty of customs, value added tax, cess, and other statutory dues which have not been deposited on account of any dispute. The dues of income tax and service tax, goods and services tax, provident fund which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount of demand (₹ in million)	Amount paid under protest (₹ in million)	Period to which the amount relates (Financial year)	Forum where the dispute is pending
Income Tax Act, 1961	Income tax	364.64	-	2004-05, 2005-06, 2007-08 & 2009-10	High court
		23.31	0.74	2016-17 and 2017-18	Income Tax Appellate Tribunal
		123.09	0.25	2008-09 2010-11 2015-16 2017-18 to 2019-20	Commissioner of Income Tax (Appeals)
		60.11	-	2004-05 2006-07 to 2008-09 and 2013-14	Assessing Officer/ Transfer Pricing Officer of Income Tax
Finance Act, 1994	Service tax	469.65	12.99	October 2006 to March 2014	Supreme Court
		28.60	-	April 2006 to March 2008	Bombay High Court
		182.41	13.68	April 2014 to March 2015	Central Excise and Service Tax Appellate Tribunal
Employee Provident Funds and Miscellaneous Provision Act, 1952	Provident Fund	15.25	-	January 2016 to March 2019	Enforcement Officer, Regional Provident Fund Commissioner

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) Term loans were applied for the purpose for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. The Company does not have any associate or joint venture.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company. The Company does not have any associate or joint venture.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) During the year, no report under sub-section (12) of section 143 of the Act has been filed by secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle-blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.

(xii) (a) The Company is not a nidhi Company as per the provisions of the Act. Therefore, the requirement to report on clause 3(xii)(a) (b) and (c) of the Order is not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

(xvii) The Company has not incurred any cash losses in the current financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in note 41 to the financial statements, 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.

(xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 46 to the financial statements.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 46 to the financial statements.

(xxi) The requirement of Clause 3(xxi) of the Order is not applicable to the standalone financial statements.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership Number: 135859
UDIN: 26135859UAPUDP3744

Place: New Delhi
Date: May 06, 2026

Annexure 2 to the Independent Auditor's Report of even date on the Standalone Financial Statements of Birlasoft Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statements of Birlasoft Limited ("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.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by 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 with reference to these standalone financial statements 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 with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 with reference to these standalone financial statements.

Meaning of Internal Financial Controls With Reference to these Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements 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 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 financial statements.

Inherent Limitations of Internal Financial Controls With Reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, 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 standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2026, 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 issued by the ICAI.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership Number: 135859
UDIN: 26135859UAPUDP3744

Place: New Delhi
Date: May 06, 2026

Standalone Balance Sheet

as at March 31, 2026

(Amount in ₹ million, unless otherwise stated)

	Note	March 31, 2026	March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	2A	971.91	847.21
Right-of-use assets	2B	926.46	974.68
Capital work-in-progress	2C	0.58	24.00
Other intangible assets	2D	363.51	61.45
Intangible assets under development	2E	-	176.33
Financial assets			
-Investment	3	5,472.93	6,635.14
-Finance lease receivable	36	173.52	262.74
-Other financial assets	4	122.72	97.58
Income tax assets (net)		102.52	141.17
Deferred tax assets (net)	5	417.65	420.52
Other non-current assets	6	615.38	18.11
		9,167.18	**9,658.93**
Current assets			
Inventories	7	3.79	17.92
Financial assets			
-Investments	8	6,504.37	6,220.87
-Trade receivables	9	7,382.75	2,541.44
-Cash and cash equivalents	10A	715.13	660.63
-Bank balances other than cash and cash equivalents	10B	140.51	1,078.13
-Finance lease receivable	36	67.31	39.92
-Other financial assets	11	66.91	190.74
Other current assets	12	1,151.01	1,234.13
		16,031.78	**11,983.78**
Total Assets		**25,198.96**	**21,642.71**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	13A	559.01	555.75
Other equity	13B	17,360.10	15,908.90
		17,919.11	**16,464.65**
Liabilities			
Non-current liabilities			
Financial liabilities			
-Borrowings	14A	51.30	82.41
-Lease liabilities	15	771.34	741.84
-Other financial liabilities	16	5.71	22.51
Provisions	17	1,274.92	753.83
		2,103.27	**1,600.59**
Current liabilities			
Financial liabilities			
-Borrowings	14B	32.02	31.66
-Lease liabilities	18	187.67	253.39
-Trade payables	19		
a) Total Outstanding dues of micro enterprises and small enterprises		17.30	3.45
b) Total Outstanding dues of creditors other than micro enterprises and small enterprises		2,065.03	1,037.50
-Other financial liabilities	20	1,889.42	1,372.85
Other current liabilities	21	365.86	500.29
Provisions	22	340.90	240.80
Income tax liabilities (net)		278.38	137.53
		5,176.58	**3,577.47**
Total Liabilities		**7,279.85**	**5,178.06**
TOTAL EQUITY AND LIABILITIES		**25,198.96**	**21,642.71**
Summary of material accounting policies	1		
The accompanying notes form an integral part of the standalone financial statements	2-46		

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number :324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership No. 135859

Place: New Delhi
Date: May 06, 2026

For and on behalf of the Board of Directors of
BIRLASOFT LIMITED
CIN: L72200PN1990PLC059594

Amita Birla
Chairman
DIN: 00837718
Place: London, United Kingdom
Date: May 06, 2026

Angan Guha
CEO & Managing Director
DIN: 09791436
Place: New Delhi
Date: May 06, 2026

Sneha Padve
Company Secretary
Membership No. A9678
Place: New Delhi
Date: May 06, 2026

Chandrasekar Thyagarajan
Chief Financial Officer
ICAI Membership No. 200-29108
Place: New Delhi
Date: May 06, 2026

Standalone Statement of Profit & Loss

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

	Note	March 31, 2026	March 31, 2025
Income			
Revenue from operations	23	28,220.03	26,578.83
Other income	24	846.78	1,369.28
Total income		**29,066.81**	**27,948.11**
Expenses			
Purchases of equipment and software licences	25	2.57	732.65
Change in inventories of equipment	25	14.13	(17.92)
Employee benefits expense	26	19,051.15	18,880.88
Finance costs	27	90.70	85.56
Depreciation and amortisation expense	2F	655.46	730.38
Other expenses	28	4,834.83	3,652.24
Total expenses		**24,648.84**	**24,063.79**
Profit before exceptional items and tax		**4,417.97**	**3,884.32**
Exceptional items			
Impact of Labour Codes (Refer note 45)		406.88	-
Profit before tax		**4,011.09**	**3,884.32**
Tax expense	40		
Current tax		994.69	903.53
Deferred tax (credit)/charge		(0.09)	(4.69)
Total tax expense		**994.60**	**898.84**
Profit for the year		**3,016.49**	**2,985.48**
Other comprehensive income (OCI)			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement gains/(losses) on defined benefit plans		20.97	39.08
Less: Income tax effect		(5.28)	(9.84)
		15.69	**29.24**
Items that will be reclassified subsequently to profit or loss			
Net gains/(losses) on effective portion of cash flow hedges		11.78	(74.76)
Less: Income tax effect		(2.96)	18.81
		8.82	**(55.95)**
Total other comprehensive income for the year (net of taxes)		**24.51**	**(26.71)**
Total comprehensive income for the year		**3,041.00**	**2,958.77**
Earnings per equity share (face value per share ₹ 2 each)			
Basic (₹)	37	10.79	10.77
Diluted (₹)	37	10.76	10.68
Summary of material accounting policies	1		
The accompanying notes form an integral part of the standalone financial statements	2-46		

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number :324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership No. 135859

Place: New Delhi
Date: May 06, 2026

For and on behalf of the Board of Directors of
BIRLASOFT LIMITED
CIN: L72200PN1990PLC059594

Amita Birla
Chairman
DIN: 00837718
Place: London, United Kingdom
Date: May 06, 2026

Angan Guha
CEO & Managing Director
DIN: 09791436
Place: New Delhi
Date: May 06, 2026

Sneha Padve
Company Secretary
Membership No. A9678
Place: New Delhi
Date: May 06, 2026

Chandrasekar Thyagarajan
Chief Financial Officer
ICAI Membership No. 200-29108
Place: New Delhi
Date: May 06, 2026

Standalone Statement of Changes in Equity

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

A Equity Share Capital

Particulars	March 31, 2026	March 31, 2025
Balance at the beginning of the year	**555.75**	**551.87**
Issue of shares	3.26	3.88
Balance at the end of the year	**559.01**	**555.75**

B Other equity

Particulars	Share application money pending allotment	Reserves & surplus				Items of other comprehensive income	Total other equity
		Capital redemption reserve	Securities premium	Share based payment reserve	Amalgamation reserve	Retained earnings	Effective portion of cash flow hedges (Refer note 29.3)	
Balance as at April 1, 2024	**-**	**55.60**	**1,003.19**	**909.02**	**51.40**	**12,100.57**	**10.33**	**14,130.11**
Profit for the year	-	-	-	-	-	2,985.48	-	2,985.48
Other comprehensive income (net of taxes)	-	-	-	-	-	29.24	(55.95)	(26.71)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**3,014.72**	**(55.95)**	**2,958.77**
Movement during the year								
Dividends	-	-	-	-	-	(1,795.82)	-	(1,795.82)
Application money received during the year	105.66	-	-	-	-	-	-	105.66
Issue of shares under share based payment scheme	(105.66)	-	101.78	-	-	-	-	(3.88)
Share based payments to employees	-	-	-	514.06	-	-	-	514.06
Transfer from share based payment Reserve	-	-	348.37	(390.58)	-	42.21	-	-
Balance as at March 31, 2025	**-**	**55.60**	**1,453.34**	**1,032.50**	**51.40**	**13,361.68**	**(45.62)**	**15,908.90**
Balance as at April 1, 2025	**-**	**55.60**	**1,453.34**	**1,032.50**	**51.40**	**13,361.68**	**(45.62)**	**15,908.90**
Profit for the year	-	-	-	-	-	3,016.49	-	3,016.49
Other comprehensive income (net of taxes)	-	-	-	-	-	15.69	8.82	24.51
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**3,032.18**	**8.82**	**3,041.00**
Movement during the year								
Dividends	-	-	-	-	-	(1,808.37)	-	(1,808.37)
Application money received during the year	58.62	-	-	-	-	-	-	58.62
Issue of shares under share based payment scheme	(58.62)	-	55.36	-	-	-	-	(3.26)
Share based payments to employees	-	-	-	163.21	-	-	-	163.21
Transfer from share based payment reserve	-	-	469.24	(537.29)	-	68.05	-	-
Balance as at March 31, 2026	**-**	**55.60**	**1,977.94**	**658.42**	**51.40**	**14,653.54**	**(36.80)**	**17,360.10**

Summary of material accounting policies	1
The accompanying notes form an integral part of the standalone financial statements	2-46

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number :324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership No. 135859

Place: New Delhi
Date: May 06, 2026

For and on behalf of the Board of Directors of
BIRLASOFT LIMITED
CIN: L72200PN1990PLC059594

Amita Birla
Chairman
DIN: 00837718
Place: London, United Kingdom
Date: May 06, 2026

Angan Guha
CEO & Managing Director
DIN: 09791436
Place: New Delhi
Date: May 06, 2026

Sneha Padve
Company Secretary
Membership No. A9678
Place: New Delhi
Date: May 06, 2026

Chandrasekar Thyagarajan
Chief Financial Officer
ICAI Membership No. 200-29108
Place: New Delhi
Date: May 06, 2026

Standalone Statement of Cash Flows

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Particulars	March 31, 2026	March 31, 2025
A] CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	4,011.09	3,884.32
Adjustments for		
(Profit) on sale/Disposal of property, plant and equipment and intangible assets (net)	(29.58)	(5.81)
Depreciation and Amortization expenses	655.46	730.38
Finance Cost	90.70	85.56
Interest income	(663.20)	(621.16)
Dividend income	(445.89)	(655.28)
Gain on sale / redemption of mutual funds / bonds	(139.56)	(113.89)
Fair value loss /(gain) on financial assets (investments) at fair value through profit or loss	29.09	(11.43)
Provision for doubtful debts and advances (net)	(93.39)	(43.33)
Bad debts written off	38.89	107.53
Liabilities written back	(9.17)	(5.63)
Share based payment expenses	163.48	328.80
Unrealised foreign exchange loss	95.96	(17.14)
Operating Profit before working capital changes	**3,703.88**	**3,662.92**
Adjustments for changes in working capital:		
Decrease/(Increase) in Inventory	14.13	(17.92)
(Increase)/Decrease in trade receivables	(4,934.40)	956.71
Decrease/(Increase) in finance lease receivable	87.67	(284.11)
(Increase)/Decrease in other financials assets and other assets	(408.04)	57.21
Increase/(Decrease) in trade Payables	1,091.06	(1,026.91)
Increase in other financial liabilities, other liabilities and provisions	831.88	33.44
Cash generated from operations	**386.18**	**3,381.34**
Income taxes paid (net of refunds)	(820.47)	(922.18)
Net cash (used in)/ generated from operating activities (A)	**(434.29)**	**2,459.16**
B] CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment and intangible assets (including net movement in capital work in progress, intangible assets under development, capital advances and payables in respect of Property, Plant and equipment and intangible assets)	(444.92)	(411.27)
Proceeds from sale of property, plant and equipment and intangible assets	43.69	19.69
Purchase of other investments	(28,073.18)	(27,434.98)
Sale/redemption of investments	29,251.44	27,109.27
Interest received	450.42	410.25
Dividend received	445.89	655.28
Bank deposits placed	(101.41)	(1,029.76)
Proceeds from redemption of bank deposits	1,037.21	274.86
Net cash generated/ (used in) investing activities (B)	**2,609.14**	**(406.66)**

(Amount in ₹ million, unless otherwise stated)

Particulars		March 31, 2026	March 31, 2025
C]	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds from issue of share capital and share application money	58.62	105.66
	Proceeds from long term borrowings	-	140.34
	Repayment of long term borrowings	(30.45)	(29.35)
	Payment lease liabilities	(333.05)	(338.17)
	Dividend paid	(1,808.37)	(1,795.82)
	Interest and finance charges paid	(9.10)	(7.87)
	Net cash used in financing activities (C)	**(2,122.35)**	**(1,925.21)**
D]	**Exchange differences on translation of foreign currency cash and cash equivalents**	**2.00**	**1.13**
	Net Increase in cash and cash equivalents (A + B+ C+D)	**54.50**	**128.42**
	Cash and cash equivalents at end of the year (Refer Note (i) below)	715.13	660.63
	Cash and cash equivalents at beginning of the year (Refer Note (i) below)	660.63	532.21
	Net Increase/ (Decrease) in cash and cash equivalents during the year	**54.50**	**128.42**
Note (i):			
Cash and cash equivalents comprise of (Refer Note 10A):			
Balance with banks			
	- In current accounts	140.42	107.40
	- In deposit account (with original maturity of 3 months or less)	574.71	553.23
Total Cash and cash equivalents		**715.13**	**660.63**

Note (ii):

The above Statement Cash Flows has been prepared under the Indirect Method as set out in Indian Accounting Standard (Ind-AS) 7 on Statement of Cash Flows.

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number :324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership No. 135859

Place: New Delhi
Date: May 06, 2026

For and on behalf of the Board of Directors of
BIRLASOFT LIMITED
CIN: L72200PN1990PLC059594

Amita Birla
Chairman
DIN: 00837718
Place: London, United Kingdom
Date: May 06, 2026

Angan Guha
CEO & Managing Director
DIN: 09791436
Place: New Delhi
Date: May 06, 2026

Sneha Padve
Company Secretary
Membership No. A9678
Place: New Delhi
Date: May 06, 2026

Chandrasekar Thyagarajan
Chief Financial Officer
ICAI Membership No. 200-29108
Place: New Delhi
Date: May 06, 2026

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

Company Overview

Birlasoft Limited ("the Company") is a public limited company incorporated under the Companies Act, 1956 and its shares are listed on the National Stock Exchange and BSE Limited. The Company's registered office is in Pune and it has subsidiaries across multiple geographies. The CIN of the Company is L72200PN1990PLC059594.

The Company provides Software Development, global IT consulting to its clients, predominantly in Banking, Financial Services and Insurance, Life Sciences and Services, Energy Resources and Utilities and Manufacturing (which mainly includes Discrete Manufacturing, Hi-Tech & Media, Auto and Consumer packaged goods) verticals.

These Standalone Financial Statements were authorised for issue by the Company's Board of Directors on May 06, 2026.

1. Material accounting policies

1.1 Basis of preparation of Standalone financial statements

The standalone financial statements are prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time. The standalone financial statements are presented in millions of Indian rupees rounded off to two decimal places, except per share information, unless otherwise stated.

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 financial statements have been prepared on the historical cost basis except share based payments, defined benefit obligations and certain financial instruments, which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

1.2 Use of estimates

The preparation of standalone financial statements requires the management of the Company to make judgments, estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenditure during the year. Actual results could differ from estimates. Differences between actual results and estimates are recognized in the year in which the results are known / materialized.

Critical accounting estimates

i. Revenue Recognition

The Company uses the percentage-of-completion method in accounting for its fixed-price contracts. Use of the percentage-of-completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and satisfaction of performance obligation. Provisions for estimated losses, if any, on incomplete contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

The Company uses estimated efforts for recognition of unbilled revenue pertaining to time and material contracts.

ii. Income tax & Deferred tax

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions. A deferred tax asset is recognised to the extent that it is probable that future taxable profit

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

iii. **Measurement of defined benefit obligation, share based payments and key actuarial assumptions**

Information about assumptions and estimation uncertainties in respect of defined benefit obligations and share based payments is included in note 33 and 39 respectively.

iv. **Leases**

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

A portion of the Company's business relates to leasing of assets. This requires the management to make judgements with respect to whether the arrangement contains a lease based on the substance of the arrangement and an assessment of whether the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset. The Company is also required to assess whether the lease transfers substantially all the risks and rewards incidental to ownership of an asset to classify the same as finance leases requiring significant judgements.

v. **Impairment of investment in subsidiaries**

The Company reviews its carrying value of investments carried at cost (net of impairment, if any) annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for in the statement of profit and loss.

1.3 Current–non-current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

a. it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;

b. it is held primarily for the purpose of being traded;

c. it is expected to be realized within 12 months after the reporting date; or

d. it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

a. it is expected to be settled in the Company's normal operating cycle;

b. it is held primarily for the purpose of trading;

c. it is due to be settled within 12 months after the reporting date; or

d. the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty result in its settlement by the issue of equity instruments do not affect its classification.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The operating cycle of the Company is less than twelve months.

1.4 Revenue recognition

The Company earns revenue primarily from providing IT services, consulting and business solutions. The Company offers a consulting-led, integrated portfolio of technology services. The principal place of business is determined based on contractual terms and the substance of operations, reflecting the location of performance and control of the underlying services.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

- Revenue from time and material and job contracts is recognised on output basis measured by units delivered, efforts expended, number of transactions processed, etc.

- Revenue related to fixed price maintenance and support services contracts where the Company is standing ready to provide services is recognised based on time elapsed mode and revenue is straight lined over the period of performance or as determine by contractual terms.

- In respect of other fixed-price contracts, revenue is recognised using percentage-of-completion method ('POC method') of accounting with contract costs incurred/ efforts expended determining the degree of completion of the performance obligation.

- Revenue from third party software is recognised upfront at the point in time when software is delivered to the customer, such revenue is recognised on net basis when the Company is acting as an agent. In cases where implementation and / or customisation services rendered significantly modifies or customises the software, these services and software are accounted for as a single performance obligation and revenue is recognised over time on a POC method.

- Revenue from the sale of distinct third party hardware is recognised at the point in time when control is transferred to the customer.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue excludes taxes collected from customers and includes reimbursements of out-of-pocket expenses.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled revenue (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.

The Company recognizes contract fulfilment cost as an asset if those costs specifically relate to a contract or to an anticipated contract, the costs generate or enhance resources that will be used in satisfying performance obligations in future; and the costs are expected to be recovered. The asset so recognized is amortized on a systematic basis consistent with the transfer of goods or services to customer to which the asset relates.

Unearned revenue ("contract liability") is recognised when there is billings in excess of revenues.

The billing schedules agreed with customers include periodic performance based payments and

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

/ or milestone based progress payments. Invoices are payable within contractually agreed credit period.

In accordance with Ind AS 37, the Company recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

The Company disaggregates revenue from contracts with customers by business verticals and geography.

Use of material judgements in revenue recognition

i. The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

ii. Judgement is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

iii. The Company uses judgement to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative stand-alone selling price of each distinct product or service promised in the contract. Where standalone selling price is not observable, the Company uses the expected cost plus margin approach to allocate the transaction price to each distinct performance obligation.

iv. The Company exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

v. Revenue for certain fixed-price contracts is recognised using percentage-of-completion method. The Company uses judgement to estimate the future cost-to-completion of the contracts which is used to determine the degree of the completion of the performance obligation.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

vi. Contract Fulfillment costs are generally expensed as incurred except for costs which meet the criteria for capitalization as per Ind AS 115. Such costs are amortised over the contractual period. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

1.5 Property, plant and equipment

Property, plant and equipment are carried at cost of acquisition or construction less accumulated depreciation and/or accumulated impairment loss, if any. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. The cost and related accumulated depreciation are eliminated from the standalone financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets under construction are disclosed as capital work-in-progress.

1.6 Intangible assets

Intangible assets are stated at cost less accumulated amortization and accumulated impairment, if any.

In case of internally generated intangibles, costs incurred during the research phase of a project are expensed when incurred. Development activities involve a plan or design for the production of new or substantially improved products or processes. Development expenditure is capitalized only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalized includes the cost of materials, direct labour, overhead costs that are directly attributable to preparing the asset for its intended use, and directly attributable borrowing costs (in the same manner as in the case of property, plant and equipment). Other development expenditure is recognized in the Statement of Profit and Loss as incurred.

Intangible assets are derecognized on disposal or when no future economic benefits are expected from its use and subsequent disposal or when the economic benefits are not measurable.

1.7 Depreciation and amortization

Depreciation on property, plant and equipment is provided on the straight-line method over the useful lives of the assets. The management's estimates of the useful lives of various assets for computing depreciation are as follows:

Type of asset	Useful life (No. of years)
Buildings	25
Plant and equipment	3-4
Office Equipment	3-10
Owned Vehicle	3-5
Furniture and fixtures	7-10

The useful lives as given above best represent the period over which the management expects to use these assets, based on technical assessment. The estimated useful lives for these assets are therefore different from the useful lives prescribed under Part C of Schedule II of the Companies Act 2013. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Right-of-use assets taken on lease are amortized over shorter of useful lives and the period of lease.

Improvements to leased premises are amortized over the remaining non-cancellable period of the lease.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The management's estimates of the useful lives of intangible assets for computing amortization are as follows:

Type of asset	Useful life (No. of years)
Product development cost (internally generated)	3-4
Perpetual software licenses	4
Time-based software licenses	License period

Depreciation and amortisation methods, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

1.8 Impairment

a. Financial assets

The Company assesses at each Balance Sheet date whether a financial asset or a Group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. 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. Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. 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 recognized is recorded as an impairment gain or loss in Statement of Profit or Loss.

b. Non- financial assets

i. Property, plant and equipment and intangible assets

The management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. Impairment loss is recognized when the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's fair value less cost of disposal and value in use. For the purpose of impairment testing, assets are grouped together into the smallest group of assets (cash generating unit or CGU) that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

Intangible assets which are not yet available for use are tested for impairment annually. Other assets (tangible and intangible) are reviewed at each reporting date to determine if there is any indication of impairment. For assets in respect of which any such indication exists and for intangible assets mandatorily tested annually for impairment, the asset's recoverable amount is estimated.

If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists or has decreased, the assets or CGU's recoverable amount is estimated. For assets other than goodwill, the impairment loss is reversed 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. Such a reversal is recognized in the Statement of Profit and Loss.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

1.9 Leases

The Company has primarily leased rental office premises, vehicles, guest house, parking space, laptops etc. across multiple locations.

At the inception of contract the Company assesses whether the contract is, or contains a lease. A contract is, or contains, a lease if the contract involves use of an identified asset and conveys the right to control the use of asset for period of time in exchange for consideration i.e. customer has right to:

- obtain substantially all the economic benefits from using the asset and
- direct the use of asset

The Company as a lessee

a. Recognition and measurement

The Company recognises the right of use asset and lease liability at the commencement date of lease. The right of use asset is initially measured at cost, which comprises of present value of future lease rent payout adjusted for any payment made at or before commencement date any initial direct cost incurred and an estimate of cost to dismantle or remove an underlying asset or to restore an asset less any lease incentive received.

The lease liability is initially measured at present value of lease payments that is not paid at commencement date discounted at implicit rate mentioned in lease or incremental borrowing rate. The Company generally uses incremental borrowing rate as discount rate. The right-of-use assets is depreciated using the straight-line method from the commencement date over the useful life of right-of-use asset. The lease liability is subsequently measured at amortised cost using effective interest method. It is remeasured to reflect any lease modifications or reassessments.

b. Extension and termination of lease

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

c. Short term leases and low value assets

The Company has elected not to recognise right of use of assets and lease liabilities for short-term leases that have lease term of 12 months or less and leases of low value assets. The Company recognises the lease payments associated with these leases as an expense on a straight- line basis over lease term.

d. Impairment testing for right of use of assets

Right of use of assets are tested for impairment whenever there is any indication that their carrying amount is not recoverable. Impairment loss, if any, is recognised in statement of profit and loss.

The Company as a lessor

Leases in which the Company does not transfer substantially all the risk and rewards incidental to ownership of an asset is classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

direct cost incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessee's under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease. The Company allocates the transaction price to each performance obligation on a relative stand-alone selling price basis by determining the stand-alone selling price at contract inception of the distinct good or service underlying each performance obligation in the contract and allocates the transaction price in proportion to those stand-alone selling prices.

At the inception of the lease, a Company recognize the following for each of its finance leases:

(a) revenue being the fair value of the underlying asset, or, if lower, the present value of the lease payments accruing to the lessor, discounted using a market rate of interest;

(b) the cost of sale being the cost, or carrying amount if different, of the underlying asset less the present value of the unguaranteed residual value; and

(c) selling profit or loss (being the difference between revenue and the cost of sale) in accordance with its policy for outright sales.

Segregation of lease and non-lease components of the consideration

For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract in accordance with Ind AS 115. The standard requires allocation of the transaction price to each performance obligation (or distinct good or service) in a way that depicts the amount of consideration to which the entity expects to be entitled in exchange for transferring the promised goods or services to the customer. This requires the management to make significant estimates around the amount of consideration to which the entity expects to be entitled.

The Company allocates the transaction price to each performance obligation on a relative stand-alone selling price basis by determining the stand-alone selling price at contract inception of the distinct good or service underlying each performance obligation in the contract and allocates the transaction price in proportion to those stand-alone selling prices. Since the consideration is inclusive of the lease component, the stand-alone selling price is not directly observable. Hence, the Company estimates the standalone selling price by considering all the information (including market conditions, entity-specific factors and information about the customer or class of customer) that is reasonably available to the Company.

1.10 Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

1.11 Earnings per share

Basic earnings per share are computed by dividing the net profit for the year after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit for the year after tax by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares except where the results are anti-dilutive.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

1.12 Foreign currency transactions

a. Functional and presentation currency

Indian Rupee is the Company's functional as well as presentation currency.

b. Transactions in foreign currencies are translated to the functional currency of the Company at the exchange rates prevailing on the date of the transaction. Monetary items denominated in foreign currencies are translated into the functional currency at the year-end rates. The exchange differences so determined and also the realized exchange differences are recognized in the Statement of Profit and Loss. Non-monetary items denominated in foreign currencies and measured at fair value are translated into the functional currency at the exchange rate prevalent at the date when the fair value was determined. Non-monetary items denominated in foreign currencies and measured at historical cost are translated into the functional currency at the exchange rate prevalent at the date of transaction.

c. Translation of foreign operations

For translating the financial statements of foreign branches, their functional currencies are determined. The results and the financial position of the foreign branches are translated into presentation currency so that the foreign operation could be included in the standalone financial statements.

1.13 Employee benefits

i. Post-employment benefit plans

Defined benefit plan

The Company's gratuity scheme is a defined benefit plan. For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with independent actuarial valuations being carried out at each Balance Sheet date. Remeasurement of net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effects of asset ceiling (if any, excluding interest) are recognized in Other Comprehensive Income for the period in which they occur. Remeasurements are not reclassified to Statement of Profit or Loss in subsequent periods. Net interest expense and other expenses related to defined benefit plans are recognized in Statement of Profit and Loss. Past service cost is recognized immediately to the extent that the benefits are already vested or amortized on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognized in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost, and as reduced by the fair value of scheme assets, if any. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee provident fund to Government administered provident fund scheme which is a defined contribution plan. The Company's contribution is recognized as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

ii. Compensated absences

The employees of certain locations can carry-forward a portion of the unutilized accrued compensated absences and utilize it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method. Remeasurement gains/losses are recognised in the Statement of Profit and Loss in the period in which they arise.

iii. Other employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized during the period when the employee renders the service. These benefits include compensated absences (which cannot be carried forward) such as paid annual leave, overseas social security contributions, bonus and performance incentives.

1.14 Income taxes

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity or in other comprehensive income. Current tax items are recognised in correlation to the underlying transactions either in Other Comprehensive Income or directly in equity. Current income tax is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred tax liability is recognised for taxable temporary differences. Deferred income taxes are not provided on the undistributed earnings of branches where it is expected that the earnings of the branch will not be distributed in the foreseeable future. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

The taxable profit (tax loss), tax bases, unused tax losses, unused tax credits or tax rates for the purposes of current and deferred tax have been determined on the basis of Company's evaluation of acceptability of its tax positions by the taxation authorities.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

1.15 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale (qualifying asset) are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

1.16 Provisions, Contingent liabilities and Contingent assets

The Company recognizes provisions only when it has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

No provision is recognized for –

a. Any possible obligation that arises from past events and 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; or

b. Present obligations that arise from past events but are not recognized because-

- It is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- A reliable estimate of the amount of obligation cannot be made.

Such obligations are disclosed as contingent liabilities. These are assessed continually and only that part of the obligation for which an outflow of resources embodying economic benefits is probable, is provided for, except in the extremely rare circumstances where no reliable estimate can be made.

Contingent assets are not recognized in the Standalone financial statements since this may result in the recognition of income that may never be realized.

Onerous contracts

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established the Company recognizes any impairment loss on the assets associated with that contract.

Decommissioning Liability

The Company uses various premises on lease to run its operation and records a provision for decommissioning costs to be incurred for the restoration of these premises at the end of the lease period. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is expensed as incurred and recognised in the Statement of Profit and Loss as an interest expense. The estimated future costs of decommissioning and interest rate are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

1.17 Share based payments

In respect of stock options granted pursuant to the Company's Employee Stock Option Scheme, the Company recognizes employee compensation expense, using the grant date fair value in accordance with Ind-AS 102 - Share Based Payment, on straight line basis over the period over which the employees would become unconditionally entitled to apply for the shares.

1.18 Investment in subsidiaries

Investment in subsidiaries are measured at cost less impairment, if any.

1.19 Financial instruments

a. Initial recognition

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price unless those contain a significant financing component determined in accordance with Ind AS 115. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

b. Subsequent measurement

i. Non-derivative financial instruments

Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

However, in cases where the Company has made an irrevocable election for particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, the subsequent changes in fair value are recognized in other comprehensive income.

Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

value due to the short maturity of these instruments.

ii. Derivative financial instruments

The Company holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. the Company does not use derivative financial instruments for speculative purposes. The counter-party to the Company's foreign currency forward contracts is generally a bank.

Financial assets or financial liabilities, at fair value through profit or loss

Derivatives not designated as hedges are recognized initially at fair value and attributable transaction costs are recognized in the Statement of Profit and Loss, when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit or loss and the resulting exchange gains or losses are included in other income. Assets/ liabilities in this category are presented as current assets/current liabilities if they are either held for trading or are expected to be realized within 12 months after the Balance Sheet date.

Cash flow hedge

The use of hedging instruments is governed by the Company's policy approved by the Board of Directors, which provides written principles on the use of such financial derivatives consistent with the Company's risk management strategy.

The Company designates foreign exchange forward contracts as cash flow hedges to mitigate the risk of foreign exchange exposure on firm commitments and highly probable forecast transactions.

Hedging instruments are initially measured at fair value and are re-measured at subsequent reporting dates. The effective portion of changes in the fair value of the derivative is recognized in other comprehensive income and accumulated in the cash flow hedging reserve. Any significant ineffective portion of changes in the fair value of the derivative is recognized immediately in the Statement of Profit and Loss. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. For forecast transactions any cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve is retained until the forecast transaction occurs. When a hedged transaction occurs or is no longer expected to occur, the net cumulative gain or loss recognized in cash flow hedging reserve is transferred to the Statement of Profit and Loss.

The amount recognised in Other comprehensive income is reclassified to profit or loss as a reclassification adjustment in the same period as the hedged cash flows affect profit or loss, and in the same line item in the Statement of Profit or Loss and Other comprehensive income.

c. Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind-AS 109. A financial liability (or a part of a financial

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

d. Fair value of financial instruments

The Company uses discounted cash flow analysis method for the fair value of its financial instruments except for employee stock options (ESOP), where Black and Scholes options pricing model is used. The method of assessing fair value results in general approximation of value and such value may never actually be realized.

For all other financial instruments the carrying amount approximates fair value due to short maturity of those instruments.

Fair value measurements

The Company measures financial instruments, such as, derivatives and investments in mutual funds at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a. In the principal market for the asset or liability, or

b. In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

All assets and liabilities for which fair value is measured are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the standalone financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The Company's finance team determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations. The team comprises of the head of the treasury operation and chief finance officer.

External valuers are involved for valuation of significant assets and liabilities. Involvement of external valuers is decided on the basis of nature of transaction and complexity involved. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the finance team analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the team verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents. A change in fair value of assets and liabilities is also compared with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

1.20 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the standalone statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts (if any) as they are considered an integral part of the Company's cash management.

1.21 Dividends

Dividend to shareholders is recognised as liability and deducted from equity, in the year/period in which the dividends are approved by the shareholders.

1.22 Business combinations

(a) Business combinations are accounted for using the acquisition method under the provisions of Ind AS 103, Business Combinations. The cost of an acquisition is measured at the fair value of the assets transferred, equity instruments issued and liabilities incurred or assumed at the date of acquisition, which is the date on which control is transferred to the Company. The cost of acquisition also includes the fair value of any contingent consideration. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value on the date of acquisition.

Transaction costs that the Company incurs in connection with a business combination such as finders' fees, legal fees, due diligence fees, and other professional and consulting fees are expensed as incurred.

Impact of any changes in the purchase consideration, after the measurement period, is recorded in the Statement of Profit and Loss.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

(b) Goodwill represents the cost of business acquisition in excess of the Company's interest in the net fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. When the net fair value of the identifiable assets, liabilities and contingent liabilities acquired exceeds the cost of business acquisition, a gain is recognized immediately in net profit in the Statement of Profit and Loss. Goodwill is measured at cost less accumulated impairment losses.

(c) Business combinations arising from transfer of interests in entities that are under the control of the shareholder that control the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established.

Business combinations involving entities that are controlled by the group are accounted for using the pooling of interests method as follows:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- The identity of the reserves are preserved and the reserves of the transferor become the reserves of the transferee.
- The difference, if any, between consideration and the amount of share capital of required entity is transferred to capital reserve.

1.23 Recent accounting pronouncements

The new and amended standards that are notified by the Ministry of Corporate Affairs (MCA), but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company will adopt these new and amended standards, when they become effective.

(i) Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants and Ind AS 10 Events after the Reporting Period

Ind AS 10 has been amended to remove the previous treatment under which a lender's post-reporting-date waiver granted before the financial statements were approved for issue of a breach of a material covenant in a long-term loan arrangement that occurred on or before the end of the reporting period, resulting in the liability becoming payable on demand at the reporting date, was regarded as an adjusting event.

For annual reporting periods beginning on or after April 01, 2026, any breach of a covenant whether material or immaterial occurring on or before the reporting date will, in accordance with Ind AS 1, require the related liability to be classified as current, unless the lender has granted a waiver of the breach on or before the reporting date and has agreed not to demand repayment for at least 12 months after the reporting date as a consequence of the breach. Such a waiver shall be treated as an adjusting event.

The amendments are effective for annual reporting periods beginning on or after April 01, 2026 retrospectively in accordance with Ind AS 8.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

2A Property, plant and equipment

Particulars	Building	Leasehold improvements	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipments	Total
Gross carrying amount as at April 01, 2024	**345.83**	**975.73**	**1,788.68**	**119.51**	**6.62**	**388.81**	**3,625.18**
Additions	5.57	113.61	118.74	22.70	-	28.85	289.47
Disposal/retirements/derecognition	-	83.18	481.05	25.75	-	58.45	648.43
Gross carrying amount as at March 31, 2025	**351.40**	**1,006.16**	**1,426.37**	**116.46**	**6.62**	**359.21**	**3,266.22**
Accumulated depreciation as at April 01, 2024	**133.26**	**857.38**	**1,336.22**	**101.98**	**5.06**	**221.90**	**2,655.80**
Depreciation charge for the year	31.78	64.14	262.60	6.95	0.53	31.54	397.54
Disposal/retirements/derecognition	-	82.73	478.19	25.68	-	47.73	634.33
Accumulated depreciation as at March 31, 2025	**165.04**	**838.79**	**1,120.63**	**83.25**	**5.59**	**205.71**	**2,419.01**
Gross carrying amount as at April 01, 2025	**351.40**	**1,006.16**	**1,426.37**	**116.46**	**6.62**	**359.21**	**3,266.22**
Additions	-	56.81	374.21	21.77	-	30.81	483.60
Disposal/retirements/derecognition	3.21	72.14	163.69	18.56	6.62	36.40	300.62
Gross carrying amount as at March 31, 2026	**348.19**	**990.83**	**1,636.89**	**119.67**	**-**	**353.62**	**3,449.20**
Accumulated depreciation as at April 01, 2025	**165.04**	**838.79**	**1,120.63**	**83.25**	**5.59**	**205.71**	**2,419.01**
Depreciation charge for the year	32.24	72.23	205.76	6.16	0.17	27.76	344.32
Disposal/retirements/derecognition	3.21	61.62	162.82	18.56	5.76	34.07	286.04
Accumulated depreciation as at March 31, 2026	**194.07**	**849.40**	**1,163.57**	**70.85**	**-**	**199.40**	**2,477.29**
Net carrying amount as at March 31, 2025	**186.36**	**167.37**	**305.74**	**33.21**	**1.03**	**153.50**	**847.21**
Net carrying amount as at March 31, 2026	**154.12**	**141.43**	**473.32**	**48.82**	**-**	**154.22**	**971.91**

Notes:

1. Refer note 38(4) for disclosure on contractual commitments for the acquisition of property, plant and equipment.

2B Right-of-use assets

Particulars	Office Premises	Land	Vehicle	Total
Gross carrying amount as at April 01, 2024	**1,404.74**	**46.30**	**6.38**	**1,457.42**
Additions	885.50	-	16.32	901.82
Disposal/retirements/derecognition	681.82	-	6.70	688.52
Gross carrying amount as at March 31, 2025	**1,608.42**	**46.30**	**16.00**	**1,670.72**
Accumulated depreciation as at April 01, 2024	**1,002.01**	**4.32**	**0.87**	**1,007.20**
Depreciation expense for the year	288.22	0.54	4.79	293.55
Disposal/retirements/derecognition	602.71	-	2.00	604.71
Accumulated depreciation as at March 31, 2025	**687.52**	**4.86**	**3.66**	**696.04**
Gross carrying amount as at April 01, 2025	**1,608.42**	**46.30**	**16.00**	**1,670.72**
Additions	233.49	-	-	233.49
Foreign exchange translation	1.17	-	-	1.17
Disposal/retirements/derecognition	187.92	-	4.82	192.74
Gross carrying amount as at March 31, 2026	**1,655.16**	**46.30**	**11.18**	**1,712.64**
Accumulated depreciation as at April 01, 2025	**687.52**	**4.86**	**3.66**	**696.04**
Depreciation expense for the year	273.31	0.54	4.23	278.08
Foreign exchange translation	0.66	-	-	0.66
Disposal/retirements/derecognition	187.37	-	1.23	188.60
Accumulated depreciation as at March 31, 2026	**774.12**	**5.40**	**6.66**	**786.18**
Net carrying amount as at March 31, 2025	**920.90**	**41.44**	**12.34**	**974.68**
Net carrying amount as at March 31, 2026	**881.04**	**40.90**	**4.52**	**926.46**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

2C Capital work-in-progress

Capital work-in-progress	March 31, 2026	March 31, 2025
Opening balance	24.00	81.62
Additions	460.18	231.85
Capitalised during the year	(483.60)	(289.47)
Closing balance	**0.58**	**24.00**

Ageing of Capital work-in-progress is as below:

As at March 31, 2026

Particulars	Amounts in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	0.58	-	-	-	0.58
Projects temporarily suspended	-	-	-	-	-
Total	**0.58**	**-**	**-**	**-**	**0.58**

As at March 31, 2025

Particulars	Amounts in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	5.38	18.62	-	-	24.00
Projects temporarily suspended	-	-	-	-	-
Total	**5.38**	**18.62**	**-**	**-**	**24.00**

There are no projects under progress/ development , whose completion is overdue or has exceeded its cost as compared to its original plan during the Financial Year 2025-26 and 2024-25.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

2D Other intangible assets

	Internally Generated	Other than Internally Generated	Total
	Product Development Cost	Software	
Gross carrying amount as at April 01, 2024	**82.21**	**364.88**	**447.09**
Additions	-	5.81	5.81
Disposal/retirements/derecognition	-	0.74	0.74
Gross carrying amount as at March 31, 2025	**82.21**	**369.95**	**452.16**
Accumulated depreciation as at April 01, 2024	**40.38**	**311.78**	**352.16**
Amortisation charge for the year	14.33	24.96	39.29
Disposal/retirements/derecognition	-	0.74	0.74
Accumulated depreciation as at March 31, 2025	**54.71**	**336.00**	**390.71**
Gross carrying amount as at April 01, 2025	**82.21**	**369.95**	**452.16**
Additions	330.43	5.08	335.51
Disposal/retirements/derecognition	24.90	228.82	253.72
Gross carrying amount as at March 31, 2026	**387.74**	**146.21**	**533.95**
Accumulated depreciation as at April 01, 2025	**54.71**	**336.00**	**390.71**
Amortisation charge for the year	14.55	18.51	33.06
Disposal/retirements/derecognition	24.75	228.58	253.33
Accumulated depreciation as at March 31, 2026	**44.51**	**125.93**	**170.44**
Net carrying amount as at March 31, 2025	**27.50**	**33.95**	**61.45**
Net carrying amount as at March 31, 2026	**343.23**	**20.28**	**363.51**

2E Intangible Asset under Development

Intangible Asset under Development	March 31, 2026	March 31, 2025
Opening balance	**176.33**	-
Additions	159.18	182.14
Capitalised during the year	(335.51)	(5.81)
Closing balance	**-**	**176.33**

Intangible assets under development includes cost of developing a platform to be used by various functions for decision making purposes.

Intangible assets under development includes cost capitalised in the current year from Salaries and wages of ₹ 119.08 million (previous year ₹ 143.89 million) and other expenses of ₹ 35.02 million (previous year ₹ 32.44 million).

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Ageing of Intangible assets under development is as below:

As at March 31, 2026

Particulars	Amounts in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

As at March 31, 2025

Particulars	Amounts in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	176.33	-	-	-	176.33
Projects temporarily suspended	-	-	-	-	-
Total	**176.33**	**-**	**-**	**-**	**176.33**

There are no projects under progress/ development , whose completion is overdue or has exceeded its cost as compared to its original plan during the Financial Year 2025-26 and 2024-25.

2F Depreciation and amortisation expense

	March 31, 2026	March 31, 2025
Depreciation of property, plant and equipment	344.32	397.54
Depreciation of right of use assets	278.08	293.55
Amortisation of intangible assets	33.06	39.29
	655.46	**730.38**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

3 Investment

	March 31, 2026	March 31, 2025
Investments in equity instruments of subsidiaries at cost (unquoted)		
Birlasoft Computer Corporation, USA		
A wholly owned subsidiary company incorporated in USA	469.36	469.36
[204,082 (Previous year 204,082) common stock of issued equity, no par value]		
Birlasoft Solutions ME FZE	25.41	25.41
A wholly owned subsidiary company incorporated in Dubai		
[1 (Previous year 1) equity share of nominal value of AED 1,000,000]		
Birlasoft Solutions Inc, USA	2,879.17	2,879.17
A wholly owned subsidiary company incorporated in USA		
[12,467 (Previous year 12,467) Equity stock without par value fully paid-up]		
Birlasoft Inc , USA	25.90	25.90
A wholly owned subsidiary company incorporated in USA		
[10,000,000 (Previous year 10,000,000) Equity shares of par value USD 0.05 each fully paid up]		
Birlasoft Solutions France	215.97	215.97
A wholly owned subsidiary company incorporated in France		
[100,000 (Previous year: 100,000) Equity stock of Euro 1 each fully paid-up]		
Birlasoft Solutions Ltda	0.04	0.04
A subsidiary of Birlasoft Solutions Inc		
[1,000 (Previous year 1,000) shares of Brazilian Reas 1 each fully paid-up]		
Birlasoft Sdn Bhd	0.00*	0.00*
A wholly owned subsidiary company incorporated in Malaysia		
[5,000 (Previous year 5,000) equity shares of MYR 1 each fully paid-up]		
Birlasoft Solutions Limited	47.49	47.49
A wholly owned subsidiary company incorporated in UK		
[500,000 (Previous year 500,000) Equity Shares of £ 1 fully paid-up]		
Total Investments in equity instruments of subsidiaries at cost (unquoted)	**3,663.34**	**3,663.34**
Investments in bonds at amortised cost (unquoted)	441.33	-
Investments in index funds at amortised cost (quoted)	59.88	216.15
Investments in term deposits with financial institutions at amortised cost (unquoted)	1,308.38	2,755.65
	5,472.93	**6,635.14**
Notes:		
Aggregate Market value of quoted investment	**62.37**	**221.37**
Aggregate book value of quoted investment	**59.88**	**216.15**
Aggregate value of unquoted investment	**5,413.05**	**6,418.99**
Aggregate amount of impairment in the value of investment	**-**	**-**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

4 Other non-current financial assets

(valued at amortised cost) (Unsecured, considered good unless otherwise stated)

	March 31, 2026	March 31, 2025
Bank deposits having remaining maturity more than 12 months	-	1.60
Security deposits	122.72	95.98
	122.72	**97.58**

Note:

Information about the Company's exposure to interest rate risk and liquidity risk is disclosed in note 29.

5 Deferred tax assets

	March 31, 2026	March 31, 2025
Deferred tax assets	422.32	649.63
Deferred tax liabilities	4.67	229.11
Net deferred tax asset	**417.65**	**420.52**

For details, refer Note 40.

6 Other non-current assets

(Unsecured, considered good unless otherwise stated)

	March 31, 2026	March 31, 2025
Prepaid expenses	5.30	8.05
Contract Fulfillment Cost	102.83	10.06
Advance to suppliers	507.25	-
	615.38	**18.11**

7 Inventories

(valued at lower of cost or net realisable value)

	March 31, 2026	March 31, 2025
Stock of equipments	3.79	17.92
	3.79	**17.92**

There are no goods in transit as on March 31, 2026 and March 31, 2025. During the year there is no provision of net realisable value recorded (previous year ₹ Nil).

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

8 Current investments

	March 31, 2026	March 31, 2025
Investments in mutual funds measured at fair value through profit and loss (quoted)	313.32	1,741.17
Investment in bonds at amortised cost (unquoted)	-	1,063.64
Investments in index funds at amortised cost (quoted)	168.14	-
Investment in term deposits with financial institutions at amortised cost (unquoted)	6,022.91	3,416.06
	6,504.37	**6,220.87**
Note:		
Aggregate market value of quoted investment	487.35	1,741.17
Aggregate book value of quoted investment	481.46	1,741.17
Aggregate value of unquoted investment	6,022.91	4,479.70
Aggregate amount of impairment in the value of investment	-	-

Note:

The details of aggregate value of quoted/unquoted investments and the Company's exposure to liquidity risk and credit risk are disclosed in note 29.

9 Trade receivables

(valued at amortised cost) (Unsecured)

		March 31, 2026	March 31, 2025
A	**Billed**		
	Trade Receivables considered good	4,972.18	2,555.55
	Trade Receivables - which have significant increase in credit risk	87.62	36.15
	Trade Receivables - credit impaired	-	-
		5,059.80	**2,591.70**
	Less: Impairment allowance (allowance for bad and doubtful debts including expected credit loss)	96.74	174.72
		4,963.06	**2,416.98**
B	**Unbilled**	**2,419.69**	**124.46**
		7,382.75	**2,541.44**

Notes:

(i) Trade receivables include due from related parties ₹ 685.47 million (previous year ₹ 1,296.01 million) (Refer Note 30).

(ii) Trade receivables (including unbilled receivable) from related parties acting as agents is ₹ 5,652.86 million (previous year ₹ Nil) (Refer Note 30).

(iii) Trade receivables are non-interest bearing and are generally on terms of 60 to 90 days.

(iv) The Company's exposure to credit risk, currency risk and loss allowance related to trade receivables are disclosed in note 29.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Ageing of Trade Recievables as on March 31, 2026 is as below:

Particulars	Not Due	Outstanding from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Trade Receivables - Billed							
Undisputed - considered good	555.29	4,384.09	29.24	0.66	2.00	0.90	4,972.18
Undisputed - which have significant increase in credit risk	-	-	-	11.47	20.26	55.89	87.62
Undisputed - credit impaired	-	-	-	-	-	-	-
Disputed - considered good	-		-	-	-	-	-
Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed - credit impaired	-	-	-	-	-	-	-
Subtotal	**555.29**	**4,384.09**	**29.24**	**12.13**	**22.26**	**56.79**	**5,059.80**
Less: Allowance for bad and doubtful receivables billed							**96.74**
							4,963.06
Trade Receivables - Unbilled							**2,419.69**
Total							**7,382.75**

Ageing of Trade Recievables as on March 31, 2025 is as below:

Particulars	Not Due	Outstanding from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Trade Receivables - Billed							
Undisputed - considered good	991.23	1,413.48	100.10	20.77	16.40	13.57	2,555.55
Undisputed - which have significant increase in credit risk	-	1.68	27.87	6.60	-	-	36.15
Undisputed - credit impaired	-	-	-	-	-	-	-
Disputed - considered good	-	-	-	-	-	-	-
Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed - credit impaired	-	-	-	-	-	-	-
Subtotal	**991.23**	**1,415.16**	**127.97**	**27.37**	**16.40**	**13.57**	**2,591.70**
Less: Allowance for bad and doubtful receivables billed							**174.72**
							2,416.98
Trade Receivables - Unbilled							**124.46**
Total							**2,541.44**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

10 Cash and bank balances

		March 31, 2026	March 31, 2025
10A	**Cash and cash equivalents (valued at amortised cost)**		
	Balances with banks		
	- In current accounts	140.42	107.40
	- Deposits with banks (with original maturity of less than 3 months)	574.71	553.23
		715.13	**660.63**
10B	**Bank balances other than cash and cash equivalents (valued at amortised cost)**		
	Earmarked balances with banks - Unclaimed dividend (Refer Note iii below)	7.79	9.07
	Deposits with banks (with remaining maturity of less than 12 months (Refer note (ii) below))	132.72	1,069.06
		140.51	**1,078.13**
		855.64	**1,738.76**

Notes:

(i) Information about the Company's exposure to credit risk, interest rate risk, foreign currency risk and liquidity risk is disclosed in note 29.

(ii) Bank deposits include ₹ 128.57 million (previous year ₹ 36.37 million) held as deposits against bank guarantees.

(iii) There are no amounts due for payment to the Investor Education and Protection Fund under Section 125 of Companies Act, 2013 as at the year end.

(iv) There are no non-cash transactions relating between to investing activities as on March 31, 2026 and March 31, 2025.

(v) The rate of interest on bank deposit ranges between 1.5% to 8% p.a. with period ranging between 7 days to 365 days.

(vi) As on March 31, 2026, the Company had available ₹ 3,770.00 million (previous year ₹ 3,520.00 million) of undrawn borrowing facilities. The facilities are secured by first Pari passu charge on the current assets on the Company.

(vii) Non cash transactions relating to financing activities are as follows:

	Borrowings	Lease liabilities
Balance as at April 01, 2024	**-**	**484.00**
Proceeds	140.34	-
Repayments	(29.35)	(338.17)
Finance costs	3.08	74.61
Additions in leases (non-cash changes including effects of unrealised foreign exchange)	-	858.81
Deletion in leases	-	(84.02)
Balance as at March 31, 2025	**114.07**	**995.23**
Balance as at April 01, 2025	**114.07**	**995.23**
Proceeds	-	-
Repayments	(34.78)	(333.05)
Finance costs	4.03	81.90
Additions in leases (non-cash changes including effects of unrealised foreign exchange)	-	219.94
Deletion in leases	-	(5.01)
Balance as at March 31, 2026	**83.32**	**959.01**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

11 Other current financial assets

(valued at amortised cost) (Unsecured, considered good unless otherwise stated)

	March 31, 2026	March 31, 2025
Security deposits	25.05	65.47
Receivable from Subsidiaries	41.86	125.02
Other receivables (includes receivables from employees)	-	0.25
	66.91	**190.74**

Note:

Information about the Company's exposure to credit risk, interest rate risk, foreign currency risk and liquidity risk is disclosed in note 29.

12 Other current assets

(Unsecured, considered good unless otherwise stated)

	March 31, 2026	March 31, 2025
Contract assets -from fixed price contracts (Refer note 32 b.)	3.16	173.09
Advances to suppliers	29.08	30.78
Employee Advances	8.99	16.72
Balances with statutory authorities	650.15	649.76
Prepaid expenses	418.93	311.00
Contract Fulfillment Cost	40.70	52.78
	1,151.01	**1,234.13**

13A Equity share capital

	March 31, 2026	March 31, 2025
Authorised:		
870,000,000 (Previous year 870,000,000) equity shares of ₹ 2 each.	1,740.00	1,740.00
	1,740.00	**1,740.00**
Issued subscribed and fully paid up:		
279,506,288 (Previous year 277,877,193) equity shares of ₹ 2 each fully paid up.	559.01	555.75
	559.01	**555.75**

13.1 Terms and rights attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of ₹ 2 each. Each shareholder of equity shares is entitled to one vote per share and an equal right to dividend.

13.2 The final dividend proposed to be distributed to equity shareholders for the year ended March 31, 2026 by the Board of Directors in their meeting held on May 06, 2026 is ₹ 4/- per share (Previous year ₹ 4.00 per share) and is subject to the approval of the Members in the ensuing Annual General Meeting.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The amount of dividend recognized as distribution during the year to equity shareholders is as follows:

	March 31, 2026	March 31, 2025
Interim dividend for FY 2025-2026 : ₹ 2.5 per share	696.36	-
Final dividend for FY 2024-2025 : ₹ 4.0 per share	1,112.01	-
Interim dividend for FY 2024-2025 : ₹ 2.5 per share	-	691.50
Final dividend for FY 2023-2024 : ₹ 4.0 per share	-	1,104.32

13.3 In the event of liquidation of the Company, the holders of equity shares will be entitled to receive a share in the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

13.4 a) Reconciliation of authorised equity share capital:

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Number of shares	₹ in million	Number of shares	₹ in million
Equity shares				
At the beginning of the year	870,000,000	1,740.00	870,000,000	1,740.00
Add : Increase during the year	-	-	-	-
Outstanding at the end of the year	**870,000,000**	**1,740.00**	**870,000,000**	**1,740.00**

b) Reconciliation of issued, subscribed and fully paid-up equity share capital:

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Number of shares	₹ in million	Number of shares	₹ in million
Equity shares				
At the beginning of the year	277,877,193	555.75	275,937,421	551.87
Add : Issue of shares under share based payment scheme	1,629,095	3.26	1,939,772	3.88
Outstanding at the end of the year	**279,506,288**	**559.01**	**277,877,193**	**555.75**

13.5 Number of equity shares held by each shareholder holding more than 5% shares in the Company are as follows:

Name of the shareholders	Number of shares as at March 31, 2026	% of shares held	Number of shares as at March 31, 2025	% of shares held
National Engineering Industries Limited	107,736,274	38.55%	107,736,274	39.04%

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

13.6 Number of equity shares held by promoters in the Company are as follows:

Name of the promoter	Number of shares as at March 31,2026	% of shares held	Number of shares as at March 31,2025	% of shares held	% change during the year
National Engineering Industries Limited*	107,736,274	38.55%	107,736,274	38.77%	-0.22%
Central India Industries Ltd*	5,169,511	1.85%	5,169,511	1.86%	-0.01%

*% change due to ESOP allotment during the year.

13.7 In the period of five years immediately preceding reporting date, aggregate number of equity shares:

	March 31, 2026	March 31, 2025
Bought back in the financial year 2022-2023 by capitalisation of securities premium	7,800,000	7,800,000

13.8 Shares reserved for issue under options

Details of shares reserved under share based payment plans is disclosed in note 39.

13.9 Capital Management

For the Company's capital management, capital includes issued equity share capital, securities premium and all other equity reserves attributable to the shareholders. The primary objectives of the Company's capital management are to maximise the shareholder value and safeguard their ability to continue as a going concern. The funding requirements are generally met through operating cash flows generated. In order to fulfil its objective, the Company monitors capital using a gearing ratio which is net debt/ obligation divided by total equity. The Company policy is to keep the gearing ratio optimum.

	March 31, 2026	March 31, 2025
Borrowings & lease liabilities	83.32	114.07
Less: cash and cash equivalents (Note 10A)	715.13	660.63
Net payable (a)	**(631.81)**	**(546.56)**
Total equity (b)	**17,919.11**	**16,464.65**
Gearing ratio (a/b)	**-***	**-***

* Gearing ratio is not calculated as Cash and cash equivalent is higher than the obligations.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

13B Other equity

	March 31, 2026	March 31, 2025
Share application money pending allotment		
Opening balance	-	-
Add : Application money received during the year	58.62	105.66
Less : Issue of shares under share based payment scheme	(58.62)	(105.66)
	-	**-**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

	March 31, 2026	March 31, 2025
Capital Redemption Reserve		
Opening balance	55.60	55.60
Movement during the year	-	-
	55.60	**55.60**
Securities premium		
Opening balance	1,453.34	1,003.19
Add: Premium on issue of shares under share based payment scheme	55.36	101.78
Add: Transfer from share based payment reserve	469.24	348.37
	1,977.94	**1,453.34**
Share based payment reserve		
Opening balance	1,032.50	909.02
Add : Share based payments to employees	163.21	514.06
Less : Transfer to securities premium on account of employee stock option	(469.24)	(348.37)
Less: Transfer to retained earnings on account of stock options cancelled	(68.05)	(42.21)
	658.42	**1,032.50**
Amalgamation reserve	51.40	51.40
Movement during the year	-	-
	51.40	**51.40**
Retained earnings		
Opening balance	13,361.68	12,100.57
Add: Profit for the year	3,016.49	2,985.48
Remeasurement of the net defined benefit plans (Refer note 33)	15.69	29.24
Less: Dividend	(1,808.37)	(1,795.82)
Add: Transfer from share based payment Reserve	68.05	42.21
	14,653.54	**13,361.68**
Effective portion of cash flow hedges (Refer note 29.3)		
Opening balance	**(45.62)**	**10.33**
Increase/ decrease during the year	**8.82**	**(55.95)**
	(36.80)	**(45.62)**
	17,360.10	**15,908.90**

(i) Capital redemption reserve

Represents the nominal amount of:

a) Preference share capital: on redemption of 400,000, 0.01% cumulative redeemable preference shares.

b) Equity share capital: On buy-back of 7,800,000 fully paid equity shares of ₹ 2/- each in earlier years.

The reserve can be utilised in accordance with the provisions of Section 69 of the Companies Act, 2013.

(ii) Amalgamation reserve

Represents the amount credited on account of cancellation of stock options issued pursuant to the scheme of amalgamation and acquisition. It is utilized in accordance with the provisions of the Companies Act, 2013.

(iii) Securities premium reserve

Securities premium is used to record the premium received on issue of shares. It is utilized in accordance with the provisions of the Companies Act, 2013.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

(iv) Share based payment reserve

The Company has established various equity-settled share based payment plans for certain categories of employees of the Company. Refer note 39 for further details.

(v) Share application money pending allotment

The Company has established various equity-settled share based payment plans for certain categories of employees of the Company. This pertains to application money received from employees pending allotment and issue of shares under share based payment scheme.

(vi) Retained earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

(vii) Effective portion of cash flow hedges

The Company uses hedging instruments as part of its management of foreign currency risk associated with its highly probable forecast sales. For hedging foreign currency risk, the company uses forward contracts which are designated as cash flow hedges. To the extent this hedge is effective, the change in fair value of the hedging instruments is recognised in the effective portion of cash flow hedges. Amounts recognised in the effective portion of cash flow hedges are reclassified to profit or loss when the hedged item affects profit or loss.

14 Borrowings

(Unsecured, valued at amortised cost)

14A Non-Current

	March 31, 2026	March 31, 2025
Term loan from other parties (financial institution)	83.32	114.07
Less : Amount disclosed under Current Borrowings	32.02	31.66
	51.30	**82.41**

14B Current

	March 31, 2025	March 31, 2024
Current maturities of long term borrowings	32.02	31.66
	32.02	**31.66**

Notes:

1. The Term loan of ₹ 140.34 million is obtained for the purchase of equipments. Total tenure of the loan is 3 years to 5 years and remaining maturity of the loan as on March 31, 2026 is upto 3 years with rate of interest of 4.07% p.a.
2. The Company has not defaulted on repayment of loan and interest. In the event of default, the equipments will be hypothecated by the financial institution.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

15 Lease liabilities - non-current

(valued at amortised cost)

	March 31, 2026	March 31, 2025
Lease liabilities (Refer note 35)	771.34	741.84
	771.34	**741.84**

Note:

(i) Information about the Company's exposure to foreign currency risk, interest rate risk and liquidity risk is disclosed in note 29.

16 Other non-current financial liabilities

(valued at amortised cost)

	March 31, 2026	March 31, 2025
Accrued employee costs	5.71	22.51
	5.71	**22.51**

17 Provisions-non current

	March 31, 2026	March 31, 2025
Provision for employee benefits		
- Compensated absences	409.41	287.76
- Gratuity fund plan liabilities (Refer note 33 (2))	853.89	457.03
Other provisions		
- Provision for decommissioning liability (Refer note 38(3))	11.62	9.04
	1,274.92	**753.83**

18 Lease liabilities - current

(valued at amortised cost)

	March 31, 2026	March 31, 2025
Lease liabilities (Refer note 35)	187.67	253.39
	187.67	**253.39**

Note:

(i) Information about the Company's exposure to foreign currency risk, interest rate risk and liquidity risk is disclosed in note 29.

19 Trade payables

(valued at amortised cost)

	March 31, 2026	March 31, 2025
Total outstanding dues of micro enterprises and small enterprises ('MSME') (Refer note 31)	17.30	3.45
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,065.03	1,037.50
	2,082.33	**1,040.95**

Notes:

(i) Trade payables include dues to related party ₹ 1,317.35 million (Previous year ₹ 267.47 million) (refer note 30).

(ii) Information about the Company's exposure to foreign currency risk and liquidity risk is disclosed in note 29.

(iii) Trade payables are non-interest bearing and are generally settled on 30 days terms.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Ageing of Trade Payables as on March 31, 2026 is as below:

Particulars	Not Due	Outstanding for the following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises (undisputed)	9.18	8.09	0.03	-	-	17.30
Total outstanding dues of creditors other than micro enterprises and small enterprises (undisputed)	415.77	704.96	90.78	-	-	1,211.51
Total outstanding dues of micro enterprises and small enterprises (disputed)	-	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises (disputed)	-	-	-	-	-	-
	424.95	**713.05**	**90.81**	**-**	**-**	**1,228.81**
Unbilled dues						**853.52**
Total						**2,082.33**

Ageing of Trade Payables as on March 31, 2025 is as below:

Particulars	Not Due	Outstanding for the following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises (undisputed)	-	3.45	-	-	-	3.45
Total outstanding dues of creditors other than micro enterprises and small enterprises (undisputed)	259.41	203.98	-	0.12	-	463.51
Total outstanding dues of micro enterprises and small enterprises (disputed)	-	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises (disputed)	-	-	-	-	-	-
	259.41	**207.43**	**-**	**0.12**	**-**	**466.96**
Unbilled dues						**573.99**
Total						**1,040.95**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

20 Other current financial liabilities

	March 31, 2026	March 31, 2025
Financial liabilities measured at fair value through OCI		
Forward contracts designated as cash flow hedges	475.11	85.27
Financial liabilities measured at amortised cost		
Accrued employee costs	535.15	652.88
Unclaimed dividend*	7.79	9.07
Payables in respect of property, plant and equipment and intangible assets	202.59	6.52
Security deposits	0.43	5.83
Payable to subsidiaries (Refer note 30)	668.35	613.28
	1,889.42	**1,372.85**

*Unpaid dividend does not include amount due and outstanding to be credited to the Investor Education and Protection Fund.

21 Other current liabilities

	March 31, 2026	March 31, 2025
Unearned revenue	32.88	3.75
Advances from customers	0.08	6.94
Statutory due payable*	330.28	486.65
Others liabilities **	2.62	2.95
	365.86	**500.29**

*Includes payable with respect to Goods and Service Tax, Withholding taxes, Provident fund, etc.

** Others includes amount deducted from employee's salary towards Employees Benevolent Fund deposits.

22 Provisions - current

	March 31, 2026	March 31, 2025
Provision for employee benefits		
- Compensated absences	131.76	112.80
- Gratuity fund plan liabilities (Refer note 33 (2))	199.69	127.26
Other provisions		
- Provision for onerous Contracts (Refer note 38(2))	8.76	-
- Provision for decommissioning liability (Refer note 38(3))	0.69	0.74
	340.90	**240.80**

23 Revenue from operations

	March 31, 2026	March 31, 2025
Software services (Refer note 32)	28,188.45	25,853.71
Sale of equipment and software licenses	31.58	725.12
	28,220.03	**26,578.83**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

24 Other income

	March 31, 2026	March 31, 2025
Interest income on		
Bank deposits and other deposits	620.16	557.97
Others (Refer note (i))	43.04	63.19
Dividend from subsidiary	445.89	655.28
Profit on sale / disposal of property, plant and equipment and intangible assets (net)	29.58	5.81
Other non operating income		
Gain on sale/ redemption of mutual funds/bonds (net)	139.56	113.89
Fair value gain on financial assets (investments) at fair value through profit or loss	(29.09)	11.43
Foreign exchange gain (net)	(413.40)	(70.44)
Insurance claims and other receipts (net of expenses directly attributable to such income)	-	26.52
Miscellaneous Income (Refer note (ii))	11.04	5.63
	846.78	**1,369.28**

Note:

(i) Includes interest on finance lease receivable, interest on refund of taxes and finance income on unwinding of security deposits.

(ii) Includes liabilities no longer required written back.

25 Cost of equipment and software licences

	March 31, 2026	March 31, 2025
Purchases of equipment and software licences	2.57	732.65
Movement in stock of equipments and software licences		
Opening stock	17.92	-
Less: Closing stock	3.79	17.92
	14.13	**(17.92)**
	16.70	**714.73**

26 Employee benefits expense

	March 31, 2026	March 31, 2025
Salaries and wages	17,774.24	17,575.29
Contribution to provident and other funds (Refer note 33(1))	740.76	735.49
Gratuity expense (Refer note 33(2))	299.63	186.33
Share based compensation to employees (Refer note 39)	163.48	328.80
Staff welfare expenses	73.04	54.97
	19,051.15	**18,880.88**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

27 Finance costs

	March 31, 2026	March 31, 2025
Interest on borrowings	4.03	3.08
Interest on lease liabilities (Refer note 35)	81.90	74.61
Other Interest expense	4.77	7.87
	90.70	**85.56**

28 Other expenses

	March 31, 2026	March 31, 2025
Cost of service delivery	1,186.81	447.15
Cost of professional sub-contracting	830.19	786.69
Travelling and conveyance (net)	335.18	213.83
Recruitment and training expenses	209.25	220.40
Power and fuel	72.15	78.97
Lease Rent (Refer note 35)	16.90	14.62
Repairs and maintenance		
- buildings	114.40	158.89
- plant and equipment	8.08	9.02
- software	845.23	782.56
- others	144.61	65.03
Insurance	97.02	88.56
Rates and taxes	30.51	29.17
Communication expenses	81.41	82.70
Legal and professional fees	659.24	361.65
Marketing expenses	18.70	12.10
Auditors remuneration		
- Audit fees	18.40	27.80
- Limited review of quarterly results	4.50	3.90
- Fees for other services	2.00	1.95
- Out of pocket expenses reimbursed	2.30	2.08
Bad debts written off	38.89	107.53
Provision for doubtful debts and advances	(93.39)	(43.33)
Contributions towards corporate social responsibility (Refer note 46)	70.10	70.44
Miscellaneous expenses*	142.35	130.53
	4,834.83	**3,652.24**

Note:

*Miscellaneous expenses mainly includes security charges, membership and subscription charges and other office expenses.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

29 Financial Instruments

29.1 Financial Instruments by category

The carrying value and fair value of financial instruments by categories as on March 31, 2026 are as follows:

Particulars	Amortised cost	Financial assets/ liabilities at fair value through profit or loss	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total fair value
Financial Assets					
Investments (Other than Subsidiaries)	8,000.64	313.32	-	8,313.96	8,360.36
Trade receivables	7,382.75	-	-	7,382.75	7,382.75
Cash and cash equivalents	715.13	-	-	715.13	715.13
Bank balances other than cash and cash equivalents	140.51	-	-	140.51	140.51
Finance lease receivable	240.83	-	-	240.83	240.83
Other financial assets	189.63	-	-	189.63	189.63
Total Financial Assets	**16,669.49**	**313.32**	**-**	**16,982.81**	**17,029.21**
Financial Liabilities					
Borrowings	83.32	-	-	83.32	83.32
Trade payables	2,082.33	-	-	2,082.33	2,082.33
Lease liabilities	959.01	-	-	959.01	959.01
Other financial liabilities	1,420.02	-	475.11	1,895.13	1,895.13
Total Financial Liabilities	**4,544.68**	**-**	**475.11**	**5,019.79**	**5,019.79**

The carrying value and fair value of financial instruments by categories as on March 31, 2025 were as follows:

Particulars	Amortised cost	Financial assets/ liabilities at fair value through profit or loss	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total fair value
Financial Assets					
Investments (Other than Subsidiaries)	7,451.50	1,741.17	-	9,192.67	9,197.89
Trade receivables	2,541.44	-	-	2,541.44	2,541.44
Cash and cash equivalents	660.63	-	-	660.63	660.63
Bank balances other than cash and cash equivalents	1,078.13	-	-	1,078.13	1,078.13
Finance lease receivable	302.66	-	-	302.66	302.66
Other financial assets	288.32	-	-	288.32	288.32
Total Financial Assets	**12,322.68**	**1,741.17**	**-**	**14,063.85**	**14,069.07**
Financial Liabilities					
Borrowings	114.07	-	-	114.07	114.07
Trade payables	1,040.95	-	-	1,040.95	1,040.95
Lease liabilities	995.23	-	-	995.23	995.23
Other financial liabilities	1,310.09	-	85.27	1,395.36	1,395.36
Total Financial Liabilities	**3,460.34**	**-**	**85.27**	**3,545.61**	**3,545.61**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

29.2 Fair value hierarchy

Financial assets and liabilities include cash and cash equivalents, other balances with banks, trade receivables (including unbilled), other financial assets, trade payables and other financial liabilities whose fair values approximate their carrying amounts largely due to the short term nature of such assets and liabilities. Fair value of lease liabilities including Finance lease receivable approximate its carrying amounts, as lease liabilities are valued using the discounted cash flow method.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices). This level of hierarchy include Company's over the counter (OTC) derivative contracts.

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following methods and assumptions were used to estimate the fair values:

i) The fair value of the quoted bonds and mutual funds are based on price quotations at reporting date.

The following table presents fair value hierarchy of financial assets and liabilities as on March 31, 2026 :

Particulars	As at March 31, 2026	Fair value measurement as at		
		Level 1	Level 2	Level 3
Investments in Mutual funds and Index Funds(quoted)	541.34	541.34	-	-
Investments in Bonds (unquoted)	441.33	-	441.33	-
Investments in Term deposits(unquoted)	7,331.29	-	7,331.29	-
Forward contract (Liability) designated as cash flow hedge	(475.11)	-	(475.11)	-

The following table presents fair value hierarchy of assets and liabilities measured as on March 31, 2025 :

Particulars	As at March 31, 2025	Fair value measurement as at		
		Level 1	Level 2	Level 3
Investments in Mutual funds and Index funds (quoted)	1,957.32	1,957.32	-	-
Investments in Bonds (unquoted)	1,063.64	-	1,063.64	-
Investments in term deposits(unquoted)	6,171.71	-	6,171.71	-
Forward contract designated as cash flow hedge	(85.27)	-	(85.27)	-

29.3 Financial risk management

The board of directors has overall responsibility for the establishment and oversight of the Company risk management framework. The board of directors has established the Risk Management Committees, which is responsible for developing and monitoring the Company's risk management policies. The Company has exposure to the following risks arising from financial instruments.

a. Credit risk

Credit risk is the risk of financial losses to the Company if a customer or counterparty to financial instruments fails to discharge its contractual obligations and arises primarily from the Company's receivables from customers amounting to ₹ 5,059.8 million and ₹ 2,591.7 million and unbilled revenue amounting to ₹ 2,419.69 million and ₹ 124.46 million as on March 31, 2026 and March 31, 2025 respectively. To manage this, the Company periodically assesses the key accounts receivable balances. Credit risk on derivative instruments is generally low as the company enters into derivative contracts

Notes forming part of the standalone financial statements

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(Amount in ₹ million, unless otherwise stated)

with reputed banks. As per Ind-AS 109 : Financial Instruments, the Company uses expected credit loss model to assess the impairment loss or gain.

The carrying amount of trade and other receivables and other financial assets represents the maximum credit exposure.

i. Trade receivables

The management has established accounts receivable policy under which customer accounts are regularly monitored. The Company has a dedicated sales team at each geography which is responsible for collecting dues from the customer within stipulated period. The management reviews status of critical accounts on a regular basis.

ii. Impairment

Movement in the allowance for impairment in respect of trade and finance lease receivables

Particulars	March 31, 2026	March 31, 2025
Balance at the beginning of the year	174.72	222.13
Provision made	29.80	245.80
Provision reversed	(74.22)	(188.21)
Provision utilised	(38.89)	(107.53)
Translation exchange difference	5.33	2.53
Balance at the end of the year	**96.74**	**174.72**

iii. Cash and bank balances

The Company held cash and bank balances of ₹ 855.64 million and ₹ 1,738.76 million as on March 31, 2026 and March 31, 2025 respectively. The cash and bank balances are held with banks which have high credit ratings assigned by international credit rating agencies.

iv. Guarantees

The Company's policy is to provide financial guarantees on behalf of subsidiaries. The Company has issued the guarantees to certain banks in respect of credit facilities granted to its subsidiaries. There are no external borrowings in subsidiaries as on March 31, 2026 and March 31, 2025.

v. Investment

The Company invests surplus funds in mutual fund schemes, Index funds, bonds and fixed deposits with Banks and Financial Institutions. The mutual funds are regulated by Securities and Exchange Board of India(SEBI). The Company manages the risk through diversification and by placing limits on individual instruments. Investments of surplus funds are made only with approved counterparties having a good market reputation and within credit limits assigned to each counterparty.

b. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company has a view of maintaining liquidity and to take minimum possible risk while making investments. In order to maintain liquidity, the Company invests its excess funds in short term liquid assets like liquid mutual funds and bonds.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The Company monitors its cash and bank balances periodically in view of its short term obligations associated with its financial liabilities.

The liquidity position at each reporting date is given below:

Particulars	March 31, 2026	March 31, 2025
Cash and cash equivalents	715.13	660.63
Other balances with banks (excluding unclaimed dividend)	132.72	1,069.06
Investments in Mutual funds and Index Funds (quoted) (non-trade)	541.34	1,957.32
Investments in term deposits(unquoted)	7,331.29	6,171.71
Investments in bonds (Unquoted)(non-trade)	441.33	1,063.64
Fixed deposits with banks	-	1.60
Total	**9,161.81**	**10,923.96**

The following are the remaining undiscounted contractual maturities of financial liabilities as on March 31, 2026.

Particulars	Less than 1 year	1-2 years	2-4 years	4-5 years	> 5 years	Total
Borrowings	34.77	29.36	23.95	-	-	88.08
Trade payables	2,082.33	-	-	-	-	2,082.33
Lease liabilities on undiscounted basis	255.01	251.62	446.68	75.94	129.20	1,158.45
Other financial liabilities	1,895.13	-	-	-	-	1,895.13

The following are the remaining undiscounted contractual maturities of financial liabilities as on March 31, 2025.

Particulars	Less than 1 year	1-2 years	2-4 years	4-5 years	> 5 years	Total
Borrowings	34.77	34.77	53.31	-	-	122.85
Trade payables	1,040.95	-	-	-	-	1,040.95
Lease liabilities on undiscounted basis	315.69	202.89	399.23	123.15	182.63	1,223.59
Other financial liabilities	1,395.36	-	-	-	-	1,395.36

***c.* Market risk**

Market risk is a risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

i. Foreign currency risk

Significant portion of the Company's revenues are in foreign currencies, while a significant portion of the costs are in Indian rupee i.e. functional currency of the Company. The foreign currencies to which the Company is majorly exposed to are US Dollars, Euros and Pound Sterling.

The Company evaluates net exchange rate exposure based on current revenue projections and expected volatility in the market and covers its exposure as per ratios defined in treasury policy. For this purpose the Company uses foreign currency derivative instruments such as forward covers to mitigate the risk. The counterparty to these derivative instruments is a bank. The Company has designated derivative instruments as cash flow hedge to mitigate the foreign exchange exposure of highly probable forecasted cash flows.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

a. **Foreign Currency Sensitivity**

The following table demonstrates the sensitivity to a reasonable possible change in US Dollars, Euros, Pound Sterling and Other currencies with all other variables constant:

Currency	Fluctuation	Impact on profit before tax	
		March 31, 2026	March 31, 2025
US Dollars	+1%	26.84	5.86
	-1%	(26.84)	(5.86)
Euros	+1%	3.17	1.47
	-1%	(3.17)	(1.47)
Pound Sterling	+1%	1.37	6.22
	-1%	(1.37)	(6.22)
Other	+1%	0.17	1.07
	-1%	(0.17)	(1.07)

b. **Derivative assets and liabilities designated as cash flow hedges**

In accordance with its risk management policy and business plan the Company has hedged its cash flows. The Company enters into derivative contracts to offset the foreign currency risk arising from the amounts denominated in currencies other than in Indian rupees. The counter party to the Company's foreign currency contracts is a bank. These contracts are entered into to hedge the foreign currency risks of firm commitments (sales orders) and highly probable forecast transactions. Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

The following are the outstanding GBP/USD/EUR: INR Currency Exchange Contracts entered into by the Company which has been designated as Cash Flow Hedges:

Particulars	March 31, 2026		March 31, 2025	
	Foreign Currency	₹	Foreign Currency	₹
EUR	5.46	580.84	6.44	601.96
USD	72.00	6,490.86	86.5	7,391.26
GBP	4.75	570.22	6.35	692.89

The forward contracts entered have maturity between 30 days to 11 months from the Balance Sheet date.

Notes forming part of the standalone financial statements

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(Amount in ₹ million, unless otherwise stated)

The movement in the hedging reserve for derivatives, which have been designated as Cash Flow Hedges, is as follows:

Particulars	March 31, 2026	March 31, 2025
Balance at the beginning of the year	(45.62)	10.33
Gains/(losses) recognised in Other Comprehensive Income	11.78	(74.76)
- Total Gains/(losses) recognised in other comprehensive income	(389.83)	(99.07)
- Amounts reclassified to Statement of Profit and Loss	401.61	24.31
Deferred tax on fair value of effective portion of cash flow hedges	(2.96)	18.81
Hedge ineffectiveness recognised in profit and loss	-	-
Balance at the end of the year	(36.80)	(45.62)

ii. **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 exposure to the risk of changes in market interest rates relates primarily with Company's fixed and floating rate instruments. There is no open exposure of floating rate instrument. The interest rate profile of the Company's interest-bearing financial instruments is as follows:

Particulars	March 31, 2026	March 31, 2025
Fixed rate instruments		
Financial liabilities	83.32	114.07
Financial assets	8,793.36	10,600.42
Floating rate instruments		
Financial assets	-	-

30 Related party disclosures

A. Relationship between the parent and its subsidiaries

Relationship	Name of related party
Subsidiary Companies (Direct holding)	Birlasoft Solutions Inc , USA
	Birlasoft Solutions France , France
	Birlasoft Computer Corporation, USA
	Birlasoft Solutions ME FZE , UAE
	Birlasoft Solutions Limited , UK
	Birlasoft Sdn Bhd, Malaysia
	Birlasoft Inc., USA

Notes forming part of the standalone financial statements

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(Amount in ₹ million, unless otherwise stated)

Relationship	Name of related party
Subsidiary Companies (Indirect holding)	Birlasoft Consulting Inc., USA (Subsidiary of Birlasoft Solutions Inc, USA)
	Birlasoft Technologies Canada Corporation, Canada (Subsidiary of Birlasoft Computer Corporation, USA)
	Birlasoft Solutions Ltda, Brazil (Subsidiary of Birlasoft Solutions Inc, USA)
	Birlasoft Solutions GmbH, Germany (Subsidiary of Birlasoft Solutions Ltd. UK)
	Birlasoft (UK) Limited, UK (Subsidiary of Birlasoft Inc)
	Birlasoft Solutions Mexico, S.A. DE C.V., Mexico (Subsidiary of Birlasoft Solutions Inc, USA)

B. List of Key Management Personnel

Key Management Personnel ('KMP')	Amita Birla	Chairperson and Non-Executive Director
	Chandrakant Birla	Non-Executive Director
	Alka Bharucha (upto May 22, 2023)	Independent Director
	Ashok Kumar Barat (upto January 14, 2024)	Independent Director
	Ananth Sankaranarayanan	Independent Director
	Nandita Gurjar (upto January 14, 2024)	Independent Director
	Satyavati Berera	Independent Director
	Nidhi Killawala	Independent Director
	Manish Choksi	Independent Director
	Angan Guha	Chief Executive Officer & Managing Director
	Kamini Shah (upto August 07, 2025)	Chief Financial Officer
	Chandrasekar Thyagarajan (w.e.f. August 08, 2025)	Chief Financial Officer
	Sneha Padve	Company Secretary

C. List of close member of KMPs	Siddhant Padve

D. List of other related parties with whom there are transactions	CK Birla Corporate Services Limited
	Khaitan & Co. LLP
	Calcutta Medical Research Institute
	Nutritap Technologies Private Limited

E. Enterprise having significant influence over the entity	National Engineering Industries Limited
	Central India Industries Limited

F. Public Company in which a director is a director and holds, along with his relatives, greater than 2% of its paid-up share capital	Orient Cement Limited*
	Orient Electric Limited

* Ceased to be a related party w.e.f. April 22, 2025 pursuant to sale .

Notes forming part of the standalone financial statements

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(Amount in ₹ million, unless otherwise stated)

G. Transactions with related parties

Particulars	Subsidiary Companies		Public Company in which a director is a director and holds, along with his relatives, greater than 2% of its paid-up share capital		KMP		Close member of KMP's		Enterprise having significant influence over the entity and other related parties		Total March 31, 2026	Total March 31, 2025
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025		
I Transaction during the year												
Revenue from operations	15,164.58	23,149.36	30.55	29.81	-	-	-	-	11.72	8.10	15,206.85	23,187.27
Transactions with subsidiaries acting as agents	10,770.81	-	-	-	-	-	-	-	-	-	10,770.81	-
Cost of service delivery	914.72	7.84	-	-	-	-	-	-	-	-	914.72	7.84
Reimbursement of Revenue	-	103.54	-	-	-	-	-	-	-	-	-	103.54
Reimbursement -(Expenses)/Income (net)	(53.71)	10.44	-	-	0.25	0.17	-	-	45.71	-	(7.75)	10.61
Other expenses	38.24	56.29	-	-	-	-	-	-	133.63	134.51	171.87	190.80
Cost recovery	-	-	-	-	-	-	-	-	17.21	7.84	17.21	7.84
Dividend paid	-	-	-	-	3.31	0.65	-	-	733.89	733.89	737.20	734.54
Dividend received	445.89	655.28	-	-	-	-	-	-	-	-	445.89	655.28
Remuneration to KMPs (including salary, perquisites, employment benefit plans)	-	-	-	-	559.62	478.77	0.60	0.42	-	-	560.22	479.19
Commission and sitting fees paid	-	-	-	-	23.40	21.20	-	-	-	-	23.40	21.20
II Outstanding Balance as at year end												
Trade receivables	675.40	1,284.51	5.90	5.89	-	-	-	-	4.17	5.61	685.47	1,296.01
Receivable from subsidiaries acting as agents (including unbilled receivable)	5,652.86	-	-	-	-	-	-	-	-	-	5,652.86	-
Trade payables	1,292.85	257.74	-	-	-	-	-	-	24.50	9.73	1,317.35	267.47
Commission payable	-	-	-	-	16.00	16.00	-	-	-	-	16.00	16.00
Investment	3,663.34	3,663.34	-	-	-	-	-	-	-	-	3,663.34	3,663.34
Receivables from Subsidiaries	41.86	125.02	-	-	-	-	-	-	-	-	41.86	125.02
Payable to subsidiaries	668.35	613.28	-	-	-	-	-	-	-	-	668.35	613.28

Notes forming part of the standalone financial statements

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H. Related party transactions include transactions pertaining to the following parties with whom the transactions are considered to be individually significant (percentage of the transactions being 10% or more of the total of transactions given in note G above):

Transaction	Related party name	March 31, 2026	March 31, 2025
Revenue from operations	Birlasoft Solutions Inc.	4,287.28	9,249.61
	Birlasoft Inc.	6,703.39	9,485.10
	Others	4,216.18	4,452.56
Transactions with subsidiaries acting as agents	Birlasoft Inc.	4,596.36	-
	Birlasoft Solutions Inc.	5,762.56	-
	Others	411.89	-
Cost of service delivery	Birlasoft Solutions Inc	461.56	(2.39)
	Birlasoft Inc.	368.70	-
	Others	84.46	10.23
Reimbursement -(expenses)/income (net)	Birlasoft Computer Corporation	1.10	2.48
	CK Birla Corporate Services Limited	45.71	-
	Birlasoft Inc.	1.75	46.36
	Birlasoft Solutions Inc	4.24	39.30
	Birlasoft (UK) Limited	(64.46)	(21.99)
	Birlasoft Solutions ME FZE	0.04	(56.93)
	Birlasoft Solutions Ltda.	2.90	-
	Others	0.97	1.39
Reimbursement revenue	Birlasoft Inc.	-	35.53
	Birlasoft Solutions Inc.	-	51.68
	Others	-	16.33
Other expenses	CK Birla Corporate Services Limited	85.86	91.84
	Calcutta Medical Research Institute	44.00	35.30
	Birlasoft Solutions Inc.	38.24	54.55
	Others	3.77	9.11
Cost recovery	CK Birla Corporate Services Limited	17.21	7.84
Dividend paid	National Engineering Industries Limited	700.29	700.29
	Others	36.91	34.25
Dividend received	Birlasoft Inc.	308.68	655.28
	Birlasoft Solutions Inc.	137.21	-
Remuneration (including salary, perquisites,etc)#	Angan Guha	468.01	443.45
	Kamini Shah	62.42	28.48
	Chandrasekar Thyagarajan	20.55	-
	Others	9.24	7.26

Notes forming part of the standalone financial statements

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(Amount in ₹ million, unless otherwise stated)

Transaction	Related party name	March 31, 2026	March 31, 2025
Commission and sitting fees paid	Amita Birla	5.95	5.75
	Ananth Sankaranarayanan	3.55	3.00
	Ashok Kumar Barat	-	2.40
	Chandrakant Birla	2.65	2.55
	Satyavati Berera	4.40	2.35
	Nidhi Killawala	3.45	1.80
	Manish Choksi	3.40	1.40
	Nandita Gurjar	-	1.60
	Alka Bharucha	-	0.35

I. Outstanding balances pertaining to the following parties with whom the percentage of the outstanding balances are 10 % or more of the total outstanding balance at year end:

Particulars	Related party name	March 31, 2026	March 31, 2025
Trade receivables	Birlasoft Inc.	74.89	347.56
	Birlasoft Solutions Limited	92.37	346.83
	Birlasoft Solutions GmbH	152.42	29.65
	Birlasoft (UK) Limited	225.54	407.56
	Others	140.25	164.41
Receivable from subsidiaries acting as agents (including unbilled receivable)	Birlasoft Inc.	2,372.56	-
	Birlasoft Solutions Inc.	3,005.39	-
	Others	274.91	-
Trade payables	Birlasoft Inc.	368.69	0.13
	Birlasoft Solutions ME FZE	46.02	82.76
	Birlasoft (UK) Limited	145.33	93.32
	Birlasoft Solutions Inc.	692.03	10.15
	Birlasoft Computer Corporation	23.47	33.76
	Others	41.81	47.35
Commission payable	Amita Birla	5.00	5.00
	Ananth Sankaranarayanan	2.00	2.00
	Satyavati Berera	3.00	3.00
	Nidhi Killawala	2.00	2.00
	Manish Choksi	2.00	2.00
	Chandrakant Birla	2.00	2.00
Receivables from Subsidiaries	Birlasoft Inc.	25.51	-
	Birlasoft (UK) Limited	0.13	124.54
	Others	16.22	0.48
Payable to subsidiaries	Birlasoft Solutions Inc.	331.51	387.75
	Birlasoft Solutions France	77.71	64.44
	Birlasoft Computer Corporation	70.77	51.70

Notes forming part of the standalone financial statements

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(Amount in ₹ million, unless otherwise stated)

Particulars	Related party name	March 31, 2026	March 31, 2025
	Birlasoft Consulting Inc.	65.17	60.91
	Birlasoft (UK) Limited	78.93	3.08
	Others	44.26	45.40
Investment	Birlasoft Solutions Inc.	2,879.17	2,879.17
	Birlasoft Computer Corporation	469.36	469.36
	Others	314.81	314.81

Remuneration includes share based payments to Angan Guha ₹ 447.80 million (previous year ₹ 431.72 million), to Kamini Shah ₹ 44.70 million (previous year ₹ Nil), to Sneha Padve ₹ 1.52 million (previous year ₹ Nil)

Terms and Conditions

(i) Remuneration pertains to short-term employee benefits other than gratuity and leave encashment since the same is computed for all employees of the Company as a whole and a separate actuarial valuation for the directors, key management personnel and their close members is not available.

(ii) The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year end are unsecured with a short term duration unless otherwise stated and interest free except for loans, if any, and settlement occurs in cash. For the year ended March 31, 2026, the Company has not recorded any impairment of receivables relating to amount owed by related parties other than those disclosed separately above (March 31, 2025 Nil). This assessment is undertaken in each financial year through examining the financial position of the related party and the market in which the related party operates.

31 Disclosure as per the requirement of section 22 of the Micro, Small and Medium Enterprise Development Act, 2006:

a. Principal amount payable to Micro and Small Enterprises (to the extent identified by the Company from available information) as at March 31, 2026 is ₹ 21.24 million (trade payable: ₹ 17.30 million; payables in respect of fixed assets ₹ 3.94 million) [(Previous year - ₹ 3.45 million) (trade payable: ₹ 3.45 million; payables in respect of fixed assets ₹ Nil)]. Estimated interest due thereon is ₹ Nil (Previous year ₹ Nil).

b. Amount of payments made to suppliers beyond the appointed date during the year is ₹ 54.42 million (Previous year - ₹ 47.07 million). Interest paid thereon is ₹ Nil (Previous year - ₹ Nil) and the estimated interest due and payable thereon is ₹ 1.60 million (Previous year - ₹ 1.11 million).

c. The amount of interest due and payable for the period of delay in making payment but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006 is ₹ Nil .

d. The amount of estimated interest accrued and remaining unpaid as at March 31, 2026 is ₹ 8.13 million (Previous year ₹ 6.53 million).

e. The amount of further estimated interest due and payable for the period from April 01, 2026 to actual date of payment or May 06, 2026 (whichever is earlier) is ₹ Nil.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

32 Disclosures as per Ind AS 115 - Revenue from Contract with Customers

a. Disaggregation of revenue from contracts with customers

Set out below is the disaggregation of the Company's revenue from contracts with customers

Revenue for year ended March 31, 2026:

Particulars	Manufacturing	BFSI	Energy , Resources & Utility	Life science and services	Revenue from Subsidiary	Total
External Customers	4,901.68	3,759.34	3,283.92	1,110.51	-	13,055.45
Revenue from Subsidiary	-	-	-	-	15,164.58	15,164.58
Total revenue from contracts with customers	**4,901.68**	**3,759.34**	**3,283.92**	**1,110.51**	**15,164.58**	**28,220.03**
Geographical Markets						
a. America	3,192.73	3,535.56	3,125.63	1,015.53	12,231.36	23,100.81
b. UK and Europe	263.50	84.86	-	-	2,872.94	3,221.30
c. Rest of World	1,445.45	138.92	158.29	94.98	60.28	1,897.92
Total revenue from contracts with customers	**4,901.68**	**3,759.34**	**3,283.92**	**1,110.51**	**15,164.58**	**28,220.03**

Revenue for year ended March 31, 2025:

Particulars	Manufacturing	BFSI	Energy , Resources & Utility	Life science and services	Revenue from Subsidiary	Total
External Customers	2,552.82	378.50	311.57	185.17	-	3,428.06
Revenue from Subsidiary	-	-	-	-	23,150.77	23,150.77
Total revenue from contracts with customers	**2,552.82**	**378.50**	**311.57**	**185.17**	**23,150.77**	**26,578.83**
Geographical Markets						
a. America	-	-	116.98	5.87	20,819.72	20,942.57
b. UK and Europe	283.94	191.32	-	-	2,247.21	2,722.47
c. Rest of World	2,268.88	187.18	194.59	179.30	83.84	2,913.79
Total revenue from contracts with customers	**2,552.82**	**378.50**	**311.57**	**185.17**	**23,150.77**	**26,578.83**

Particulars	March 31, 2026	March 31, 2025
Disaggregation of revenue by nature of contracts		
Fixed price contracts	15,752.73	17,712.34
Time and material contracts	12,467.30	8,866.49
	28,220.03	**26,578.83**

b. Trade receivables and Contract balances:

Particulars	March 31, 2026	March 31, 2025
Trade receivables	4,963.06	2,416.98
Contract asset (including unbilled revenue)	2,422.85	297.55
Advances from customers	0.08	6.94
Unearned revenue	32.88	3.75

The Company classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

A receivable is a right to consideration that is unconditional upon passage of time. Revenue for time and material contracts are recognized as related services are performed. Revenue for fixed price maintenance and support services contracts is recognized on a straight line basis over the period of the contract. Revenues in excess of billings is recorded as unbilled revenue and is classified as a financial asset for these cases as right to consideration is unconditional upon passage of time.

Revenue recognition for fixed price contracts is based on percentage of completion method. Invoicing to the clients is based on milestones as defined in the contract. This would result in the timing of revenue recognition being different from the timing of billing the customers. Unbilled revenue for fixed price contracts is classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

Invoicing in excess of earnings are classified as unearned revenue.

Trade receivables are non-interest bearing and generally have a credit period of 60 days.

c. Changes in unbilled revenue

Particulars	March 31, 2026	March 31, 2025
Balance at the beginning of the year	**297.55**	**420.26**
Invoices raised/ reversed that were included in the Unbilled revenue balance at the beginning of the year	297.55	337.79
Increase due to revenue recognised during the year, excluding amounts billed during the year	2,422.85	215.08
Balance at the end of the year	**2,422.85**	**297.55**

d. Changes in unearned revenue

Particulars	March 31, 2026	March 31, 2025
Balance at the beginning of the year	**3.75**	**7.86**
Revenue recognised that was included in the unearned revenues balance at the beginning of the year	3.75	7.86
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	32.88	3.75
Balance at the end of the year	**32.88**	**3.75**

The unearned revenue primarily relate to the advance consideration received on contracts entered with customers for which no work is performed at the reporting date, and therefore revenue will be recognized when rights become unconditional.

e. Performance Obligation

While disclosing the aggregate amount of transaction price yet to be recognised as revenue towards unsatisfied (or partially) satisfied performance obligations, along with the broad time band for the expected time to recognise those revenues, the Company has applied the practical expedient in Ind AS 115. Accordingly, the Company has not disclosed the aggregate transaction price allocated to unsatisfied (or partially satisfied) performance obligations which pertain to contracts where revenue recognised corresponds to the value transferred to customer typically involving time and material, outcome based and event based contracts.

Unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as terminations, changes in scope of contracts, periodic revalidations of the estimates, economic factors (changes in currency rates, tax laws etc).

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at year end are as follows:

Particulars	March 31, 2026	March 31, 2025
Within one year	1,731.17	1,059.74
More than one year	1,231.97	151.25

f. Contract Fulfillment Cost:

The Company recognizes contract fulfilment cost as an asset if those costs specifically relate to a contract or to an anticipated contract, the costs generate or enhance resources that will be used in satisfying performance obligations in future; and the costs are expected to be recovered. The asset so recognized is amortized on a systematic basis consistent with the transfer of goods or services to customer to which the asset relates.

Changes in Contract Fulfillment Cost	March 31, 2026	March 31, 2025
Opening Balance	**62.84**	**97.67**
Cost incurred during the year qualifying as contract fulfillment cost	175.03	202.81
Amortized in the reporting year	94.34	237.64
Closing balance	**143.53**	**62.84**

g. Reconciliation of revenue recognised in the Statement of Profit and Loss with the contracted price is as follows:

Particulars	March 31, 2026	March 31, 2025
Contracted price	28,891.06	27,155.54
Reductions towards variable consideration components (included in contract) *	(671.03)	(576.71)
Revenue recognised	**28,220.03**	**26,578.83**

*The reduction towards variable consideration comprises of volume discounts, service level credits, etc.

33 Details of employee benefits as required by Ind-AS 19 - "Employee benefits" are as under:

1 Defined contribution plan

Amount recognized as an expense in the Statement of Profit and Loss in respect of defined contribution plan is ₹ 740.76 million (Previous year ₹ 735.49 million).This includes contributions towards Provident fund, Employee State Insurance Scheme, Labour Welfare Fund, and National Pension Scheme.

2 Defined benefit plan

Defined benefit plan - Funded

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Gratuity is a benefit to an employee in India based on 15 days of last drawn salary for each completed year of service with a vesting year of 5 years.

These defined benefit plans expose the Company to actuarial risks, such as longevity risk and interest rate risk.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Changes in the present value of the defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows :

Particulars	March 31, 2026	March 31, 2025
Present value of defined benefit obligation at the beginning of the year	886.82	787.03
Current service cost	201.89	148.78
Interest cost	67.37	56.51
Past service cost	377.71	-
Liability transferred in	-	0.60
Actuarial loss / (Gain) recognized in other comprehensive income		
a) changes in demographic assumptions	-	-
b) changes in financial assumptions	(31.58)	(10.66)
c) experience adjustments	12.21	(19.50)
Benefits paid	(136.54)	(75.94)
Present value of defined benefit obligation at the end of the year	**1,377.88**	**886.82**

Changes in the plan assets representing reconciliation of opening and closing balances thereof are as follows :

Particulars	March 31, 2026	March 31, 2025
Fair value of plan assets at the beginning of the year	302.53	264.05
Actual return on plan assets	20.16	18.96
Assets transferred in	-	0.60
Employer contribution	-	10.00
Benefits paid	-	-
Adjustments to return on plan assets	1.61	8.92
Fair value of plan assets at the end of the year	**324.30**	**302.53**

Analysis of defined benefit obligation	March 31, 2026	March 31, 2025
Present value of obligation as at the end of the year	1,377.88	886.82
Fair value of plan assets	324.30	302.53
Net (asset) / liability recognized in the Balance Sheet	**1,053.58**	**584.29**
Current	199.69	127.26
Non Current	853.89	457.03

Components of employer expenses/remeasurement recognized in the Statement of Profit and Loss	March 31, 2026	March 31, 2025
Current service cost	201.89	148.78
Interest cost (net)	47.21	37.55
Past Service Cost		
- considered as exceptional item (impact of Labour Code)	327.19	-
- under employee benefits	50.53	-
Expenses recognized in the Statement of Profit and Loss	**626.82**	**186.33**
Expenses disclosed in employee benefit (refer note 26)	299.63	186.33
Expenses disclosed as exceptional item (refer note 45)	327.19	-

Notes forming part of the standalone financial statements

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(Amount in ₹ million, unless otherwise stated)

Components of employer expenses/remeasurement recognized in the Other Comprehensive Income (OCI)	March 31, 2026	March 31, 2025
Actuarial loss / (gain) for the year on obligations	(19.37)	(30.16)
Actuarial loss / (gain) for the year on assets	(1.60)	(8.92)
Net (income) / expense recognized in the OCI	**(20.97)**	**(39.08)**

Actuarial assumptions:	March 31, 2026	March 31, 2025
Discount rate	0.07	0.07
Salary escalation		
- For next 1 year	6.00% p.a.	6.00% p.a.
- Future years thereafter	6.00% p.a.	6.00% p.a.
Attrition Rate		
- 2 years and below	0.25	0.25
- 3 years to 4 years	0.25	0.25
- 5 years and above	0.15	0.15

a. The discount rate is based on prevailing yields of Indian Government Securities as at the Balance Sheet date for the estimated term of the obligation.

b. Salary escalation rate: The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

c. Assumptions regarding future mortality rates are the rates as given under Indian Assured Lives Mortality (2012-14) Ultimate.

Major categories of plan assets (as percentage of total plan assets)

Particulars	March 31, 2026	March 31, 2025
Plan assets managed by insurer	100%	100%

The expected contribution to the fund in the financial year 2026-27 is ₹ 25 million.

Composition of Plan Assets

Major categories of Plan Assets are as under:*	March 31, 2026	March 31, 2025
Life Insurance Corporation of India	304.76	282.99
Axis Gratuity trust	19.54	19.54
Total	**324.30**	**302.53**

*Investment in Plan Assets are unquoted. These plan assets are invested by LIC and Axis Gratuity trust as per their guidelines and no further details are available with the Company.

Expected expense to be recognised in next annual reporting year.

Particulars	March 31, 2026	March 31, 2025
Service cost	238.14	162.01
Net interest cost	75.23	38.91
Expected expense for the next annual reporting year	**313.37**	**200.92**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Sensitivity Analysis

A quantitative sensitivity analysis for significant assumptions is as shown below:

Projected benefit obligation on current assumptions	March 31, 2026		March 31, 2025	
	Defined benefit obligation		Defined benefit obligation	
	Increase	Decrease	Increase	Decrease
Discount rate (1 % movement)	(61.27)	67.51	(41.76)	46.14
Future salary growth (1% movement)	71.83	(68.02)	47.65	(44.35)
Demographic Assumptions (1 % movement)	(2.85)	2.43	(4.66)	4.63

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the present value of obligation and aids in understanding the uncertainty of reported amounts. Sensitivity analysis is done by varying one parameter at a time and studying its impact.

Sensitivity analysis for each significant actuarial assumptions namely Discount rate and Salary assumptions have been shown in the table above at the end of the reporting period, showing how the defined benefit obligation would have been affected by the changes.

The method used to calculate the liability in these scenarios is by keeping all the other parameters and the data same as in the base liability calculation except the parameters to be stressed.

There is no change in the method from the previous period and the points / percentage by which the assumptions are stressed are same to that in the previous year.

The assumptions for mortality and attrition do not have a significant impact on the liability, hence are not considered a significant actuarial assumption for the purpose of sensitivity analysis.

Risk Exposure

The gratuity scheme is a salary defined benefit plan that provides for lump sum payment made on exit either by way of retirement, death, disability or voluntary withdrawal. The benefits are defined on the basis of final salary and the period of service and paid as lump sum at exit. The plan design means the risk commonly affecting the liabilities and the financial results are expected to be:

(a) Interest rate risk: The defined benefit obligation calculated uses a discount rate based on government bonds, if bond yield fall, the defined benefit obligation will tend to increase.

(b) Salary inflation risk: Higher than expected increases in salary will increase the defined benefit obligation.

(c) Demographic risk: This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria.

The following is the maturity profile of undiscounted defined benefit obligation:

Projected benefits payable in future years from the date of reporting	March 31, 2026	March 31, 2025
Within 1 year	174.70	102.26
1-2 year	191.86	110.49
2-3 year	186.92	117.74
3-4 year	179.73	113.55
4-5 year	165.56	107.51
5-6 year	599.27	385.80
Thereafter	572.31	381.87

Notes forming part of the standalone financial statements

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(Amount in ₹ million, unless otherwise stated)

Weighted average assumptions used to determine net periodic benefit cost

Particulars	March 31, 2026	March 31, 2025
For Birlasoft Limited		
Number of active members	9,777.00	10,275.00
Per month salary cost for all active members (₹ million)	725.63	512.47
Weighted average duration of the projected benefit obligation (years)	6.00	6.00
Projected benefit obligation (PBO)	1,377.88	886.82

34 Segment information

Where a financial report contains both consolidated financial statements and separate financial statements of the parent, segment information needs to be presented only in case of consolidated financial statements. Accordingly, segment information has been provided only in the consolidated financial statements.

35 Leases

Following is movement in lease liabilities

Particulars	Vehicles		Office buildings		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Opening Balance	12.42	5.31	982.81	478.69	995.23	484.00
Additions during the year	-	16.32	219.37	842.45	219.37	858.77
Finance cost during the year	0.76	0.93	81.14	73.68	81.90	74.61
Disposals / termination	3.66	4.68	1.35	79.34	5.01	84.02
Payment of lease liabilities	4.69	5.46	328.36	332.71	333.05	338.17
Exchange differences	-	-	0.57	0.04	0.57	0.04
Closing Balance	**4.83**	**12.42**	**954.18**	**982.81**	**959.01**	**995.23**

The following is breakup of current and non-current lease liabilities

Particulars	March 31, 2026	March 31, 2025
Current lease liabilities	187.67	253.39
Non-current lease liabilities	771.34	741.84
Total	**959.01**	**995.23**

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis

Particulars	March 31, 2026	March 31, 2025
Less than one year	255.01	315.69
One to five years	774.24	725.27
More than five years	129.20	182.63
Total	**1,158.45**	**1,223.59**

The Company does not face significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Amount recognised in the Statement Profit and Loss :

Particulars	March 31, 2026	March 31, 2025
Finance cost on lease liabilities	81.90	74.61
Expense relating to short term leases	7.69	7.29
Expense relating to leases of low value assets excluding short term leases of low value assets	0.34	1.78
Expenses relating to variable lease payments not included in measurement of lease liabilities	8.87	5.55

Cashflows in the Statement of Cash flows

Particulars	March 31, 2026	March 31, 2025
Repayment of lease liabilities	333.05	338.17
Total	**333.05**	**338.17**

- The Company has lease contracts for office buildings and vehicles. The Company's obligations under its leases are secured by the lessor's title to the leased assets. The average period of lease is 7 years for office premises and 3 years for vehicles.
- There are several lease contracts that include extension and termination options and variable lease payments. The Company also has certain leases of buildings / guest houses with lease terms of 12 months or less and with low value. The Company has applied the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

36 Finance Lease Receivable

The Company has entered into an arrangement with its customers where the Company will provide "End User Device Services" including supply of hardware (laptops, desktops and accompanying peripherals) as well as financing which addresses deployment, support, management and asset recovery at the end of the useful life of the asset. Based on the evaluation of the terms and condition of the arrangement such as lease term constituting the major part of the economic life of the asset, the fair value of the asset and that it has transferred significant risk and rewards in these assets to the customer, the lease arrangement has been classified as finance lease.

Particulars	March 31, 2026	March 31, 2025
Gross Investment in lease		
- Not later than one year	87.67	87.67
- Later than one year but not later than five years	241.09	306.85
- Later than five years	-	-
Total	**328.76**	**394.52**
Present value of minimum lease receivables		
-Not later than one year	67.31	39.92
-Later than one year but not later than five years	173.52	262.74
-Later than five years	-	-
Total	**240.83**	**302.66**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Particulars	March 31, 2026	March 31, 2025
Contingent rents recognised in the statement of profit and loss for the year	-	-
Unguaranteed residual values accruing to the benefit of the lessor	-	-
The accumulated provision for uncollectible minimum lease payments receivable	-	-

37 Basic and diluted earnings per share (EPS)

Particulars		March 31, 2026	March 31, 2025
Nominal value per equity share	₹	**2.00**	**2.00**
Profit for the year attributable to equity shareholders of the Holding Company (A)	₹ (million)	3,016.49	2,985.48
Weighted average number of equity shares outstanding at the end of the year for basic earnings per share (B)	No. of shares	279,526,759	277,247,308
Earnings per share – basic (A/B)	₹	**10.79**	**10.77**
Effect of dilutive potential equity shares-			
Weighted average number of diluted equity shares outstanding at the end of the year, adjusted for the effect of dilution of shares (C)	No. of shares	280,259,125	279,669,900
Earnings per share – diluted (A/C)	₹	**10.76**	**10.68**

Computation of weighted average number of shares

Particulars	March 31, 2026	March 31, 2025
Number of equity shares outstanding as on April 01	277,877,193	275,937,421
Weighted average number of shares exercised, bought back and stock options vested(net)	1,649,566	1,309,887
Weighted average number of equity shares considered for calculation of basic EPS	**279,526,759**	**277,247,308**
Effect of dilution		
Weighted average stock options granted under ESOP	732,367	2,422,592
Weighted average number of equity shares considered for calculation of diluted EPS	**280,259,125**	**279,669,900**

38 Details of provisions and movement in each class of provisions as required by the Indian Accounting Standard (Ind As-37) - Provisions, Contingent liabilities and Contingent assets.

1 Contingent liabilities

A. Taxes and guarantees

Sr. No.	Particulars	March 31, 2026	March 31, 2025
1	Outstanding bank guarantees in routine course of business	62.09	62.56
2	Income tax matters (Refer note (ii))	1,055.10	410.74
3	Goods and Service Tax and Service tax matters (excluding interest and penalty)(Refer note (i))	680.66	688.22
4	Other matters (Refer note (iii))	27.75	27.75

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Note:

(i) Goods and Services Tax and Service tax matters

a. The Company has filed an appeal before Central Excise and Service Tax Appellate Tribunal against the order received from Commissioner of Central Excise & Service Tax, Pune I for the period April 2014 to March 2015 demanding service tax on:

- ₹ 169.34 million (Previous year ₹ 169.34 million) towards Service Tax on the amount received by branches from overseas clients on behalf of the Company, under the head 'Business Auxiliary Services'.

- ₹ 13.07 million (Previous year ₹ 13.07 million) towards the amount of expenditure made in foreign currency.

b. During the year, the Company has received favourable order from Commissioner (Appeals), Central GST, Hyderabad for the period April 2018 to March 2020 (Previous year ₹ 7.56 million)

c. Department has filed an appeal against the Company in the following cases:

- ₹ 469.65 million (Previous year ₹ 469.65 million) towards Service Tax on the amount received by branches from overseas clients on behalf of the Company for the period October 2006 to March 2014, under the head 'Business Auxiliary Services' and expenditure made in foreign currency in respect of category II and III services with the Hon'ble Supreme Court of India.

- ₹ 28.60 million (Previous year ₹ 28.60 million) towards Service Tax refund granted for the period April 2006 to March 2008 with the Hon'ble Bombay High Court.

(ii) Income tax matters

The Income Tax Department has filed appeals for various years with Hon'ble Delhi High Court predominantly contesting a) the set off of losses of STP unit against Non STP unit b) deduction claimed by the Company u/s 10A of the Income-tax Act, 1961 and c) the Arm's Length Price of the transactions entered with the related parties. The disputed tax amount is ₹ 364.64 million (previous year ₹ 235.93 million).

The Company has filed appeals with various appellate authorities for different assessment years. The key items for which appeals are filed are a) allowability of deduction claimed by the Company u/s 10A of the Income-tax Act, 1961 b) deduction under section 36 of the Income-tax Act, 1961, with respect to deposit of dues c) disallowance of rent equalization reserve d) tax withholding obligations e) disallowance of section 80G claim and f) Arm's Length Price of the transactions entered with the related parties. The disputed tax amount is ₹ 690.46 million (previous year ₹ 174.81 million).

(iii) Other matters

These matters pertain to the Transferor Company acquired pursuant to the composite scheme.

a. ₹ 19.47 million (previous year ₹ 19.47 million)(excluding interest) arising out of the Order passed by District Magistrate/Collector, Gautam Budha Nagar, imposing stamp duty of ₹ 12.98 million for alleged short payment of stamp duty along with penalty of ₹ 6.49 million in respect of the office space taken (since vacated) at D-195 , Sector 63 , Noida, Gautam Budha Nagar, Uttar Pradesh, India, by erstwhile Birlasoft (India) Ltd. (now merged with and into Birlasoft Limited). The matter has been remanded back by Hon'ble Supreme Court to Hon'ble Allahabad High Court for hearing it afresh. The matter is presently pending before Hon'ble Allahabad High Court.

b. ₹ 7.20 million (previous year ₹ 7.20 million) (excluding interest) arising out of the Order passed by Additional District Magistrate/Collector, Gautam Budha Nagar, imposing stamp duty of ₹ 6.20 million for alleged short payment of stamp duty along with penalty of ₹ 1.00 million in respect of the office space taken (since vacated) at H-9, Sector 63 , Noida, Gautam Budha Nagar, Uttar Pradesh, India, by erstwhile Birlasoft (India) Ltd. (now merged with and into Birlasoft Limited). The Company has filed a Writ petition before Hon'ble Allahabad High Court for quashing of the Order.

c. ₹ 1.08 million (previous year ₹ 1.08 million) arising out of the Demand Notice issued by Tamil Nadu Electricity Board, Chennai on account of purported short levy due to tariff difference. The Company has filed a Writ petition before the Hon'ble Madras High Court at Chennai, challenging such a demand. The Court heard the Arguments and directed the respondent Board TNEB to file appropriate petition before the Tamil Nadu Electricity Regulatory Commission for appropriate order passed by the Commission. Case disposed on 26.08.2019. It is found that TNEB has not yet filed any application to that effect. Further, none of the other similar consumers such as Birlasoft have approached the TNERC. Once TNEB files an application before the TNERC and Birlasoft receives notice of the said application further proceedings will take place. There is yet not any finality on the alleged demand.

2 Provisions for Onerous contract

In accordance with Ind AS 37, the Group recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received. Movement in provision is as below:

Particulars	March 31, 2026	March 31, 2025
Carrying amount as at beginning of the year	-	4.70
Additional provision made/ reversed during the year	8.76	(4.70)
Carrying amount as at end of the year	**8.76**	**-**
Current	8.76	-
Non-current	-	-

3 Provision for decommissioning liability

As per Ind AS 37 , the Company has made a provision for future lease restoration expenses of ₹ 12.31 million (Previous year ₹ 9.78 million) in respect of leased premises in Noida and Hyderabad. The same is expected to be utilised at the end of the lease period.

Particulars	March 31, 2026	March 31, 2025
Carrying amount as at beginning of the year	9.78	3.58
Additional provision made during the year	2.53	6.20
Amount paid/utilized during the year	-	-
Carrying amount as at end of the year	**12.31**	**9.78**
Current	0.69	0.74
Non-current	11.62	9.04

4 Capital Commitments:

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for:

a. Property, plant and equipment - ₹ 62.24 million (Net of capital advances ₹ Nil)[Previous Year ₹ 13.03 million (Net of capital advances ₹ Nil)].

b. Intangibles - ₹ Nil (Net of capital advances ₹ Nil) [Previous Year ₹ 1.72 million (Net of capital advances ₹ Nil)].

c. For lease commitments, refer note 35.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

39 Share based payments

1 Employee Stock Option Plan – 2015

The Board of Directors and the shareholders of the Company approved Employee Stock Option Plan at their meeting in April 2015 and August 2015, respectively. Pursuant to this approval, the Company instituted ESOP 2015 Plan in August 2015. The Nomination and Remuneration Committee of the Board of Directors of the Company ("the NRC") administers this Plan. Each option carries with it the right to purchase one equity share of the Company. The Options have been granted to employees of the Company and its subsidiaries at an exercise price that is not less than the fair market value. The vesting of the options is 30%, 30% and 40% of total options granted after end of first, second and third year respectively from the date of grant. The maximum exercise period is 5 years from the date of vesting.

The total number of options approved under Employees Stock Option Scheme -2015 are 2,500,000.

Number and weighted average exercise prices of options granted, exercised and cancelled/lapsed during the financial year

Particulars	March 31, 2026		March 31, 2025	
	No. of shares	Weighted average exercise price	No. of shares	Weighted average exercise price
Options outstanding at the beginning of the year	10,000	74.31	22,200	72.77
Adjusted for Corporate Action	-	-	-	-
Granted during the year	-	-	-	-
Forfeited / surrendered during the year	-	-	-	-
Exercised during the year	10,000	74.31	12,200	71.50
Lapsed during the year	-	-	-	-
Options outstanding at the end of year	-	-	10,000	74.31
Options exercisable at the end of the year	-	-	10,000	74.31

The weighted average share price of the options exercised under Employees Stock Option Scheme -2015 on the date of exercise during the year was ₹ 370.80 (Previous year ₹ 585.60).

The weighted average remaining contractual life are as follows:

Range of Exercise Price	March 31, 2026		March 31, 2025	
	Weighted average contractual life (years)	No. of Options Outstanding	Weighted average contractual life (years)	No. of Options Outstanding
₹ 0 to ₹ 50	Nil	Nil	Nil	Nil
₹ 50 to ₹ 100	Nil	Nil	Nil	10,000
Greater than ₹ 100	Nil	Nil	Nil	Nil

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model. There has been no grant of options under the plan for the year ended March 31, 2026 and March 31, 2025.

The Company recorded an employee compensation cost of ₹ Nil (Previous year ₹ Nil) in the Statement of Profit and Loss.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility.

Employee Stock Option Plan -2006 and Employee Stock Option Plan - 2015 (Share based payment schemes of the Company) were administered by the Employee Welfare Trust (EWT). Under the Composite scheme of arrangement, 2019, the EWT was transferred to KPIT Technologies Limited (erstwhile KPIT Engineering Limited). Hence, Company has not done any further allotments against exercise of these options, as the same has been already allotted EWT during the previous years.

2 Share Incentive Plan – 2019

The Board of Directors and the shareholders of the Company approved another Employee Stock Option Plan at their meeting in November 2019. Pursuant to this approval, the Company instituted Share Incentive Plan 2019 in November 2019. The Nomination and Remuneration Committee of the Board of Directors of the Company ("the NRC") administers this Plan. Each option carries with it the right to purchase one equity share of the Company. The Options have been granted to employees of the Company and its subsidiaries at an exercise price that is not less than the face value of shares as on date of grant of such option. The vesting of the options is 50% and 50% of total options granted after end of second and third year respectively from the date of grant. The maximum exercise period is 4 years from the date of vesting.

The total number of options approved under Share Incentive Plan 2019 are 10,714,200.

Number and weighted average exercise prices of options granted, exercised and cancelled/lapsed during the financial year:

Particulars	March 31, 2026		March 31, 2025	
	No. of shares	Weighted average exercise price	No. of shares	Weighted average exercise price
Options outstanding at the beginning of the year	2,299,750	374.69	3,769,700	311.00
Granted during the year	500,000	397.60	-	-
Forfeited / surrendered during the year	898,750	435.99	646,000	320.83
Exercised during the year	224,500	248.61	823,950	125.52
Lapsed during the year	-	-	-	-
Options outstanding at the end of year	1,676,500	365.55	2,299,750	374.69
Options exercisable at the end of the year	1,029,000	382.20	492,250	237.32

The weighted average share price of the options exercised under Share Incentive Plan - 2019 on the date of exercise during the year was ₹ 399.87 (Previous year ₹ 555.14).

The weighted average remaining contractual life are as follows:

Range of Exercise Price	March 31, 2026		March 31, 2025	
	Weighted average contractual life (years)	No. of Options Outstanding	Weighted average contractual life (years)	No. of Options Outstanding
₹ 0 to ₹ 50	Nil	Nil	Nil	Nil
₹ 50 to ₹ 100	0.61	152,250	1.38	199,250
Greater than ₹ 100	3.26	1,524,250	4.48	2,100,500

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model with the following assumptions:

Particulars	March 31, 2026	March 31, 2025
1. Exercise price (₹)	397.60	-
2. Price of the underlying share in market at the time of the option grant (₹)	397.60	-
3. Weighted average fair value of options granted (₹)	131.45	-
4. Expected life of the option (years)	4.10	-
5. Risk free interest rate (%)	5.94%	-
6. Expected volatility (%)	36.62%	-
7. Dividend yield (%)	1.64%	-

The Company recorded an employee compensation cost of ₹ (1.17) million (Previous year ₹ 58.63 million) (net of cancellation) in the Statement of Profit and Loss.

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility.

3 Share Incentive Plan – 2019

The Board of Directors and the shareholders of the Company approved another Employee Stock Option Plan at their meeting in November 2019. Pursuant to this approval, the Company instituted Share Incentive Plan 2019 in November 2019. The Nomination and Remuneration Committee of the Board of Directors of the Company ("the NRC") administers this Plan. Each Restricted Stock Unit carries with it the right to purchase one equity share of the Company. The Units have been granted to employees of the Company and its subsidiaries at an exercise price that is not less than the face value of shares as on date of grant of such unit. The vesting of the options is 50% and 50% of total units granted after end of second and third year respectively from the date of grant. The maximum exercise period is 4 years from the date of vesting.

The total number of options approved under Share Incentive Plan 2019 are 1,648,300.

Number and weighted average exercise prices of units granted, exercised and cancelled/lapsed during the financial year:

Particulars	March 31, 2026		March 31, 2025	
	No. of shares	Weighted average exercise price	No. of shares	Weighted average exercise price
Units outstanding at the beginning of the year	-	-	102,804	2.00
Granted during the year	-	-	-	-
Forfeited / surrendered during the year	-	-	-	-
Exercised during the year	-	-	102,804	2.00
Lapsed during the year	-	-	-	-
Units outstanding at the end of year	-	-	-	-
Units exercisable at the end of the year	-	-	-	-

The weighted average share price of the units exercised under Share Incentive Plan – 2019 on the date of exercise during the year was ₹ Nil (Previous year ₹ 525.65).

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The weighted average remaining contractual life are as follows:

Range of Exercise Price	March 31, 2026		March 31, 2025	
	Weighted average contractual life (years)	No. of Units Outstanding	Weighted average contractual life (years)	No. of Units Outstanding
₹ 0 to ₹ 50	Nil	Nil	Nil	Nil
₹ 50 to ₹ 100	Nil	Nil	Nil	Nil
Greater than ₹ 100	Nil	Nil	Nil	Nil

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model. There has been no grant of options under the plan for the year ended March 31, 2026 and March 31, 2025.

The Company recorded an employee compensation cost of ₹ Nil (Previous year ₹ Nil) in the Statement of Profit and Loss.

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility.

4 Share Incentive Plan – 2022

The Board of Directors and the shareholders of the Company approved Birlasoft Share Incentive Plan 2022 ("SIP 2022") at their meetings held on May 23, 2022 and August 03, 2022. The Nomination and Remuneration Committee of the Board of Directors of the Company ("the NRC") implements and administers this SIP 2022 Plan. Each Performance Stock Unit ("PSU") / Restricted Stock Unit ("RSU") collectively referred to as "Awards" carries with it the right to be converted into one equity share of the Company. The PSUs/RSUs have been granted to employees of the Company and its subsidiaries at an exercise price that is not less than the face value of shares as on date of grant of Awards. The vesting criteria of the Awards is determined by the NRC and is provided to employee in the Letter of Grant. The maximum exercise period is 4 years from the date of vesting.

The total number of options approved under Share Incentive Plan 2022 are 5,000,000.

Number and weighted average exercise prices of units granted, exercised and cancelled/lapsed during the financial year:

Particulars	March 31, 2026		March 31, 2025	
	No. of shares	Weighted average exercise price	No. of shares	Weighted average exercise price
Units outstanding at the beginning of the year	2,711,491	2.00	3,721,172	2.00
Granted during the year	1,250,000	2.00	400,500	2.00
Forfeited / surrendered during the year	696,310	2.00	397,163	2.00
Exercised during the year	1,404,595	2.00	1,013,018	2.00
Lapsed during the year	-	-	-	-
Units outstanding at the end of year	1,860,586	2.00	2,711,491	2.00
Units exercisable at the end of the year	461,794	2.00	700,217	2.00

The weighted average share price of the options exercised under Share Incentive Plan - 2022 (PSU) on the date of exercise during the year was ₹ 385.65 (Previous year ₹ 616.69).

The weighted average share price of the options exercised under Share Incentive Plan - 2022 (RSU) on the date of exercise during the year was ₹ 390.50 (Previous year ₹ 475.00).

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The weighted average remaining contractual life under Share Incentive Plan -2022 (PSU) are as follows:

Range of Exercise Price	March 31, 2026		March 31, 2025	
	Weighted average contractual life (years)	No. of Options Outstanding	Weighted average contractual life (years)	No. of Options Outstanding
₹ 0 to ₹ 50	4.76	1,433,520	4.57	1,542,050
₹ 50 to ₹ 100	Nil	Nil	Nil	Nil
Greater than ₹ 100	Nil	Nil	Nil	Nil

The weighted average remaining contractual life under Share Incentive Plan -2022 (RSU) are as follows:

Range of Exercise Price	March 31, 2026		March 31, 2025	
	Weighted average contractual life (years)	No. of Options Outstanding	Weighted average contractual life (years)	No. of Options Outstanding
₹ 0 to ₹ 50	3.79	427,066	4.62	1,169,441
₹ 50 to ₹ 100	Nil	Nil	Nil	Nil
Greater than ₹ 100	Nil	Nil	Nil	Nil

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model under Share Incentive Plan - 2022 (PSU) with the following assumptions:

Particulars	March 31, 2026	March 31, 2025
1. Exercise price (₹)	2.00	2.00
2. Price of the underlying share in market at the time of the option grant (₹)	429.97	628.85
3. Weighted average fair value of options granted (₹)	408.08	603.53
4. Expected life of the option (years)	3.19	3.73
5. Risk free interest rate (%)	5.85%	6.85%
6. Expected volatility (%)	34.24%	40.75%
7. Dividend yield (%)	1.51%	1.04%

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model under Share Incentive Plan - 2022 (RSU) with the following assumptions:

Particulars	March 31, 2026	March 31, 2025
1. Exercise price (₹)	2.00	2.00
2. Price of the underlying share in market at the time of the option grant (₹)	398.65	628.85
3. Weighted average fair value of options granted (₹)	373.73	603.53
4. Expected life of the option (years)	3.70	3.73
5. Risk free interest rate (%)	5.90%	6.85%
6. Expected volatility (%)	35.85%	40.75%
7. Dividend yield (%)	1.64%	1.04%

The Company recorded an employee compensation cost of ₹ 164.65 million (Previous year ₹ 270.17 million) (net of cancellation) in the Statement of Profit and Loss.

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

40 Income taxes

The income tax expense consists of following:

Particulars	March 31, 2026	March 31, 2025
Current tax		
Tax on the profit	994.69	903.53
Total current tax expense (a)	**994.69**	**903.53**
Deferred tax		
Atributable to -		
Origination and reversal of temporary differences	(0.09)	(4.69)
Total deferred tax expense (b)	**(0.09)**	**(4.69)**
Total Tax Expense (a + b)	**994.60**	**898.84**

The deferred tax relates to origination/reversal of temporary differences.

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follows:

Particulars	March 31, 2026	March 31, 2025
Profit before tax	**4,011.09**	**3,884.32**
Indian statutory income tax rate	25.17%	25.17%
Expected tax expense	1,009.59	977.68
Tax Effect of adjustments to reconcile expected income tax expense to reported income tax expense		
Effect relating to prior years	15.87	(25.68)
Effect of permanent adjustments*	(30.72)	(63.05)
Others (net)	(0.13)	9.89
Total tax expense	**994.60**	**898.84**

* Note- Permanent adjustments are relating to deduction on account of Section 80M, Section 80JJAA, amortisation of intangible assets, disallowance of corporate social responsibility expenditure and write off of taxes paid in foreign jurisdiction, etc

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Deferred Tax

The gross movement in the deferred income tax account for the year ended March 31, 2026 is as follows:

	Particulars	Opening Balance	Recognised through Profit and Loss Account	Recognised in/ reclassified from OCI	Closing Balance
Deferred tax asset/(liabilities) in relation to:					
-	Provision for doubtful debts and advances	62.87	(31.89)	-	30.98
-	Provision for compensated absences	95.03	41.18	-	136.21
-	Provision for gratuity	77.89	-	-	77.89
-	Excess of depreciation/amortisation on fixed assets provided in accounts over depreciation /amortisation as provided under income-tax law	130.35	(7.86)	-	122.49
-	Others (mainly includes employee related provision)	20.79	(12.13)	-	8.66
-	Other provisions	-	2.21	-	2.21
-	Trade Deposit	9.74	0.18	-	9.92
-	Forward contracts designated as cash flow hedges	15.33	-	(2.96)	12.37
-	Right-of-use assets	18.07	3.52	-	21.59
-	Investments in MF at fair value through Profit and Loss	(9.55)	4.88	-	(4.67)
Net deferred tax asset		**420.52**	**0.09**	**(2.96)**	**417.65**

The gross movement in the deferred income tax account for the year ended March 31, 2025 is as follows:

Particulars	Opening Balance	Recognised through Profit and Loss Account	Recognised in/ reclassified from OCI	Closing Balance
Deferred tax asset/(liabilities) in relation to:				
-Provision for doubtful debts and advances	80.47	(17.60)	-	62.87
-Provision for compensated absences	88.47	6.56	-	95.03
-Provision for gratuity	80.41	(2.52)	-	77.89
-Excess of depreciation/amortisation on fixed assets provided in accounts over depreciation /amortisation as provided under income-tax law	105.34	25.01	-	130.35
-Others (mainly includes employee related provision)	27.26	(6.47)	-	20.79
-Trade Deposit	3.72	6.02	-	9.74
-Forward contracts designated as cash flow hedges	(3.48)	-	18.81	15.33
-Right-of-use assets	20.46	(2.39)	-	18.07
-Investments in MF at fair value through Profit and Loss	(5.63)	(3.92)	-	(9.55)
Net deferred tax asset	**397.02**	**4.69**	**18.81**	**420.52**

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

41 Ratio Analysis

Sr. No.	Particulars	March 31, 2026	March 31, 2025	% change	Comments
1	**Current ratio** Current asset/ Current liabilities	3.10	3.35	-7.55%	
2	**Debt equity ratio**	-	0.01	-33%	The Company has taken borrowing from Financial Institution in previous year and reduction in current year is due to repayment of installments.
3	**Return on Equity Ratio** Profit after Tax/ Average equity	17.55%	19.17%	-8.47%	
4	**Inventory turnover ratio**	1.54	79.76	-98.07%	The Company had significant balance of inventory of equipments and license which were not deployed at customer locations as at previous year end.
5	**Trade Receivables turnover ratio** Revenue/ Average trade receivables	5.69	8.74	-34.92%	Increase in Intercompany trade receiavable balance in current year as compared to previous year
6	**Trade payables turnover ratio** Total other exp./Average trade payables	3.10	2.82	9.85%	
7	**Net capital turnover ratio** Revenue/ Net working capital[1]	2.60	3.16	-17.78%	
8	**Net profit ratio** Profit after Tax/ Revenue	10.69%	11.23%	-4.84%	
9	**Return on Capital employed** Earnings before Interest and Tax/ Capital Employed[2]	18.51%	16.09%	15.01%	
10	**Return on investment** Income from investments/ Average investments	7.37%	8.48%	-13.12%	
11	**Debt Service Coverage Ratio** Earnings for debt service[3]/ Debt service (Lease Payment)	10.35	10.30	0.52%	

[1] Current assets - Current liabilities

[2] Other equity - Deferred tax asset(net)

[3] Profit after tax + Non cash operating expenses(i.e. depreciation and amortisation, finance cost, (gain)/loss on disposal of PPE).

42 The Company has used accounting software SAP Rise 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, except that audit trail feature is not enabled at the database level (SAP HANA) insofar as it relates to SAP Rise accounting software. Further no instance of audit trail feature being tampered with was noted in respect of accounting software where the audit trail has been enabled.

Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

43 MCA has amended Rule 3 of the Companies (Accounts) Rules, 2014 (the "Accounts Rules") relating to the mode of keeping books of account and other books and papers in electronic mode through an amendment on August 5, 2022. In compliance with the requirements of the amendment, the books of accounts and other relevant books and records are accessible in India at all times. Further, backup of books of account maintained in electronic form is kept in servers physically located in India on a daily basis.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

44 Other statutory information as required by notification issued by Ministry of Corporate Affairs dated March 24, 2021 on amendments on Schedule III.

(i) The Company does not hold any Benami property and no proceedings have been initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the Rules made thereunder.

(ii) The Company does not have any transactions during the year or balances as at year end with struck off companies under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

(iii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the current or previous financial year.

(v) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(vi) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(vii) The Company has non-fund based working capital facilities from banks on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks are in agreement with the books of accounts.

(viii) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(ix) The Company has not advanced or loaned or invested funds to any persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) 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

b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(x) The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a) 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

b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(xi) There are no loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment granted to promotors, directors, KMPs, and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person.

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

45 Impact of New Labour Code

On November 21, 2025, the Government of India notified provisions of 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, ('Labour Codes') which consolidate twenty-nine existing labour laws into a unified framework governing employee benefits during employment and post-employment.

The Company has assessed the financial implications of these changes which has resulted in an increase in gratuity liability arising from past service cost and an increase in leave liability aggregating to ₹ 406.88 million (gratuity ₹ 327.19 million and leave encashment ₹ 79.69 million) primarily due to changes in wage definition. Considering that the impact arising from the enactment of the new legislation is an event of a non-recurring nature, the Company has presented this incremental amount as "Impact of Labour Codes" under "Exceptional Item" in the Standalone Financial Statement for the year ended March 31, 2026.

46 Corporate Social Responsibility

	Particulars	March 31, 2026	March 31, 2025
A.	Gross amount required to be spent by the company during the year	69.91	70.44
B.	Amount approved by the Board to be spent during the year	70.10	70.44
C.	Amount spent during the year		
	(i) Construction/acquisition of any asset	-	-
	(ii) On purposes other than (i) above	70.10	70.33
D.	Shortfall at the end of the year	-	0.11
E.	Total of previous years shortfall	-	-
F.	Reason for shortfall	-	Refer note below
G.	Nature of CSR activities	1. Environment Sustainability 2. Promoting & Preventive Healthcare 3. Promoting education and skill development	
H.	Related party transaction (Calcutta Medical Research Institute)	44.00	35.30
I.	**Details related to spent/unspent obligation**		
	Contribution to Public Trust	-	-
	Contribution to Charitable Trust	70.10	70.33
	Unspent amount in relation to:		
	- Ongoing project	-	-
	- Other than ongoing project	-	0.11
	Total	**70.10**	**70.44**
J.	**Opening Balance (Shortfall/ (Excess))**		
	With Company	0.11	11.72
	In Separate CSR Unspent A/c	-	-

Notes forming part of the standalone financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Particulars	March 31, 2026	March 31, 2025
Amount required to be spent during the year	69.91	70.44
Amount spent during the year		
From Company's Bank account	70.21	70.33
From Separate CSR Unspent A/c	-	11.72
Closing Balance		
With Company	-*	0.11**
In Separate CSR Unspent A/c	-	-

*The Company has not carried forward excess spent of ₹ 0.19 million, spent during the year ended March 31, 2026.

**The Company has transferred the unutilised fund as on March 31, 2025 of ₹ 0.11 million to the PM cares Fund on June 19, 2025.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number :324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership No. 135859

Place: New Delhi
Date: May 06, 2026

For and on behalf of the Board of Directors of
BIRLASOFT LIMITED
CIN: L72200PN1990PLC059594

Amita Birla
Chairman
DIN: 00837718
Place: London, United Kingdom
Date: May 06, 2026

Angan Guha
CEO & Managing Director
DIN: 09791436
Place: New Delhi
Date: May 06, 2026

Sneha Padve
Company Secretary
Membership No. A9678
Place: New Delhi
Date: May 06, 2026

Chandrasekar Thyagarajan
Chief Financial Officer
ICAI Membership No. 200-29108
Place: New Delhi
Date: May 06, 2026

Independent Auditor's Report

To the Members of Birlasoft Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Birlasoft Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31, 2026, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of material 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 report of other auditor on separate financial statements and on the other financial information of the subsidiary, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as 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 in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the 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 Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matters	How our audit addressed the key audit matter
Revenue recognition (as described in note 32 of the consolidated financial statements)	
The Group earns revenue primarily from providing IT services, consulting and business solutions. The scope and pricing arrangement vary depending upon the nature of the contract viz. time-and-materials or fixed price contract. Revenue related to fixed price contracts is recognized as follows: • In case of maintenance and support services, on a straight-line basis where the Group is ready to provide services on time elapsed mode; and	Our audit procedures include the following, among others: • Evaluated the Group's accounting policy for revenue recognition and assessed its compliance with Ind AS 115 "Revenue from contract with customers". • Obtained an understanding of the processes, systems and the controls implemented by the Group for recording and computing revenue, contract assets and unearned revenue.

Key audit matters	How our audit addressed the key audit matter
• In fixed price contracts where the performance obligation is satisfied over time, it is recognized using percentage-of-completion computed as per the input method of accounting. Revenue from time and material contracts is recognized based on: - billing of actual time charge of employees/subcontractors backed by either internal approvals or customer acceptances and; - unbilled hours estimated by the project manager based on the time charge/inputs from delivery. Considering the significant estimate and judgment involved in determining the percentage of completion (including costs incurred and cost to complete) for fixed price contracts, estimates involved in unbilled revenue of time-and-material contracts, we have considered this as key audit matter.	• Evaluated the design and tested the operating effectiveness of management's key internal controls (including key IT controls) over revenue recognition. • On a selected sample of contracts, we have tested that revenue recognition is in accordance with the accounting standards by performing the following procedures: ➢ Evaluated the management's identification of performance obligation. ➢ Agreed the transaction price with the underlying contracts. ➢ For fixed-price contracts: o Tested samples to verify the actual efforts expended as a proportion to total efforts required to verify the degree of completion of performance obligation; o Compared efforts expended to date with the management's estimate to identify significant variation and consideration of such variations in remaining cost to complete; ➢ For time-and-material contracts, verified whether revenue has been recognised based on rates as per contract, approved time sheets, delivery's confirmation, and where applicable, customer acceptances. • Assessed aging of unbilled revenue as on the balance sheet date and in case of aged items obtained reasons for delays if any and expected timelines for invoicing. • Performed analytical procedures for contracts with low or negative margins, onerous contracts, contracts with significant changes in cost estimates, contracts with marginal or no movement in efforts/invoicing. • Assessed the adequacy of disclosures made in the financial statements.

Key audit matters	How our audit addressed the key audit matter
Impairment of Goodwill (as described in Note 41 of the consolidated financial statements)	
The consolidated financial statements of the Group as on March 31, 2026, carries Goodwill amounting to ₹ 5,071.84 million. The Goodwill was recorded on acquisition of subsidiaries / step-down subsidiaries in earlier years. Goodwill is annually assessed for impairment using discounted cash-flow models of recoverable value for each cash-generating unit or unit groups benefitting from acquisition synergies. Impairment occurs if the recoverable value falls short of the carrying value. Below are the key assumptions used in impairment testing: • Projected revenue growth rates, gross margins, operating cash-flows and capital expenditures during the periods relating to explicit forecasts; • Long-term growth rate beyond explicit forecast period and in perpetuity; • Discount rate Considering the degree of judgement, subjectivity and uncertainty involved in the estimate, impairment of Goodwill is considered as a key audit matter.	Our audit procedures include the following, among others: • Obtained an understanding of Group's evaluation of identification of cash generating units (CGU) and allocation of goodwill to the respective CGUs. • Obtained an understanding and evaluated the methodology and assumptions used by management to prepare cash flow forecast. • Evaluated the competence, professional qualification, objectivity and independence of Group's specialist involved. • Engaged valuation specialists to assist in the evaluation of methodologies and assumption including weighted average cost of capital (WACC), terminal growth, discount rate etc. • Tested the arithmetical accuracy of cash flow projections. • Assessed the management's ability to generate forecasts by comparing the previous year's forecasts against actual performances. • Assessed the recoverable value headroom by performing sensitivity analysis of key assumptions. • Assessed the adequacy of disclosures pertaining to Goodwill.

We have determined that there are no other key audit matters to communicate in our report.

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated financial statements and our auditor's report thereon. The Annual report is 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 such 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 the Annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies 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 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 Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of their respective companies.

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 skepticism throughout the audit. We also:

- 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 and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 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 to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited 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 entity included in the consolidated financial statements, which has been audited by other auditor, such other auditor remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entity included in the 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 for the financial year ended March 31, 2026 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

(a) We did not audit the financial statements and other financial information, in respect of one subsidiary, whose financial statements include total assets of ₹553.72 million as at March 31, 2026, and total revenues of ₹586.79 million and net cash inflows of ₹92.79 million for the year ended on that date. Those financial statement and other financial information have been audited by other auditor, which financial statements, other financial information and auditor's report has been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in-respect of this subsidiary, is based solely on the report of such other auditor.

    This subsidiary is located outside India whose financial statements and other financial information 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 financial statements of such subsidiary located outside India from accounting principles generally accepted in their respective country 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 such subsidiary located outside India is based on the report of other auditor and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor.

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 sub-section (11) of Section 143 of the Act, based on our audit, there are no qualifications or adverse remarks in the Companies (Auditors Report) Order (CARO) report of the Holding Company included in the consolidated financial statements. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Holding Company.
2. As required by Section 143(3) of the Act we report, to the extent applicable, that:

    (a) We/the other auditor whose report we have relied upon 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;

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books except for the matters stated in the paragraph 2(i)(vi) below on reporting under Rule 11(g);

    (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the 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 Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(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, none of the directors of the Holding company is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act;

(f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above;

(g) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 1" to this report;

(h) In our opinion the managerial remuneration for the year ended March 31, 2026 has been paid/ provided by the Holding Company to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, in its consolidated financial statements – Refer note 38(1) to the consolidated financial statements;

ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended 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 Holding Company during the year ended March 31, 2026.

(iv) a) The management of the Holding Company have represented to us that, to the best of its knowledge and belief, other than as disclosed in the note 44(x) to the consolidated financial statements, 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 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, whether, 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 of the Holding Company have represented to us that, to the best of its knowledge and belief, other than as disclosed in the note 44(xi) to the consolidated financial statements, no funds 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. a) The final dividend paid by the Holding Company during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

b) The interim dividend declared and paid during the year by the Holding Company and until the date of the audit report of such Holding Company is in accordance with Section 123 of the Act.

c) As stated in note 13.2 to the consolidated financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of the members of the Holding company at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

vi. Based on our examination which included test checks, the Holding Company has used 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 except that, audit trail feature is not enabled at the database level, as described in note 42 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where the audit trail has been enabled. Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years..

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership Number: 135859
UDIN: 26135859YQFONN7072

Place: New Delhi
Date: May 06, 2026

Annexure 1 to The Independent Auditor's Report of even date on the Consolidated Financial Statements of Birlasoft Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of Birlasoft Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company as of that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Holding Company are responsible for establishing and maintaining internal financial controls based on, "the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by 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 with reference to consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 Holding Company's internal financial controls with reference to consolidated financial statements.

Meaning of Internal Financial Controls With Reference to Consolidated Financial Statements

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements 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 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 financial statements.

Inherent Limitations of Internal Financial Controls With Reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, 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 controls 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.

Opinion

In our opinion, the Holding Company, have maintained in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership Number: 135859
UDIN: 26135859YQFONN7072

Place: New Delhi
Date: May 06, 2026

Consolidated Balance Sheet

as at March 31, 2026

(Amount in ₹ million, unless otherwise stated)

	Note	March 31, 2026	March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	2A	1,088.55	970.00
Right-of-use assets	2B	1,244.55	1,335.66
Capital work-in-progress	2C	18.45	48.86
Goodwill	41	5,648.13	5,071.84
Other intangible assets	2D	363.51	61.45
Intangible assets under development	2E	-	176.33
Financial assets			
- Investments	3	1,809.59	2,971.80
- Finance lease receivable	36	432.55	529.15
- Other financial assets	4	133.72	293.13
Income tax assets (net)		635.61	335.05
Deferred tax assets (net)	5	1,138.01	1,001.53
Other non-current assets	6	978.85	196.75
		13,491.52	**12,991.55**
Current assets			
Inventories	7	46.26	103.94
Financial assets			
- Investments	8	19,904.52	14,570.56
- Trade receivables	9	12,125.33	9,801.60
- Cash and cash equivalents	10A	4,260.34	3,270.84
- Bank balances other than cash and cash equivalents	10B	398.94	1,177.98
- Finance lease receivable	36	245.12	181.98
- Other financial assets	11	29.81	67.12
Other current assets	12	2,160.69	2,458.33
		39,171.01	**31,632.35**
Total Assets		**52,662.53**	**44,623.90**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	13A	559.01	555.75
Other equity	13B	40,571.65	34,226.53
Total equity		**41,130.66**	**34,782.28**
Liabilities			
Non-current liabilities			
Financial liabilities			
- Borrowings	14A	51.30	82.41
- Lease liabilities	15	1,053.71	1,037.80
- Trade payables	19A		
a) Total outstanding dues of micro enterprises and small enterprises		-	-
b) Total outstanding dues of creditors other than micro enterprises and small enterprises		13.79	60.18
- Other financial liabilities	16	11.86	50.03
Provisions	17	1,279.25	757.34
		2,409.91	**1,987.76**
Current liabilities			
Financial liabilities			
- Borrowings	14B	32.02	31.66
- Lease liabilities	18	270.38	358.10
- Trade payables	19B		
a) Total outstanding dues of micro enterprises and small enterprises		17.30	3.45
b) Total outstanding dues of creditors other than micro enterprises and small enterprises		2,533.47	2,349.87
- Other financial liabilities	20	1,980.23	1,677.67
Other current liabilities	21	3,172.65	2,566.14
Provisions	22	753.54	671.94
Income tax liabilities (net)		362.37	195.03
		9,121.96	**7,853.86**
Total Liabilities		**11,531.87**	**9,841.62**
TOTAL EQUITY AND LIABILITIES		**52,662.53**	**44,623.90**
Summary of material accounting policies	1		
The accompanying notes form an integral part of the consolidated financial statements	2 - 46		

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership No. 135859

Place: New Delhi
Date: May 06, 2026

For and on behalf of the Board of Directors of
Birlasoft Limited
CIN: L72200PN1990PLC059594

Amita Birla
Chairman
DIN: 00837718
Place: London, United Kingdom
Date: May 06, 2026

Angan Guha
CEO & Managing Director
DIN: 09791436
Place : New Delhi
Date: May 06, 2026

Sneha Padve
Company Secretary
Membership No. A9678
Place: New Delhi
Date: May 06, 2026

Chandrasekar Thyagarajan
Chief Financial Officer
ICAI Membership No. 200-29108
Place: New Delhi
Date: May 06, 2026

Consolidated Statement of Profit & Loss

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

	Note	March 31, 2026	March 31, 2025
Revenue from operations	23	53,099.58	53,752.39
Other income	24	648.05	1,085.37
Total income		**53,747.63**	**54,837.76**
Expenses			
Purchases of equipment and software licences	25	249.01	1,493.90
Change in inventories of equipment	25	57.68	(103.94)
Employee benefits expense	26	31,707.79	32,007.94
Finance costs	27	196.02	234.38
Depreciation and amortisation expense	2F	803.25	857.09
Other expenses	28	12,424.62	13,380.05
Total expenses		**45,438.37**	**47,869.42**
Profit before exceptional items and tax		**8,309.26**	**6,968.34**
Exceptional items (Refer note 45)		406.88	-
Profit before tax		**7,902.38**	**6,968.34**
Tax expense	40		
Current tax		2,788.66	1,726.08
Deferred tax (credit)/charge		(69.85)	74.66
Total tax expense		**2,718.81**	**1,800.74**
Profit for the year		**5,183.57**	**5,167.60**
Other comprehensive income (OCI)			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement gains/(losses) on defined benefit plans		20.97	39.08
Less: Income tax effect		(5.28)	(9.84)
		15.69	**29.24**
Items that will be reclassified subsequently to profit or loss			
Exchange differences in translating of foreign operations		2,726.84	376.24
Net gains/(losses) on effective portion of cash flow hedges		11.78	(74.76)
Less: Income tax effect		(2.96)	18.81
		8.82	**(55.95)**
Total other comprehensive income for the year (net of taxes)		**2,751.35**	**349.53**
Total comprehensive income for the year		**7,934.92**	**5,517.13**
Profit attributable to			
Owners of the Parent		5,183.57	5,167.60
Profit for the year		**5,183.57**	**5,167.60**
Other comprehensive income attributable to			
Owners of the Parent		2,751.35	349.53
Other comprehensive income for the year		**2,751.35**	**349.53**
Total comprehensive income attributable to			
Owners of the Parent		7,934.92	5,517.13
Total comprehensive income for the year		**7,934.92**	**5,517.13**
Earnings per equity share (face value per share ₹ 2 each)			
Basic (₹)	37	18.54	18.64
Diluted (₹)	37	18.50	18.48
Summary of material accounting policies	1		
The accompanying notes form an integral part of the consolidated financial statements	2 - 46		

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership No. 135859

Place: New Delhi
Date: May 06, 2026

For and on behalf of the Board of Directors of
Birlasoft Limited
CIN: L72200PN1990PLC059594

Amita Birla
Chairman
DIN: 00837718
Place: London, United Kingdom
Date: May 06, 2026

Angan Guha
CEO & Managing Director
DIN: 09791436
Place : New Delhi
Date: May 06, 2026

Sneha Padve
Company Secretary
Membership No. A9678
Place: New Delhi
Date: May 06, 2026

Chandrasekar Thyagarajan
Chief Financial Officer
ICAI Membership No. 200-29108
Place: New Delhi
Date: May 06, 2026

Consolidated Statement of Changes in Equity

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

A Equity Share Capital

	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	**555.75**	**551.87**
Issue of shares	3.26	3.88
Balance at the end of the year	**559.01**	**555.75**

B Other equity

Particulars	Share application money pending allotment	Reserves & surplus							Items of other comprehensive income		Total other equity
		Capital Reserve	Capital redemption reserve	Securities premium	Share based payment reserve	General reserve	Amalgamation reserve	Retained earnings	Foreign currency translation reserve	Effective portion of cash flow hedges (Refer note 29.3)	
Balance as at April 01, 2024	**-**	**458.64**	**55.60**	**1,003.19**	**909.02**	**179.77**	**51.40**	**24,767.38**	**2,454.05**	**10.33**	**29,889.38**
Profit for the year	-	-	-	-	-	-	-	5,167.60	-	-	5,167.60
Other comprehensive income (net of taxes)	-	-	-	-	-	-	-	29.24	376.24	(55.95)	349.53
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**5,196.84**	**376.24**	**(55.95)**	**5,517.13**
Movement during the year											
Dividends	-	-	-	-	-	-	-	(1,795.82)	-	-	(1,795.82)
Application money received during the year	105.66	-	-	-	-	-	-	-	-	-	105.66
Issue of shares under share based payment scheme	(105.66)	-	-	101.78	-	-	-	-	-	-	(3.88)
Share based payments to employees	-	-	-	-	514.06	-	-	-	-	-	514.06
Transfer from share based payment Reserve	-	-	-	348.37	(390.58)	-	-	42.21	-	-	-
Balance as at March 31, 2025	**-**	**458.64**	**55.60**	**1,453.34**	**1,032.50**	**179.77**	**51.40**	**28,210.61**	**2,830.29**	**(45.62)**	**34,226.53**
Balance as at April 01, 2025	**-**	**458.64**	**55.60**	**1,453.34**	**1,032.50**	**179.77**	**51.40**	**28,210.61**	**2,830.29**	**(45.62)**	**34,226.53**
Profit for the year	-	-	-	-	-	-	-	5,183.57	-	-	5,183.57
Other comprehensive income (net of taxes)	-	-	-	-	-	-	-	15.69	2,726.84	8.82	2,751.35
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**5,199.26**	**2,726.84**	**8.82**	**7,934.92**
Movement during the year											
Dividends	-	-	-	-	-	-	-	(1,808.37)	-	-	(1,808.37)
Application money received during the year	58.62	-	-	-	-	-	-	-	-	-	58.62
Issue of shares under share based payment scheme	(58.62)	-	-	55.36	-	-	-	-	-	-	(3.26)
Share based payments to employees	-	-	-	-	163.21	-	-	-	-	-	163.21
Transfer from share based payment reserve	-	-	-	469.24	(537.29)	-	-	68.05	-	-	-
Balance as at March 31, 2026	**-**	**458.64**	**55.60**	**1,977.94**	**658.42**	**179.77**	**51.40**	**31,669.55**	**5,557.13**	**(36.80)**	**40,571.65**

Material accounting policies	1
The accompanying notes form an integral part of the consolidated financial statements	2-46

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership No. 135859

Place: New Delhi
Date: May 06, 2026

For and on behalf of the Board of Directors of
Birlasoft Limited
CIN: L72200PN1990PLC059594

Amita Birla
Chairman
DIN: 00837718
Place: London, United Kingdom
Date: May 06, 2026

Angan Guha
CEO & Managing Director
DIN: 09791436
Place : New Delhi
Date: May 06, 2026

Sneha Padve
Company Secretary
Membership No. A9678
Place: New Delhi
Date: May 06, 2026

Chandrasekar Thyagarajan
Chief Financial Officer
ICAI Membership No. 200-29108
Place: New Delhi
Date: May 06, 2026

Consolidated Statement of Cash Flows

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Particulars		March 31, 2026	March 31, 2025
A]	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit before tax	7,902.38	6,968.34
	Adjustments for		
	(Profit)/Loss on sale/disposal of property, plant and equipment and intangible assets (net)	(28.72)	0.57
	Depreciation and amortisation expense	803.25	857.09
	Finance costs	196.02	234.38
	Interest income	(764.81)	(696.03)
	Gain on sale / redemption of mutual funds / bonds	(139.56)	(113.89)
	Fair value gain on financial assets (investments) at fair value through profit or loss	(329.50)	(305.23)
	Provision for doubtful debts and advances (net)	(275.58)	(73.25)
	Bad debts written off	170.05	122.74
	Liabilities written back	(24.12)	(42.17)
	Share based payment expenses	163.21	514.06
	Unrealised foreign exchange loss	1,019.25	142.80
	Operating profit before working capital changes	**8,691.87**	**7,609.41**
	Adjustments for changes in working capital:		
	Decrease/(Increase) in inventories	57.68	(103.94)
	(Increase)/Decrease in trade receivables	(2,103.31)	505.94
	Decrease/(Increase) in finance lease receivable	89.76	(678.78)
	(Increase) in other financials assets and other assets	(483.27)	(70.13)
	Increase/(Decrease) in trade payables	150.43	(349.74)
	Increase in other financial liabilities, other liabilities and provisions	1,333.41	840.39
	Cash generated from operations	**7,736.57**	**7,753.15**
	Income taxes paid (net of refunds)	(2,927.16)	(1,877.94)
	Net cash generated from operating activities (A)	**4,809.41**	**5,875.21**
B]	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of property, plant and equipment and intangible assets (including net movement in capital work-in-progress, intangible assets under development and capital advances & payable with respect to property, plant & equipment and intangible assets)	(443.59)	(485.88)
	Proceeds from sale of property, plant and equipment and intangible assets	43.73	19.81
	Purchase of investments	(52,219.74)	(52,717.00)
	Sale/redemption of investments	49,644.63	49,100.73
	Interest received	521.58	471.32
	Bank deposits placed	(101.41)	(1,218.91)
	Proceeds from redemption of bank deposits	1,122.70	459.64
	Net cash used in investing activities (B)	**(1,432.10)**	**(4,370.29)**

(Amount in ₹ million, unless otherwise stated)

Particulars	March 31, 2026	March 31, 2025
C] CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of share capital and share application money	58.62	105.66
Proceeds from long-term borrowings	-	140.34
Repayment of long-term borrowings	(30.45)	(29.35)
Payment of lease liabilities	(460.69)	(445.85)
Dividend paid	(1,808.37)	(1,795.82)
Interest and finance charges paid	(88.93)	(129.68)
Net cash used in financing activities (C)	**(2,329.82)**	**(2,154.70)**
D] Exchange differences on translation of foreign currency cash and cash equivalents	**(57.99)**	**(5.08)**
Net Increase/(Decrease) in cash and cash equivalents (A + B + C + D)	**989.50**	**(654.86)**
Cash and cash equivalents at end of the year (Refer note (i) below)	4,260.34	3,270.84
Cash and cash equivalents at beginning of the year (Refer note (i) below)	3,270.84	3,925.70
Net Increase/(Decrease) in cash and cash equivalents	**989.50**	**(654.86)**
Note (i)		
Cash and cash equivalents comprise of (Refer note 10A):		
Cheques in hand	-	23.55
Balance with banks		
- In current accounts	1,711.21	1,383.30
- In deposit accounts (with original maturity of 3 months or less)	2,549.13	1,863.99
Total Cash and cash equivalents	**4,260.34**	**3,270.84**

Note (ii)

The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind-AS) 7 on Statement of Cash Flows.

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership No. 135859

Place: New Delhi
Date: May 06, 2026

For and on behalf of the Board of Directors of
Birlasoft Limited
CIN: L72200PN1990PLC059594

Amita Birla
Chairman
DIN: 00837718
Place: London, United Kingdom
Date: May 06, 2026

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Date: May 06, 2026

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Membership No. A9678
Place: New Delhi
Date: May 06, 2026

Chandrasekar Thyagarajan
Chief Financial Officer
ICAI Membership No. 200-29108
Place: New Delhi
Date: May 06, 2026

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

Group Overview

Birlasoft Limited ("the Company") is a public limited company incorporated under the Companies Act, 1956 and its shares are listed on the National Stock Exchange and BSE Limited. The Company's registered office is in Pune and it has subsidiaries across multiple geographies. The CIN of the Company is L72200PN1990PLC059594.

The Group provides Software Development, global IT consulting to its clients, predominantly in Banking, Financial Services and Insurance, Life Sciences and Services, Energy Resources and Utilities and Manufacturing (which mainly includes Discrete Manufacturing, Hi-Tech & Media, Auto and Consumer packaged goods) verticals.

These Consolidated Financial Statements were authorised for issue by the Group's Board of Directors on May 06, 2026.

1. Material accounting policies

1.1 Basis of consolidation

The Consolidated Financial Statements relate to Birlasoft Limited ('the Company') and its subsidiary companies which constitutes 'the Group'.

a. Basis of preparation of consolidated financial statements

i. The financial statements of the subsidiary companies used in the consolidation have been aligned with the parent group and are drawn up to the same reporting date as of the group, i.e. year ended March 31, 2026.

ii. The consolidated financial statements are prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time. The consolidated financial statements are presented in millions of Indian rupees rounded off to two decimal places, except per share information, unless otherwise stated.

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 financial statements have been prepared on the historical cost basis, accounting for share based payments, defined benefit obligations and certain financial instruments, which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

b. Principles of consolidation:

The Consolidated financial statements have been prepared on the following basis:

i. The financial statements of all entities are drawn up to same reporting date as that of the parent group i.e. March 31, 2026 for the purpose of preparation of consolidated financial statements.

ii. The Company consolidates all the entities over which it has control. The Company establishes control when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which the control ceases.

iii. The financial statements of the Company and its subsidiary companies have been combined by adding together the book value of like items of assets, liabilities, income and expenses. The intra-group balances and intra-group transactions and unrealized profits or losses have been fully eliminated. These financial statements are prepared by applying uniform accounting policies in use at the Company.

iv. The excess of cost of acquisition to the Group over the share of net fair value of identifiable assets, liabilities and contingent liabilities of the subsidiary companies, at the acquisition dates, is recognized as

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

'Goodwill on consolidation' being an asset in the consolidated financial statements. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as capital reserve. Goodwill is measured at cost less accumulated impairment losses.

1.2 Use of estimates

The preparation of consolidated financial statements requires the management of the group to make judgments, estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenditure during the year. Actual results could differ from estimates. Differences between actual results and estimates are recognized in the year in which the results are known / materialized.

Critical accounting estimates

i. Revenue Recognition

The Group uses the percentage-of-completion method in accounting for its fixed-price contracts. Use of the percentage-of-completion method requires the Group to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and satisfaction of performance obligation. Provisions for estimated losses, if any, on incompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

The Group uses estimated efforts for recognition of unbilled revenue pertaining to time and material contracts.

ii. Income tax & Deferred tax

The Group's two major tax jurisdictions are India and the U.S., though the Group also files tax returns in other overseas jurisdictions. Significant judgements are involved in determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Group exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

iii. Business combinations

Business combinations are accounted for using Ind-AS 103, Business Combinations. Ind-AS 103 requires the identifiable intangible assets and contingent consideration to be fair valued in order to ascertain the net fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. Significant estimates are required to be made in determining the value of contingent consideration and intangible assets.

iv. Impairment of goodwill

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount based on a number of factors including operating results, business plans, future cash flows and economic conditions. The recoverable amount of cash generating units is determined based on higher of value-in-use and fair value less cost to sell. The goodwill impairment test is performed at the level of the cash-generating unit or groups of cash-generating units which are benefiting from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purposes.

v. Measurement of defined benefit obligation, share based payments and key actuarial assumptions

Information about assumptions and estimation uncertainities in respect of defined benefit obligations and share based payments is included in note 33 and 39 respectively.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

vi. Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

A portion of the Group's business relates to leasing of assets. This requires the management to make judgements with respect to whether the arrangement contains a lease based on the substance of the arrangement and an assessment of whether the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset. The Group is also required to assess whether the lease transfers substantially all the risks and rewards incidental to ownership of an asset to classify the same as finance leases requiring significant judgements.

1.3 Current–non-current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

a. it is expected to be realized in, or is intended for sale or consumption in, the Group's normal operating cycle;

b. it is held primarily for the purpose of being traded;

c. it is expected to be realized within 12 months after the reporting date; or

d. it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

a. it is expected to be settled in the Group's normal operating cycle;

b. it is held primarily for the purpose of trading;

c. it is due to be settled within 12 months after the reporting date; or

d. the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The operating cycle of the Group is less than twelve months.

1.4 Revenue recognition

The Group earns revenue primarily from providing IT services, consulting and business solutions. The Group offers a consulting-led, integrated portfolio of technology services. The principal place of business is determined based on contractual terms and the substance of operations, reflecting the location of performance and control of the underlying services.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Group expects to receive in exchange for those products or services.

- Revenue from time and material and job contracts is recognised on output basis measured by units delivered, efforts expended, number of transactions processed, etc.

- Revenue related to fixed price maintenance and support services contracts where the Group is standing ready to provide services is recognised based on time elapsed mode and revenue is straight lined over the period of performance or as determine by contractual terms.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

- In respect of other fixed-price contracts, revenue is recognised using percentage-of-completion method ('POC method') of accounting with contract costs incurred/ efforts expended determining the degree of completion of the performance obligation.
- Revenue from third party software is recognised upfront at the point in time when software is delivered to the customer, such revenue is recognised on net basis when the Group is acting as an agent. In cases where implementation and / or customisation services rendered significantly modifies or customises the software, these services and software are accounted for as a single performance obligation and revenue is recognised over time on a POC method.
- Revenue from the sale of distinct third party hardware is recognised at the point in time when control is transferred to the customer.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue excludes taxes collected from customers and includes reimbursements of out-of-pocket expenses.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled revenue (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.

The Group recognizes contract fulfilment cost as an asset if those costs specifically relate to a contract or to an anticipated contract, the costs generate or enhance resources that will be used in satisfying performance obligations in future; and the costs are expected to be recovered. The asset so recognized is amortized on a systematic basis consistent with the transfer of goods or services to customer to which the asset relates.

Unearned revenue ("contract liability") is recognised when there is billings in excess of revenues.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

In accordance with Ind AS 37, the Group recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Group reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

The Group disaggregates revenue from contracts with customers by business verticals and geography.

Use of material judgements in revenue recognition

i. The Group's contracts with customers could include promises to transfer multiple products and services to a customer. The Group assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

ii. Judgement is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period. The Group allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

iii. The Group uses judgement to determine an appropriate standalone selling price for a performance obligation. The Group allocates the transaction price to each performance obligation on the basis of the relative stand-alone selling price of each distinct product or service promised in the contract. Where standalone selling price is not observable, the Group uses the expected cost plus margin approach to allocate the transaction price to each distinct performance obligation.

iv. The Group exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Group considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

v. Revenue for certain fixed-price contracts is recognised using percentage-of-completion method. The Group uses judgement to estimate the future cost-to-completion of the contracts which is used to determine the degree of the completion of the performance obligation.

vi. Contract Fulfillment costs are generally expensed as incurred except for costs which meet the criteria for capitalization as per Ind AS 115. Such costs are amortised over the contractual period. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

1.5 Property, plant and equipment

Property, plant and equipment are carried at cost of acquisition or construction less accumulated depreciation and/or accumulated impairment loss, if any. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. The cost and related accumulated depreciation are eliminated from the consolidated financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets under construction are disclosed as capital work-in-progress.

1.6 Intangible assets

Intangible assets are stated at cost less accumulated amortization and accumulated impairment, if any.

In case of internally generated intangibles, costs incurred during the research phase of a project are expensed when incurred. Development activities involve a plan or design for the production of new or substantially improved products or processes. Development expenditure is capitalized only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalized includes the cost of materials, direct labour, overhead costs that are directly attributable to preparing the asset for its intended use, and directly attributable borrowing costs (in the same manner as in the case of property, plant and equipment). Other development expenditure is recognized in the Statement of Profit and Loss as incurred.

Intangible assets are derecognized on disposal or when no future economic benefits are expected from its use and subsequent disposal or when the economic benefits are not measurable.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

1.7 Depreciation and amortization

Depreciation on property, plant and equipment is provided on the straight-line method over the useful lives of the assets. The management's estimates of the useful lives of various assets for computing depreciation are as follows:

Type of asset	Useful life (No. of years)
Buildings	25
Plant and equipment	3-4
Office Equipment	3-10
Owned Vehicle	3-5
Furniture and fixtures	7-10

The useful lives as given above best represent the period over which the management expects to use these assets, based on technical assessment. The estimated useful lives for these assets are therefore different from the useful lives prescribed under Part C of Schedule II of the Companies Act 2013. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Right-of-use assets taken on lease are amortized over shorter of useful lives and the period of lease.

Improvements to leased premises are amortized over the remaining non-cancellable period of the lease.

The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. The management's estimates of the useful lives of intangible assets for computing amortization are as follows:

Type of asset	Useful life (No. of years)
Product development cost (internally generated)	3-4
Perpetual software licenses	4
Time-based software licenses	License period

Depreciation and amortisation methods, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

1.8 Impairment

a. Financial assets

The Group assesses at each Balance Sheet date whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Group recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. 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. Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. 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 recognized is recorded as an impairment gain or loss in Statement of Profit or Loss.

b. Non- financial assets

i. Property, plant and equipment and intangible assets

The management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. Impairment loss is recognized when the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's fair value less cost of disposal and value in use. For the purpose of impairment testing, assets are grouped together into the smallest group of assets (cash generating unit or CGU) that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

Intangible assets which are not yet available for use are tested for impairment annually. Other assets (tangible and intangible) are reviewed at each reporting date to determine if there is any indication of impairment. For assets in respect of which any such indication exists and for intangible assets mandatorily tested annually for impairment, the asset's recoverable amount is estimated.

If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists or has decreased, the assets or CGU's recoverable amount is estimated. For assets other than goodwill, the impairment loss is reversed 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. Such a reversal is recognized in the Statement of Profit and Loss.

ii. Goodwill

CGUs to which goodwill has been allocated are tested for impairment annually, or more frequently when there is indication for impairment. If the recoverable amount of a CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

The goodwill impairment test is performed at the level of CGU or groups of the CGUs which are benefiting from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purpose.

1.9 Leases

The Group has primarily leased rental Office premises, vehicles, guest house, parking space, laptops etc. across multiple locations.

At the inception of contract the Group assesses whether the contract is, or contains a lease. A contract is, or contains, a lease if the contract involves use of an identified asset and conveys the right to control the use of asset for period of time in exchange for consideration i.e. customer has right to:

- obtain substantially all the economic benefits from using the asset and
- direct the use of asset

Group as a lessee

a. Recognition and measurement

The Group recognises the right of use asset and lease liability at the commencement date of lease. The right of use asset is initially measured at cost, which comprises of present value of future lease rent payout adjusted for any payment made at or before commencement date any initial direct cost incurred and an estimate of cost to dismantle or remove an underlying asset or to restore an asset less any lease incentive received.

The lease liability is initially measured at present value of lease payments that is not paid at commencement date discounted at implicit rate mentioned in lease or incremental borrowing rate. The Group generally uses incremental borrowing rate as discount rate. The right-of-use assets is depreciated using the straight-line method from the commencement date over the useful life of right-of-use asset. The lease liability is subsequently measured at amortised cost using effective interest method. It is remeasured to reflect any lease modifications or reassessments.

b. Extension and termination of lease

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

The Group revises the lease term if there is a change in the non-cancellable period of a lease.

c. Short term leases and low value assets

The Group has elected not to recognise right of use of assets and lease liabilities for short-term leases that have lease term of 12 months or less and leases of low value assets. The Group recognises the lease payments associated with these leases as an expense on a straight- line basis over lease term.

d. Impairment testing for right of use of assets

Right of use of assets are tested for impairment whenever there is any indication that their carrying amount is not recoverable. Impairment loss, if any, is recognised in statement of profit and loss.

Group as a lessor

Leases in which the Group does not transfer substantially all the risk and rewards incidental to ownership of an asset is classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct cost incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessee's under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

At the inception of the lease, a Company recognize the following for each of its finance leases:

(a) revenue being the fair value of the underlying asset, or, if lower, the present value of the lease payments accruing to the lessor, discounted using a market rate of interest;

(b) the cost of sale being the cost, or carrying amount if different, of the underlying asset less the present value of the unguaranteed residual value; and

(c) selling profit or loss (being the difference between revenue and the cost of sale) in accordance with its policy for outright sales.

Segregation of lease and non-lease components of the consideration

For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract in accordance with Ind AS 115. The standard requires allocation of the transaction price to each performance obligation (or distinct good or service) in a way that depicts the amount of consideration to which the entity expects to be entitled in exchange for transferring the promised goods or services to the customer. This requires the management to make significant estimates around the amount of consideration to which the entity expects to be entitled.

The Company allocates the transaction price to each performance obligation on a relative stand-alone selling price basis by determining the stand-alone selling price at contract inception of the distinct good or service underlying each performance obligation in the contract and allocates the transaction price in proportion to those stand-alone selling prices. Since the consideration is inclusive of the lease component, the stand-alone selling price is not directly observable. Hence, the Company estimates the standalone selling price by considering all the information (including market conditions, entity-specific factors and information about the customer or class of customer) that is reasonably available to the Company.

1.10 Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

1.11 Earnings per share

Basic earnings per share are computed by dividing the net profit for the year after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit for the year after tax by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares except where the results are anti-dilutive.

1.12 Foreign currency transactions

a. Functional and presentation currency

Indian Rupee is the Group's functional as well as presentation currency. For each subsidiary the Group determines the functional currency and items included in the Consolidated Financial Statements of each entity are measured using that functional currency.

b. Transactions in foreign currencies are translated to the respective functional currencies of the Group companies at the exchange rates prevailing on the date of the transaction. Monetary items denominated in foreign currencies are translated into the functional currency at the year-end rates. The exchange differences so determined and also the realized exchange differences are recognized in the Statement of Profit and Loss. Non-monetary items denominated in foreign currencies and measured at fair value are translated into the functional currency at the exchange rate prevalent at the date when the fair value was determined. Non-monetary items denominated in foreign currencies and measured at historical cost are translated into the functional currency at the exchange rate prevalent at the date of transaction.

c. Translation of foreign operations

For translating the financial statements of foreign branches and subsidiaries, their functional currencies are determined. The results and the financial position of the foreign branches and subsidiaries are translated into presentation currency so that the foreign operation could be included in the consolidated financial statements.

The assets and liabilities of the foreign operation with functional currencies other than the presentation currency are translated to the presentation currency using the closing exchange rate on the Balance Sheet date and the Statement of Profit and Loss using the average exchange rates. The resulting exchange differences are accumulated in 'foreign currency translation reserve' in the Statement of Changes in Equity through Other comprehensive income. On the disposal of a foreign operation, the cumulative amount of the foreign currency translation reserve which relates to that operation is reclassified from equity to the Statement of Profit and Loss (as a reclassification adjustment) when the gain or loss on disposal is recognized. Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the exchange rate in effect at the Balance Sheet date.

1.13 Employee benefits

i. Post-employment benefit plans

Defined benefit plan

The Group's gratuity scheme is a defined benefit plan. For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with independent actuarial valuations being carried out at each Balance Sheet date. Remeasurement of net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effects of asset ceiling (if any, excluding interest)

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

are recognized in Other Comprehensive Income for the period in which they occur. Remeasurements are not reclassified to Statement of Profit or Loss in subsequent periods. Net interest expense and other expenses related to defined benefit plans are recognized in Statement of Profit and Loss. Past service cost is recognized immediately to the extent that the benefits are already vested or amortized on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognized in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost, and as reduced by the fair value of scheme assets, if any. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Group makes specified monthly contributions towards employee provident fund to Government administered provident fund scheme which is a defined contribution plan. The Group's contribution is recognized as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

ii. Compensated absences

The employees of certain locations can carry-forward a portion of the unutilized accrued compensated absences and utilize it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Group records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method. Remeasurement gains/losses are recognised in the Statement of Profit and Loss in the period in which they arise.

iii. Other employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized during the period when the employee renders the service. These benefits include compensated absences (which cannot be carried forward) such as paid annual leave, overseas social security contributions, bonus and performance incentives.

1.14 Income taxes

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity or in other comprehensive income. Current tax items are recognised in correlation to the underlying transactions either in Other Comprehensive Income or direclty in equity. Current income tax is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

or expense in the period that includes the enactment or the substantive enactment date. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred tax liability is recognised for taxable temporary differences. Deferred income taxes are not provided on the undistributed earnings of subsidiaries and branches where it is expected that the earnings of the subsidiary or branch will not be distributed in the foreseeable future. The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

The taxable profit (tax loss), tax bases, unused tax losses, unused tax credits or tax rates for the purposes of current and deferred tax have been determined on the basis of Company's evaluation of acceptability of its tax positions by the taxation authorities.

1.15 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale (qualifying asset) are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

1.16 Provisions, Contingent liabilities and Contingent assets

The Group recognizes provisions only when it has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

No provision is recognized for –

a. Any possible obligation that arises from past events and 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; or

b. Present obligations that arise from past events but are not recognized because-

   - It is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
   - A reliable estimate of the amount of obligation cannot be made.

Such obligations are disclosed as contingent liabilities. These are assessed continually and only that part of the obligation for which an outflow of resources embodying economic benefits is probable, is provided for, except in the extremely rare circumstances where no reliable estimate can be made.

Contingent assets are not recognized in the consolidated financial statements since this may result in the recognition of income that may never be realized.

Onerous contracts

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Group from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established the Group recognizes any impairment loss on the assets associated with that contract.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

Decommissioning Liability

The Group uses various premises on lease to run its operation and records a provision for decommissioning costs to be incurred for the restoration of these premises at the end of the lease period. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is expensed as incurred and recognised in the Statement of Profit and Loss as an interest expense. The estimated future costs of decommissioning and interest rate are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

1.17 Share based payments

In respect of stock options granted pursuant to the Group's Employee Stock Option Scheme, the Group recognizes employee compensation expense, using the grant date fair value in accordance with Ind-AS 102 - Share Based Payment, on straight line basis over the period over which the employees would become unconditionally entitled to apply for the shares.

1.18 Financial instruments

a. Initial recognition

Financial assets and liabilities are recognized when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price unless those contain a significant financing component determined in accordance with Ind AS 115. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

b. Subsequent measurement

i. Non-derivative financial instruments

Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

However, in cases where the Group has made an irrevocable election for particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, the subsequent changes in fair value are recognized in other comprehensive income.

Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

ii. Derivative financial instruments

The Group holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. the Group does not use derivative financial instruments for speculative purposes. The counter-party to the Group's foreign currency forward contracts is generally a bank.

Financial assets or financial liabilities, at fair value through profit or loss

Derivatives not designated as hedges are recognized initially at fair value and attributable transaction costs are recognized in the Statement of Profit and Loss, when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit or loss and the resulting exchange gains or losses are included in other income. Assets/ liabilities in this category are presented as current assets/ current liabilities if they are either held for trading or are expected to be realized within 12 months after the Balance Sheet date.

Cash flow hedge

The use of hedging instruments is governed by the Group's policy approved by the Board of Directors, which provides written principles on the use of such financial derivatives consistent with the Group's risk management strategy.

The Group designates foreign exchange forward contracts as cash flow hedges to mitigate the risk of foreign exchange exposure on firm commitments and highly probable forecast transactions.

Hedging instruments are initially measured at fair value and are re-measured at subsequent reporting dates. The effective portion of changes in the fair value of the derivative is recognized in other comprehensive income and accumulated in the cash flow hedging reserve. Any significant ineffective portion of changes in the fair value of the derivative is recognized immediately in the Statement of Profit and Loss. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. For forecast transactions any cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve is retained until the forecast transaction occurs. When a hedged transaction occurs or is no longer expected to occur, the net cumulative gain or loss recognized in cash flow hedging reserve is transferred to the Statement of Profit and Loss.

The amount recognised in Other comprehensive income is reclassified to profit or loss as a reclassification adjustment in the same period as the hedged cash flows affect profit or loss, and in the same line item in the Statement of Profit or Loss and Other comprehensive income.

c. Derecognition of financial instruments

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind-AS 109. A financial liability (or a part of a financial liability) is derecognized from the Group's

Notes forming part of the consolidated financial statements

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Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

d. Fair value of financial instruments

The Group uses discounted cash flow analysis method for the fair value of its financial instruments except for employee stock options (ESOP), where Black and Scholes options pricing model is used. The method of assessing fair value results in general approximation of value and such value may never actually be realized.

For all other financial instruments the carrying amount approximates fair value due to short maturity of those instruments.

All assets and liabilities for which fair value is measured are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's finance team determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations. The team comprises of the head of the treasury operation and chief finance officer.

External valuers are involved for valuation of significant assets and liabilities. Involvement of external valuers is decided on the basis of nature of transaction and complexity involved. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the finance team analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies. For this analysis, the team verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents. A change in fair value of assets and liabilities is also compared with relevant external sources to determine whether the change is reasonable.

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 liability and the level of the fair value hierarchy as explained above.

1.19 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts (if any) as they are considered an integral part of the Group's cash management.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

1.20 Dividends

Dividend to shareholders is recognised as liability and deducted from equity, in the year/period in which the dividends are approved by the shareholders.

1.21 Segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

1.22 Recent accounting pronouncements

The new and amended standards that are notified by the Ministry of Corporate Affairs (MCA), but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group will adopt these new and amended standards, when they become effective.

(i) **Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants and Ind AS 10 Events after the Reporting Period**

Ind AS 10 has been amended to remove the previous treatment under which a lender's post reporting date waiver granted before the financial statements were approved for issue of a breach of a material covenant in a long term loan arrangement that occurred on or before the end of the reporting period, resulting in the liability becoming payable on demand at the reporting date, was regarded as an adjusting event.

For annual reporting periods beginning on or after April 01, 2026, any breach of a covenant whether material or immaterial occurring on or before the reporting date will, in accordance with Ind AS 1, require the related liability to be classified as current, unless the lender has granted a waiver of the breach on or before the reporting date and has agreed not to demand repayment for at least 12 months after the reporting date as a consequence of the breach. Such a waiver shall be treated as an adjusting event.

The amendments are effective for annual reporting periods beginning on or after April 01, 2026 retrospectively in accordance with Ind AS 8.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

2A Property, plant and equipment

Particulars	Building	Leasehold improvements	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipments	Total
Gross carrying amount as at April 01, 2024	**344.85**	**1,004.49**	**2,087.49**	**160.71**	**15.57**	**407.58**	**4,020.69**
Additions	5.57	154.23	146.36	29.26	-	37.56	372.98
Foreign exchange translation	-	0.59	3.72	0.29	-	0.18	4.78
Disposal/retirements/derecognition	-	83.18	502.84	25.75	-	58.74	670.51
Gross carrying amount as at March 31, 2025	**350.42**	**1,076.13**	**1,734.73**	**164.51**	**15.57**	**386.58**	**3,727.94**
Accumulated depreciation as at April 01, 2024	**132.39**	**864.80**	**1,581.99**	**141.30**	**13.61**	**239.35**	**2,973.44**
Depreciation charge for the year	31.78	70.82	287.53	7.75	0.53	32.19	430.60
Foreign exchange translation	-	0.16	3.25	0.26	-	0.17	3.84
Disposal/retirements/derecognition	-	82.73	493.54	25.68	-	47.99	649.94
Accumulated depreciation as at March 31, 2025	**164.17**	**853.05**	**1,379.23**	**123.63**	**14.14**	**223.72**	**2,757.94**
Gross carrying amount as at April 01, 2025	**350.42**	**1,076.13**	**1,734.73**	**164.51**	**15.57**	**386.58**	**3,727.94**
Additions	-	56.81	398.37	21.77	-	30.81	507.76
Foreign exchange translation	-	8.03	24.00	2.21	-	1.98	36.22
Disposal/retirements/derecognition	3.21	72.14	250.05	18.56	15.57	37.44	396.97
Gross carrying amount as at March 31, 2026	**347.21**	**1,068.83**	**1,907.05**	**169.93**	**-**	**381.93**	**3,874.95**
Accumulated depreciation as at April 01, 2025	**164.17**	**853.05**	**1,379.23**	**123.63**	**14.14**	**223.72**	**2,757.94**
Depreciation charge for the year	32.24	86.87	230.91	7.57	0.17	29.01	386.77
Foreign exchange translation	-	1.85	19.12	1.34	-	0.87	23.18
Disposal/retirements/derecognition	3.21	61.62	248.68	18.56	14.31	35.11	381.49
Accumulated depreciation as at March 31, 2026	**193.20**	**880.15**	**1,380.58**	**113.98**	**-**	**218.49**	**2,786.40**
Net carrying amount as at March 31, 2025	**186.25**	**223.08**	**355.50**	**40.88**	**1.43**	**162.86**	**970.00**
Net carrying amount as at March 31, 2026	**154.01**	**188.68**	**526.47**	**55.95**	**-**	**163.44**	**1,088.55**

Notes:

(i) Refer note 38(4) for disclosure on contractual commitments for the acquisition of property, plant and equipment.

2B Right-of-use assets

Particulars	Office Premises	Land	Vehicles	Total
Gross carrying amount as at April 01, 2024	**2,034.28**	**46.30**	**6.38**	**2,086.96**
Additions	910.24	-	16.32	926.56
Foreign exchange translation	10.10	-	-	10.10
Disposal/retirements/derecognition	693.67	-	6.70	700.37
Gross carrying amount as at March 31, 2025	**2,260.95**	**46.30**	**16.00**	**2,323.25**
Accumulated depreciation as at April 01, 2024	**1,209.88**	**4.32**	**0.87**	**1,215.07**
Depreciation expense for the year	381.86	0.54	4.79	387.19
Foreign exchange translation	1.87	-	-	1.87
Disposal/retirements/derecognition	614.54	-	2.00	616.54
Accumulated depreciation as at March 31, 2025	**979.07**	**4.86**	**3.66**	**987.59**
Gross carrying amount as at April 01, 2025	**2,260.95**	**46.30**	**16.00**	**2,323.25**
Additions	260.61	-	-	260.61
Foreign exchange translation	72.79	-	-	72.79
Disposal/retirements/derecognition	187.92	-	4.82	192.74
Gross carrying amount as at March 31, 2026	**2,406.43**	**46.30**	**11.18**	**2,463.91**
Accumulated depreciation as at April 01, 2025	**979.07**	**4.86**	**3.66**	**987.59**
Depreciation expense for the year	378.65	0.54	4.23	383.42
Foreign exchange translation	36.94	-	-	36.94
Disposal/retirements/derecognition	187.36	-	1.23	188.59
Accumulated depreciation as at March 31, 2026	**1,207.30**	**5.40**	**6.66**	**1,219.36**
Net carrying amount as at March 31, 2025	**1,281.88**	**41.44**	**12.34**	**1,335.66**
Net carrying amount as at March 31, 2026	**1,199.13**	**40.90**	**4.52**	**1,244.55**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

2C Capital work-in-progress

Particulars	March 31, 2026	March 31, 2025
Opening balance	48.86	116.43
Additions	474.51	305.05
Foreign exchange translation	2.84	0.36
Capitalised during the year	(507.76)	(372.98)
Closing balance	**18.45**	**48.86**

Ageing of capital work-in-progress is as below:

As at March 31, 2026

Particulars	Amounts in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	18.45	-	-	-	18.45
Projects temporarily suspended	-	-	-	-	-
Total	**18.45**	**-**	**-**	**-**	**18.45**

As at March 31, 2025

Particulars	Amounts in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	16.64	32.22	-	-	48.86
Projects temporarily suspended	-	-	-	-	-
Total	**16.64**	**32.22**	**-**	**-**	**48.86**

There are no projects under progress/ development, whose completion is overdue or has exceeded its cost as compared to its original plan during the Financial Year 2025-26 and 2024-25.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

2D Other intangible assets

Particulars	Internally Generated Product Development Cost	Other than Internally Generated Software	Total
Gross carrying amount as at April 01, 2024	**64.21**	**393.81**	**458.02**
Additions	-	5.81	5.81
Foreign exchange translation	-	-	-
Disposal/retirements/derecognition	-	0.74	0.74
Gross carrying amount as at March 31, 2025	**64.21**	**398.88**	**463.09**
Accumulated amortisation as at April 01, 2024	**21.54**	**341.54**	**363.08**
Amortisation charge for the year	14.33	24.97	39.30
Foreign exchange translation	-	-	-
Disposal/retirements/derecognition	-	0.74	0.74
Accumulated amortisation as at March 31, 2025	**35.87**	**365.77**	**401.64**
Gross carrying amount as at April 01, 2025	**64.21**	**398.88**	**463.09**
Additions	330.43	5.08	335.51
Foreign exchange translation	-	0.03	0.03
Disposal/retirements/derecognition	6.91	229.02	235.93
Gross carrying amount as at March 31, 2026	**387.73**	**174.97**	**562.70**
Accumulated amortisation as at April 01, 2025	**35.87**	**365.77**	**401.64**
Amortisation charge for the year	14.55	18.51	33.06
Foreign exchange translation	-	(0.57)	(0.57)
Disposal/retirements/derecognition	5.92	229.02	234.94
Accumulated amortisation as at March 31, 2026	**44.50**	**154.69**	**199.19**
Net carrying amount as at March 31, 2025	**28.34**	**33.11**	**61.45**
Net carrying amount as at March 31, 2026	**343.23**	**20.28**	**363.51**

2E Intangible assets under development

	March 31, 2026	March 31, 2025
Opening balance	176.33	-
Additions (refer note below)	159.18	182.14
Capitalised during the year	(335.51)	(5.81)
Closing balance	**-**	**176.33**

Intangible assets under development includes cost of developing a platform to be used by various functions for decision making purposes.

Intangible assets under development includes cost capitalised in the current year from Salaries and wages of ₹119.08 million (previous year ₹ 143.89 million) and other expenses of ₹ 35.02 million (previous year ₹ 32.44 million).

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Ageing of intangible assets under development is as below:

As at March 31, 2026

Particulars	Amounts in Intangible assets under development for				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

As at March 31, 2025

Particulars	Amounts in Intangible assets under development for				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	176.33	-	-	-	176.33
Projects temporarily suspended	-	-	-	-	-
Total	**176.33**	**-**	**-**	**-**	**176.33**

There are no projects under progress/ development , whose completion is overdue or has exceeded its cost as compared to its original plan during the Financial Year 2025-26 and 2024-25.

2F Depreciation and amortisation expense

	March 31, 2026	March 31, 2025
Depreciation of property, plant and equipment	386.77	430.60
Depreciation of right-of-use assets	383.42	387.19
Amortisation of intangible assets	33.06	39.30
	803.25	**857.09**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

3 Non-Current investments

	March 31, 2026	March 31, 2025
Investments in bonds at amortised cost (unquoted)	441.33	-
Investments in index funds at amortised cost (quoted)	59.88	216.15
Investments in term deposits with financial institutions at amortised cost (unquoted)	1,308.38	2,755.65
	1,809.59	**2,971.80**
Notes:		
Aggregate market value of quoted investment	62.37	221.37
Aggregate book value of quoted investment	59.88	216.15
Aggregate value of unquoted investment	1,749.71	2,755.65
Aggregate amount of impairment in the value of investment	-	-

4 Other non-current financial assets

(valued at amortised cost) (Unsecured, considered good unless otherwise stated)

	March 31, 2026	March 31, 2025
Bank deposits having remaining maturity more than 12 months	-	186.12
Security deposits	133.72	107.01
	133.72	**293.13**

Notes:

Information about the Group's exposure to interest rate risk, foreign currency risk, credit risk and liquidity risk is disclosed in note 29.

5 Deferred tax assets (net)

	March 31, 2026	March 31, 2025
Deferred tax assets	1,395.90	1,400.72
Deferred tax liabilities	257.89	399.19
Net deferred tax asset	**1,138.01**	**1,001.53**

For details, refer Note 40.

6 Other non-current assets

(Unsecured, considered good unless otherwise stated)

	March 31, 2026	March 31, 2025
Advances to suppliers	507.25	-
Prepaid expenses	223.41	73.93
Contract Fulfillment Cost	248.19	122.82
	978.85	**196.75**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

7 Inventories

(Valued at lower of cost or net realisable value)

	March 31, 2026	March 31, 2025
Stock of equipments	46.26	103.94
	46.26	**103.94**

There are no goods in transit as on March 31, 2026 and March 31, 2025. During the year, there is no provision of net realisable value recorded (Previous year ₹ Nil).

8 Current investments

	March 31, 2026	March 31, 2025
Investments in mutual funds measured at fair value through profit and loss account (quoted)	13,713.47	10,090.86
Investment in bonds at amortised cost (unquoted)	-	1,063.64
Investments in index funds at amortised cost (quoted)	168.14	-
Investment in term deposits with financial institutions at amortised cost (unquoted)	6,022.91	3,416.06
	19,904.52	**14,570.56**
Notes:		
Aggregate market value of quoted investment	13,887.50	10,090.86
Aggregate book value of quoted investment	13,881.61	10,090.86
Aggregate value of unquoted investment	6,022.91	4,479.70
Aggregate amount of impairment in the value of investment	-	-

9 Trade receivables

(valued at amortised cost) (Unsecured)

		March 31, 2026	March 31, 2025
A	**Billed**		
	Trade Receivables considered good	9,028.73	8,020.88
	Trade Receivables - which have significant increase in credit risk	110.37	276.20
	Trade Receivables - credit impaired	-	-
		9,139.10	**8,297.08**
	Less: Impairment allowance (allowance for bad and doubtful debts including expected credit loss)	130.67	389.69
		9,008.43	**7,907.39**
B	**Unbilled**	**3,116.90**	**1,894.21**
		12,125.33	**9,801.60**

Notes:

(i) Trade receivables include due from related parties ₹10.07 million (Previous year ₹11.5 million) (Refer Note 34). Trade receivables are non-interest bearing and are generally on terms of 60 to 90 days.

(ii) The Group's exposure to credit risk, currency risk and loss allowance related to trade receivables are disclosed in note 29.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Ageing of Trade Receivables as on March 31, 2026 is as below

Particulars	Not Due	Outstanding from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Trade receivables - Billed							
Undisputed - considered good	7,293.83	1,626.09	104.38	0.69	3.10	0.64	**9,028.73**
Undisputed - which have significant increase in credit risk	-	-	-	11.47	20.26	55.89	**87.62**
Undisputed - credit impaired	-	-	-	-	-	-	**-**
Disputed - considered good	-	-	-	-	-	-	**-**
Disputed - which have significant increase in credit risk	-	-	-	-	22.75	-	**22.75**
Disputed- credit impaired	-	-	-	-	-	-	**-**
	7,293.83	**1,626.09**	**104.38**	**12.16**	**46.11**	**56.53**	**9,139.10**
Less: Allowance for bad and doubtful receivables							**(130.67)**
							9,008.43
Trade receivables - Unbilled							**3,116.90**
Total							**12,125.33**

Ageing of Trade Receivables as on March 31, 2025 is as below

Particulars	Not Due	Outstanding from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Trade receivables - Billed							
Undisputed - considered good	6,679.22	1,250.90	12.54	22.94	42.56	12.72	**8,020.88**
Undisputed - which have significant increase in credit risk	-	1.68	76.69	6.60	-	-	**84.97**
Undisputed - credit impaired	-	-	-	-	-	-	**-**
Disputed - considered good	-	-	-	-	-	-	**-**
Disputed - which have significant increase in credit risk	-	-	-	191.23	-	-	**191.23**
Disputed - credit impaired	-	-	-	-	-	-	**-**
	6,679.22	**1,252.58**	**89.23**	**220.77**	**42.56**	**12.72**	**8,297.08**
Less: Allowance for bad and doubtful receivables							**(389.69)**
							7,907.39
Trade receivables - Unbilled							**1,894.21**
Total							**9,801.60**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

10 Cash and bank balances

	March 31, 2026	March 31, 2025
10A Cash and cash equivalents (valued at amortised cost)		
Balances with banks		
In current accounts*	1,711.21	1,383.30
Deposits with banks (with original maturity of less than 3 months)	2,549.13	1,863.99
Cheques on hand	-	23.55
	4,260.34	**3,270.84**
*Balance with bank in Current accounts includes interest bearing accounts amounting to ₹ 0.10 million (previous year ₹ 0.09 million).		
10B Bank balances other than cash and cash equivalents (valued at amortised cost)		
Earmarked balances with banks - Unclaimed dividend (Refer Note (iii) below)	7.79	9.07
Deposits with banks (with remaining maturity of less than 12 months) (Refer note (ii) below)	391.15	1,168.91
	398.94	**1,177.98**
	4,659.28	**4,448.82**

Notes:

(i) Information about the Group's exposure to credit risk, interest rate risk, foreign currency risk and liquidity risk is disclosed in note 29.

(ii) Bank deposits include ₹ 128.57 million (previous year ₹ 36.37 million) held as deposits against bank guarantees.

(iii) There are no amounts due for payment to the Investor Education and Protection Fund under Section 125 of Companies Act, 2013 as at the year end.

(iv) There are no non-cash transactions relating to investing activities as on March 31, 2026 and March 31, 2025.

(v) The rate of interest on bank deposits is ranges between 1.5% to 14.5% p.a with period ranging between 7 days to 365 days.

(vi) As on March 31, 2026, the Group had available ₹ 3,772.00 million (previous year ₹ 3,522.00 million) of undrawn borrowing facilities. The facilities are secured by first Pari passu charge on the current assets on the Group.

(vii) Non-cash transactions relating to financing activities are as follows:

	Borrowings	Lease liabilities
Balance as at April 01, 2024	**-**	**931.77**
Proceeds	140.34	-
Repayments	(29.35)	(445.85)
Finance costs	3.08	101.62
Additions in leases (non-cash changes including effects of unrealised foreign exchange)	-	892.38
Deletion in leases	-	(84.02)
Balance as at March 31, 2025	**114.07**	**1,395.90**
Balance as at April 01, 2025	**114.07**	**1,395.90**
Proceeds	-	-
Repayments	(34.78)	(460.69)
Finance costs	4.03	107.39
Additions in leases (non-cash changes including effects of unrealised foreign exchange)	-	286.50
Deletion in leases	-	(5.01)
Balance as at March 31, 2026	**83.32**	**1,324.09**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

11 Other current financial assets

(valued at amortised cost) (Unsecured, considered good unless otherwise stated)

	March 31, 2026	March 31, 2025
Security deposits	29.81	66.95
Other receivables (includes receivables from employees)	-	0.17
	29.81	**67.12**

Note:

Information about the Group's exposure to credit risk, interest rate risk, foreign currency risk and liquidity risk is disclosed in note 29.

12 Other current assets

(Unsecured, considered good unless otherwise stated)

	March 31, 2026	March 31, 2025
Contract assets - from fixed price contracts (Refer note 32(c))	549.12	1,066.54
Advances to suppliers	65.47	60.05
Employee advances	20.76	34.96
Balances with statutory authorities	650.88	650.64
Prepaid expenses	724.63	444.44
Contract Fulfillment Cost	142.09	186.46
Others	7.74	15.24
	2,160.69	**2,458.33**

13A Equity share capital

	March 31, 2026	March 31, 2025
Authorised:		
870,000,000 (Previous year 870,000,000) equity shares of ₹ 2 each	1,740.00	1,740.00
	1,740.00	**1,740.00**
Issued subscribed and fully paid-up:		
279,506,288 (Previous year 277,877,193) equity shares of ₹ 2 each fully paid-up	559.01	555.75
	559.01	**555.75**

13.1 Terms and rights attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of ₹ 2 each. Each shareholder of equity shares is entitled to one vote per share and an equal right to dividend.

13.2 The final dividend proposed to be distributed to equity shareholders for the year ended March 31, 2026 by the Board of Directors in their meeting held on May 06, 2026 is ₹ 4/- per share (Previous year ₹ 4/ per share) and is subject to the approval of the shareholders in the ensuing Annual General Meeting.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The amount of dividend recognised as distribution during the year to equity shareholders is as follows:

	March 31, 2026	March 31, 2025
Interim dividend for FY 2025-2026 : ₹ 2.5 per share	696.36	-
Final dividend for FY 2024-2025 : ₹ 4.0 per share	1,112.01	-
Interim dividend for FY 2024-2025 : ₹ 2.5 per share	-	691.50
Final dividend for FY 2023-2024 : ₹ 4.0 per share	-	1,104.32

13.3 In the event of liquidation of the Company, the holders of equity shares will be entitled to receive a share in the remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

13.4 a) Reconciliation of authorised equity share capital

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Number of shares	₹ in million	Number of shares	₹ in million
Equity shares				
At the beginning of the year	870,000,000	1,740.00	870,000,000	1,740.00
Add: Increase during the year	-	-	-	-
Outstanding at the end of the year	**870,000,000**	**1,740.00**	**870,000,000**	**1,740.00**

b) Reconciliation of issued, subscribed, and fully paid-up equity share capital

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Number of shares	₹ in million	Number of shares	₹ in million
Equity shares				
At the beginning of the year	277,877,193	555.75	275,937,421	551.87
Add: Shares issued on exercise of share based payment plans	1,629,095	3.26	1,939,772	3.88
Outstanding at the end of the year	**279,506,288**	**559.01**	**277,877,193**	**555.75**

13.5 Number of equity shares held by each shareholder holding more than 5% shares in the Holding Company are as follows:

Name of the shareholders	Number of shares as at March 31, 2026	% of shares held	Number of shares as at March 31, 2025	% of shares held
National Engineering Industries Limited*	107,736,274	38.55%	107,736,274	38.77%

*% change due to ESOP allotment during the year.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

13.6 Number of equity shares held by promoters in the Company are as follows:

Name of the promoter	Number of shares as at March 31, 2026	% of shares held	Number of shares as at March 31, 2025	% of shares held	% change during the year
National Engineering Industries Limited*	107,736,274	38.55%	107,736,274	38.77%	-0.22%
Central India Industries Ltd*	5,169,511	1.85%	5,169,511	1.86%	-0.01%

*% change due to ESOP allotment during the year.

13.7 In the period of five years immediately preceding reporting date, aggregate number of equity shares:

Particulars	March 31, 2026	March 31, 2025
Bought back in the financial year 2022-23 by capitalisation of securities premium	7,800,000	7,800,000

13.8 Shares reserved for issue under options

Details of shares reserved under share based payment plans is disclosed in note 39.

13.9 Capital Management

For the Group's capital management, capital includes issued equity share capital, securities premium and all other equity reserves attributable to the shareholders. The primary objectives of the Group's capital management are to maximise the shareholder value and safeguard their ability to continue as a going concern. The funding requirements are generally met through operating cash flows generated. In order to fulfil its objective, the Group monitors capital using a gearing ratio which is net debt/ obligation divided by total equity. The Group policy is to keep the gearing ratio optimum.

	March 31, 2026	March 31, 2025
Borrowings and lease liabilties	1,407.41	1,509.97
Less: Cash and cash equivalents (Note 10A)	4,260.34	3,270.84
Net payable (a)	**(2,852.93)**	**(1,760.87)**
Total equity (b)	**41,130.66**	**34,782.28**
Gearing ratio (a/b)	**-***	**-***

* Gearing ratio is not calculated as Cash and cash equivalent is higher than the obligations.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

13B Other equity

	March 31, 2026	March 31, 2025
Share application money pending allotment		
Opening balance	-	-
Add: Application money received during the year	58.62	105.66
Less: Issue of shares under share based payment scheme	(58.62)	(105.66)
	-	**-**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

	March 31, 2026	March 31, 2025
Capital Reserve		
Opening balance	458.64	458.64
Movement during the year	-	-
	458.64	**458.64**
Capital Redemption Reserve		
Opening balance	55.60	55.60
Movement during the year	-	-
	55.60	**55.60**
Securities premium		
Opening balance	1,453.34	1,003.19
Add: Premium on issue of shares under share based payment scheme	55.36	101.78
Add: Transfer from share based payment reserve	469.24	348.37
	1,977.94	**1,453.34**
Share based payment reserve		
Opening balance	1,032.50	909.02
Add : Share based payments to employees	163.21	514.06
Less : Transfer to securities premium on account of employee stock option	(469.24)	(348.37)
Less : Transfer to retained earnings on account of stock options cancelled	(68.05)	(42.21)
	658.42	**1,032.50**
General reserve		
Opening balance	**179.77**	179.77
Movement during the year	**-**	-
	179.77	179.77
Amalgamation reserve		
Opening balance	51.40	51.40
Movement during the year	-	-
	51.40	**51.40**
Retained earnings		
Opening balance	28,210.61	24,767.38
Add: Profit for the year	5,183.57	5,167.60
Remeasurement of the net defined benefit plans (Refer note 33)	15.69	29.24
Less: Dividend paid	(1,808.37)	(1,795.82)
Add: Transfer from share based payment Reserve	68.05	42.21
	31,669.55	**28,210.61**
Foreign currency translation reserve		
Opening balance	2,830.29	2,454.05
Increase during the year	2,726.84	376.24
	5,557.13	**2,830.29**
Effective portion of cash flow hedges (Refer note 29.3)		
Opening balance	(45.62)	10.33
Increase/ decrease during the year [Net of taxes ₹(2.96) million (Previous year ₹ 18.81 million)]	8.82	(55.95)
	(36.80)	**(45.62)**
	40,571.65	**34,226.53**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

(i) Capital reserve

Any profit or loss on purchase, sale, issue or cancellation of the Company's own equity instruments is transferred to capital reserve.

(ii) Capital redemption reserve

Represents the nominal amount of:

a) Preference share capital: on redemption of 400,000, 0.01% cumulative redeemable preference shares.

b) Equity share capital: On buy - back of 7,800,000 fully paid equity shares of ₹ 2/- each in earlier year.

The reserve can be utilised in accordance with the provisions of Section 69 of the Companies Act, 2013.

(iii) Amalgamation reserve

Represents the amount credited on account of cancellation of stock options issued pursuant to the scheme of amalgamation and acquisition. It is utilised in accordance with the provisions of the Companies Act, 2013.

(iv) Securities premium reserve

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013.

(v) Share based payment reserve

The Group has established various equity-settled share based payment plans for certain categories of employees of the Group. Refer note 39 for further details.

(vi) General Reserve

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another, items included in the general reserve will not be reclassified subsequently to statement of profit and loss.

(vii) Share application money pending allotment

The Group has established various equity-settled share based payment plans for certain categories of employees of the Group. This pertains to application money received from employees pending allotment and issue of shares under share based payment scheme.

(viii) Exchange differences on translating the financial statements of a foreign operation

Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income as described in accounting policy and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed off. The Group has not recognised tax impact on exchange gain/ losses on translation of foreign operations in other comprehensive income as the Group has determined that those entities will not be dispoted off in the foreseeable future.

(ix) Retained earnings

Retained earnings are the profits/(loss) that the Group has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

(x) Effective portion of cash flow hedges

The Group uses hedging instruments as part of its management of foreign currency risk associated with its highly probable forecast sales. For hedging foreign currency risk, the Group uses forward contracts which are designated as cash flow hedges. To the extent this hedge is effective, the change in fair value of the hedging instruments is recognised in the effective portion of cash flow hedges. Amounts recognised in the effective portion of cash flow hedges are reclassified to profit or loss when the hedged item affects profit or loss.

14 Borrowings

(Unsecured, valued at amortised cost)

14A Non-Current

	March 31, 2026	March 31, 2025
Term loan from other parties (financial institution)	83.32	114.07
Less : Amount disclosed under current borrowings	32.02	31.66
	51.30	**82.41**

14B Current

	March 31, 2026	March 31, 2025
Current maturities of long-term borrowings	32.02	31.66
	32.02	**31.66**

Note :

1. The Term loan of ₹140.34 million is obtained for the purchase of equipments. Total tenure of the loan is 3 years to 5 years and remaining maturity of the loan as on March 31, 2026 is up-to 3 years with rate of interest of 4.07% p.a.

2. The Group has not defaulted on repayment of loan and interest. In the event of default, the equipments will be hypothecated by the financial institution.

15 Lease liabilities - non-current (valued at amortised cost)

	March 31, 2026	March 31, 2025
Lease liabilities (Refer note 35)	1,053.71	1,037.80
	1,053.71	**1,037.80**

16 Other non-current financial liabilities (valued at amortised cost)

	March 31, 2026	March 31, 2025
Accrued employee costs	11.86	50.03
	11.86	**50.03**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

17 Provisions - non-current

	March 31, 2026	March 31, 2025
Provision for employee benefits	409.41	287.76
- Compensated absences	853.89	444.12
- Gratuity fund plan liabilities (Refer note 33(2))	-	12.91
- Others		
Other provisions		
- - Provision for decommissioning liability (Refer note 38(3))	15.95	12.55
	1,279.25	**757.34**

18 Lease liabilities - current (valued at amortised cost)

	March 31, 2026	March 31, 2025
Lease liabilities (Refer note 35)	270.38	358.10
	270.38	**358.10**

Note:

Information about the Group's exposure to foreign currency risk, liquidity risk and interest rate risks is disclosed in note 29.

19 Trade payables (valued at amortised cost)

19A Non-Current

	March 31, 2026	March 31, 2025
Total outstanding dues of micro enterprises and small enterprises ('MSME')	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	13.79	60.18
	13.79	**60.18**

19B Current

	March 31, 2026	March 31, 2025
Total outstanding dues of micro enterprises and small enterprises ('MSME')	17.30	3.45
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,533.47	2,349.87
	2,550.77	**2,353.32**
Total Trade payables	**2,564.56**	**2,413.50**

Notes:

(i) Trade payables include dues to related parties ₹ 24.5 million (Previous year ₹ 9.73 million) (Refer note 34).

(ii) Information about the Group's exposure to foreign currency risk and liquidity risk is disclosed in note 29.

(iii) Trade payables are non-interest bearing and are generally settled on 30 days terms.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Ageing of Trade Payables as on March 31, 2026 is as below:

Particulars	Not Due	Outstanding for the following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises (undisputed)	9.18	8.09	0.03	-	-	17.30
Total outstanding dues of creditors other than micro enterprises and small enterprises (undisputed)	213.76	187.68	11.19	-	-	412.63
Total outstanding dues of micro enterprises and small enterprises (disputed)	-	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises (disputed)	-	-	-	-	-	-
	222.94	**195.77**	**11.22**	**-**	**-**	**429.93**
Unbilled dues						**2,134.63**
Total						**2,564.56**

Ageing of Trade Payables as on March 31, 2025 is as below:

Particulars	Not Due	Outstanding for the following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises (undisputed)	-	3.45	-	-	-	3.45
Total outstanding dues of creditors other than micro enterprises and small enterprises (undisputed)	236.13	122.45	-	-	-	358.58
Total outstanding dues of micro enterprises and small enterprises (disputed)	-	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises (disputed)	-	-	-	-	-	-
	236.13	**125.90**	**-**	**-**	**-**	**362.03**
Unbilled dues						**2,051.47**
Total						**2,413.50**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

20 Other current financial liabilities

	March 31, 2026	March 31, 2025
Financial liabilities measured at fair value through OCI		
Forward contracts designated as cash flow hedges	475.11	85.27
Financial liabilities measured at amortised cost		
Accrued employee costs	1,293.36	1,569.24
Unclaimed dividend*	7.79	9.07
Payables in respect of property, plant and equipment and intangible assets	202.59	6.52
Security deposits	1.38	7.57
	1,980.23	**1,677.67**

*Unpaid dividend does not include amount due and outstanding to be credited to the Investor Education and Protection Fund.

Note:

Information about the Group's exposure to foreign currency risk, liquidity risk and interest rate risks is disclosed in note 29.

21 Other current liabilities

	March 31, 2026	March 31, 2025
Unearned revenue	2,214.75	1,757.44
Advances from customers	269.69	70.13
Statutory dues payable*	685.59	735.62
Other liabilities**	2.62	2.95
	3,172.65	**2,566.14**

*Includes payable with respect to Goods and Services Tax, Withholding taxes, Provident fund, etc.

**Others includes amounts deducted from employee's salary towards Employees Benevolent Fund which gets deposited in Employee Benevolent Fund.

22 Provisions - current

	March 31, 2026	March 31, 2025
Provision for employee benefits		
- Compensated absences	535.38	489.47
- Gratuity fund plan liabilities (Refer note 33(2))	199.69	140.17
- Others	4.78	-
Other provisions		
- Provision for onerous contracts (Refer note 38(2))	12.53	41.29
- Provision for decommissioning liability (Refer note 38(3))	1.16	1.01
	753.54	**671.94**

23 Revenue from operations

	March 31, 2026	March 31, 2025
Software services (Refer note 32)	52,739.17	52,311.34
Sale of equipment and software licences	360.41	1,441.05
	53,099.58	**53,752.39**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

24 Other income

	March 31, 2026	March 31, 2025
Interest income on		
Bank deposits and other deposits	688.93	618.42
Others (Refer note (i))	75.88	77.61
Profit on sale / disposal of property, plant and equipment and intangible assets (net)	28.72	-
Gain on sale / redemption of mutual funds / bonds (net)	139.56	113.89
Other non operating income		
Fair value gain on financial assets (investments) at fair value through profit or loss	329.50	305.23
Foreign exchange gain/ (loss) (net)	(646.59)	(117.71)
Insurance claims and other receipts (net of expenses directly attributable to such income)	6.72	45.76
Miscellaneous income (Refer note (ii))	25.33	42.17
	648.05	**1,085.37**

Notes:

(i) Includes interest on finance lease receivable, interest on refund of taxes and finance income on unwinding of security deposits.

(ii) Includes liabilities no longer required written back.

25 Cost of equipment and software licences

	March 31, 2026	March 31, 2025
Purchases of equipment and software licences	249.01	1,493.90
Change in inventories of equipment		
Opening stock	103.94	-
Less: Closing stock	46.26	103.94
	57.68	**(103.94)**
	306.69	**1,389.96**

26 Employee benefits expense

	March 31, 2026	March 31, 2025
Salaries and wages	29,348.24	29,485.91
Contribution to provident and other funds (Refer note 33(1))	1,803.54	1,734.26
Gratuity expenses (Refer note 33(2))	299.63	186.33
Share based compensation to employees (Refer note 39)	163.21	514.06
Staff welfare expenses	93.17	87.38
	31,707.79	**32,007.94**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

27 Finance costs

	March 31, 2026	March 31, 2025
Interest on borrowings	4.03	3.08
Interest on lease liabilities (Refer note 35)	107.39	101.62
Bill discounting charges	79.46	113.61
Other Interest expense	5.14	16.07
	196.02	**234.38**

28 Other expenses

	March 31, 2026	March 31, 2025
Cost of service delivery	601.23	529.07
Cost of professional sub-contracting	7,647.64	8,982.64
Travelling and conveyance (net)	953.72	857.05
Recruitment and training expenses	328.53	285.34
Power and fuel	73.50	79.61
Lease rent (Refer note 35)	35.61	48.25
Repairs and maintenance		
- buildings	114.50	159.45
- plant and equipment	9.73	11.91
- software	900.48	832.82
- others	146.27	65.52
Insurance	128.95	121.18
Rates and taxes	73.82	66.31
Communication expenses	105.39	113.83
Legal & professional fees (including auditors remuneration)	1,041.37	663.38
Marketing expenses	132.37	209.44
Loss on sale/disposal of property, plant and equipment and intangible assets (net)	-	0.57
Bad debts written off	170.05	122.74
Provision for doubtful debts and advances	(275.58)	(73.25)
Contributions towards corporate social responsibility (Refer note 46)	70.10	70.44
Miscellaneous expenses*	166.94	233.75
	12,424.62	**13,380.05**

Note:

* Miscellaneous expenses mainly includes security charges, membership and subscription charges and other office expenses.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

29 Financial Instruments

29.1 Financial Instruments by category

The carrying value and fair value of financial instruments by categories as on March 31, 2026 are as follows:

Particulars	Amortised cost	Financial assets/ liabilities at fair value through profit or loss (FVTPL)	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total fair value
Financial assets					
Investments	8,000.64	13,713.47	-	21,714.11	21,760.51
Trade receivables	12,125.33	-	-	12,125.33	12,125.33
Cash and cash equivalents	4,260.34	-	-	4,260.34	4,260.34
Bank balances other than cash and cash equivalents	398.94	-	-	398.94	398.94
Finance lease receivable	677.67	-	-	677.67	677.67
Other financial assets	163.53	-	-	163.53	163.53
Total financial assets	**25,626.45**	**13,713.47**	**-**	**39,339.92**	**39,386.32**
Financial liabilities					
Borrowings	83.32	-	-	83.32	83.32
Trade payables	2,564.56	-	-	2,564.56	2,564.56
Lease liabilities	1,324.09	-	-	1,324.09	1,324.09
Other financial liabilities	1,516.98	-	475.11	1,992.09	1,992.09
Total financial liabilities	**5,488.95**	**-**	**475.11**	**5,964.06**	**5,964.06**

The carrying value and fair value of financial instruments by categories as on March 31, 2025 are as follows:

Particulars	Amortised cost	Financial assets/ liabilities at fair value through profit or loss (FVTPL)	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total fair value
Financial assets					
Investments	7,451.50	10,090.86	-	17,542.36	17,547.58
Trade receivables	9,801.60	-	-	9,801.60	9,801.60
Cash and cash equivalents	3,270.84	-	-	3,270.84	3,270.84
Bank balances other than cash and cash equivalents	1,177.98	-	-	1,177.98	1,177.98
Finance lease receivable	711.13	-	-	711.13	711.13
Other financial assets	360.25	-	-	360.25	360.25
Total financial assets	**22,773.30**	**10,090.86**	**-**	**32,864.16**	**32,869.38**
Financial liabilities					
Borrowings	114.07	-	-	114.07	114.07
Trade payables	2,413.50	-	-	2,413.50	2,413.50
Lease liabilities	1,395.90	-	-	1,395.90	1,395.90
Other financial liabilities	1,642.43	-	85.27	1,727.70	1,727.70
Total financial liabilities	**5,565.90**	**-**	**85.27**	**5,651.17**	**5,651.17**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

29.2 Fair value hierarchy

Financial assets and liabilities include cash and cash equivalents, other balances with banks, trade receivables (including unbilled), other financial assets, trade payables and other financial liabilities, whose fair values approximate their carrying amounts largely due to the short term nature of such assets and liabilities. Fair value of lease liabilities including Finance lease receivable approximate its carrying amounts, as lease liabilities are valued using the discounted cash flow method.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).This level of hierarchy includes Company's over the counter (OTC) derivative contracts.

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following methods and assumptions were used to estimate the fair values:

i) The fair value of the quoted bonds and mutual funds are based on price quotations at reporting date.

The following table presents fair value hierarchy of financial assets and liabilities as on March 31, 2026:

Particulars	As at March 31, 2026	Fair value measurement		
		Level 1	Level 2	Level 3
Investments in Mutual funds and Index funds (quoted)	13,941.49	13,941.49	-	-
Investments in Bonds (unquoted)	441.33	-	441.33	-
Investments in Term deposits (unquoted)	7,331.29	-	7,331.29	-
Forward contract (Liability) designated as cash flow hedge	(475.11)	-	(475.11)	-

The following table presents fair value hierarchy of financial assets and liabilities as on March 31, 2025:

Particulars	As at March 31, 2025	Fair value measurement		
		Level 1	Level 2	Level 3
Investments in Mutual funds and Index funds (quoted)	10,307.01	10,307.01	-	-
Investments in Bonds (unquoted)	1,063.64	-	1,063.64	-
Investments in Term deposits (unquoted)	6,171.71	-	6,171.71	-
Forward contract designated as cash flow hedge	(85.27)	-	(85.27)	-

29.3 Financial risk management

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board of Directors has established the Risk Management Committees, which is responsible for developing and monitoring the Group's risk management policies. The Group has exposure to the following risks arising from financial instruments.

a. Credit risk

Credit risk is the risk of financial losses to the Group if a customer or counterparty to financial instruments fails to discharge its contractual obligations and arises primarily from the Group's receivables from customers amounting to ₹ 9,008.43 million and ₹ 7,907.39 million and unbilled revenue amounting to ₹ 3,116.9 million and ₹ 1,894.21 million as on March 31, 2026 and March 31, 2025 respectively. To manage this, the Group periodically assesses the key accounts receivable balances. Credit risk on derivative instruments is generally low as the company enters into derivative contracts with reputed banks. As per Ind-AS 109 : Financial Instruments, the Group uses expected credit loss model to assess the impairment loss or gain.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

i. Trade receivables and Lease Receivables

The management has established accounts receivable policy under which customer accounts are regularly monitored. The Group has a dedicated sales team at each geography which is responsible for collecting dues from the customer within stipulated period. The management reviews status of critical accounts on a regular basis. Unbilled revenue is not outstanding for more than 90 days. For the details of the Group's exposure to credit risk by geographic region and revenue generated from top customer, refer note 30.

ii. Impairment

Movement in the allowance for impairment in respect of trade receivable and finance lease receivables:

Particulars	March 31, 2026	March 31, 2025
Balance at the beginning of the year	389.69	439.07
Provision made	70.42	425.69
Provision reversed	(173.43)	(360.09)
Provision utilised	(170.05)	(122.74)
Translation exchange difference	14.04	7.76
Balance as at the end of the year	**130.67**	**389.69**

iii. Cash and bank balances

The Group held cash and bank balances of ₹ 4,659.28 million and ₹ 4,448.82 million as on March 31, 2026 and March 31, 2025 respectively. The cash and bank balances are held with banks which have high credit ratings assigned by international credit rating agencies.

iv. Guarantees

The Group's policy is to provide financial guarantees on behalf of subsidiaries. The Group has issued the guarantees to certain banks in respect of credit facilities granted to its subsidiaries. There are no external borrowings in subsidiaries as on March 31, 2026 and March 31, 2025.

v. Investment

The Group invests surplus funds in mutual fund schemes, Index funds, bonds and fixed deposits with Banks and Financial Institutions. The Group manages the risk through diversification and by placing limits on individual instruments. Investments of surplus funds are made only with approved counterparties having a good market reputation and within credit limits assigned to each counterparty.

b. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group has a view of maintaining liquidity and to take minimum possible risk while making investments. In order to maintain liquidity, the Group invests its excess funds in short term liquid assets like liquid mutual funds. The Group monitors its cash and bank balances periodically in view of its short term obligations associated with its financial liabilities.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The liquidity position at each reporting date is given below:

Particulars	March 31, 2026	March 31, 2025
Cash and cash equivalents	4,260.34	3,270.84
Other balances with banks (excluding unclaimed dividend)	391.15	1,168.91
Investments in Mutual funds and Index funds (quoted) (non-trade)	13,941.49	10,307.01
Investments in Bonds (unquoted) (non-trade)	441.33	1,063.64
Investments in Term deposits (unquoted)	7,331.29	6,171.71
Fixed deposits with banks (non-current portion)	-	186.12
Total	**26,365.60**	**22,168.23**

The following are the remaining undiscounted contractual maturities of financial liabilities as on March 31, 2026:

Particulars	Less than 1 year	1-2 years	2-4 years	4-5 years	> 5 years	Total
Borrowings	34.77	29.36	23.95	-	-	88.08
Trade payables	2,550.77	12.70	1.09	-	-	2,564.56
Lease liabilities	348.54	325.79	592.44	131.33	129.20	1,527.30
Other financial liabilities	1,992.09	-	-	-	-	1,992.09

The following are the remaining undiscounted contractual maturities of financial liabilities as on March 31, 2025:

Particulars	Less than 1 year	1-2 years	2-4 years	4-5 years	> 5 years	Total
Borrowings	34.77	34.77	53.31	-	-	122.85
Trade payables	2,353.32	53.84	6.34	-	-	2,413.50
Lease liabilities	432.97	285.51	531.99	188.20	268.26	1,706.93
Other financial liabilities	1,727.70	-	-	-	-	1,727.70

c. **Market risk**

Market risk is a risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

i. **Foreign currency risk**

Significant portion of the Group's revenues are in foreign currencies, while a significant portion of the costs are in Indian rupee i.e. functional currency of the Group. The foreign currencies to which the Group is majorly exposed to are US Dollars, Euros and Pound Sterling.

The Group evaluates net exchange rate exposure based on current revenue projections and expected volatility in the market and covers its exposure as per ratios defined in treasury policy. For this purpose the Group uses foreign currency derivative instruments such as forward covers to mitigate the risk. The counterparty to these derivative instruments is a bank. The Group has designated derivative instruments as cash flow hedge to mitigate the foreign exchange exposure of highly probable forecasted cash flows.

Notes forming part of the consolidated financial statements

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(Amount in ₹ million, unless otherwise stated)

a. Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonable possible change in US Dollars, Euros, Pound Sterling and Other currencies with all other variables constant:

Currency	Fluctuation	Impact on profit before tax	
		March 31, 2026	March 31, 2025
US Dollars	+1%	16.00	15.35
	-1%	(16.00)	(15.35)
Euros	+1%	2.90	1.69
	-1%	(2.90)	(1.69)
Pound Sterling	+1%	0.01	0.01
	-1%	(0.01)	(0.01)
Other	+1%	0.13	0.01
	-1%	(0.13)	(0.01)

Above excludes local currency of foreign subsidiaries.

b. Derivative assets and liabilities designated as cash flow hedges

In accordance with its risk management policy and business plan the Group has hedged its cash flows. The Group enters into derivative contracts to offset the foreign currency risk arising from the amounts denominated in currencies other than in Indian rupees. The counter party to the Group's foreign currency contracts is a bank. These contracts are entered into to hedge the foreign currency risks of firm commitments (sales orders) and highly probable forecast transactions. Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

The following are the outstanding GBP/USD/EUR: INR Currency Exchange Contracts entered into by the Group which has been designated as Cash Flow Hedges:

Particulars	March 31, 2026		March 31, 2025	
	Foreign Currency	₹	Foreign Currency	₹
EUR	5.47	580.84	6.44	601.96
USD	72.00	6,490.87	86.50	7,391.26
GBP	4.75	570.23	6.35	692.89

The forward contracts entered have maturity between 30 days to 11 months from the Balance Sheet date.

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(Amount in ₹ million, unless otherwise stated)

The movement in the hedging reserve for derivatives, which have been designated as Cash Flow Hedges, is as follows:

Particulars	March 31, 2026	March 31, 2025
Balance at the beginning of the year	(45.62)	10.33
Gains/(losses) recognised in other comprehensive income	11.78	(74.76)
- Total gains/(losses) recognised in other comprehensive income	(389.83)	(99.07)
- Amounts reclassified to statement of profit and loss	401.61	24.31
Deferred tax on fair value of effective portion of cash flow hedges	(2.96)	18.81
Hedge ineffectiveness recognised in profit and loss	-	-
Balance at the end of the year	(36.80)	(45.62)

ii. 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 exposure to the risk of changes in market interest rates relates primarily with Group's fixed and floating rate instruments. The interest rate profile of the Group's interest-bearing financial instruments is as follows:

Particulars	March 31, 2026	March 31, 2025
Fixed rate instruments		
Financial liabilities	83.32	114.07
Financial assets	10,454.44	10,169.99
Floating rate instruments		
Financial assets	258.45	284.37

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in the interest rates on the portion of investments with floating interest rate due to change in market interest rates. With all other variables held constant, the Group's profit before tax will affect as follows:

Particulars	Impact on profit before tax	
	March 31, 2026	March 31, 2025
Increase by 1%	2.58	2.84
Decrease by 1%	(2.58)	(2.84)

30 Segment Information

Birlasoft Limited provides software development and IT consulting to its customers predominantly in Banking, Financial Services and Insurance, Life Sciences and Services, Energy Resources and Utilities and Manufacturing (which mainly includes Discrete Manufacturing, Hi-Tech & Media, Auto and Consumer packaged goods). The customers in these verticals are located at US/ India/ Europe/ ROW region. To enable the Group to serve their specific needs, the Group has set up legal entities in the respective geographies. The business is structured in such a way that the predominantly customer front ending and bidding process is carried out by these legal entities.

Notes forming part of the consolidated financial statements

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(Amount in ₹ million, unless otherwise stated)

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assess their performance. The Group's chief operating decision maker is the Chief Executive Officer and Managing Director.

A) Vertical segments

The Group has identified business segments ('industry vertical') as reportable segments. The business segments comprise:

1) Manufacturing,
2) Banking, Financial Services and Insurance (BFSI),
3) Energy and Utilities,
4) Life Sciences

Revenue, Income and expenses directly attributable to segments are reported under each reportable segment. All other Income and expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Assets and liabilities used in the Group's business are not identified to any of the reportable segments, as these are used interchangeably between segments. The management believes that it is currently not practicable to provide segment disclosures relating to total assets and liabilities since a meaningful segregation of the available data is onerous.

There is no capital expediture incurred which is attributable to specific segment.

Particulars	March 31, 2026					March 31, 2025				
	Manufacturing	BFSI	Energy and Utilities	Life Sciences	Total	Manufacturing	BFSI	Energy and Utilities	Life Sciences	Total
a) Segment Revenue										
Revenue from software development and IT consulting services	20,111.56	12,958.97	9,175.80	10,853.25	53,099.58	21,314.74	12,786.29	8,671.56	10,979.80	53,752.39
Total Segment Revenue	**20,111.56**	**12,958.97**	**9,175.80**	**10,853.25**	**53,099.58**	**21,314.74**	**12,786.29**	**8,671.56**	**10,979.80**	**53,752.39**
b) Allocated expenses	14,794.51	9,105.52	5,658.97	9,037.86	38,596.86	17,069.84	9,376.88	6,018.88	9,249.03	41,714.63
c) Segment Results	5,317.05	3,853.45	3,516.83	1,815.39	14,502.72	4,244.90	3,409.41	2,652.68	1,730.77	12,037.76
Unallocated Corporate expenses (Net)					(6,762.25)					(5,531.07)
Interest income					764.81					696.03
Finance Cost					(196.02)					(234.38)
Exceptional Items					(406.88)					-
Profit before tax					**7,902.38**					**6,968.34**
Current Tax					(2,788.66)					(1,726.08)
Deferred tax credit/(charge)					69.85					(74.66)
Profit after Tax					**5,183.57**					**5,167.60**
d) Depreciation / Amortisation #					**803.25**					**857.09**
e) Non cash expenses other than Depreciation / Amortisation #					-					-

#The cost incurred during the year to acquire segment property, plant and equipments, depreciation / amortisation and non-cash expenses are not attributable to any reportable segment.

B) Geographical Segments

Particulars	March 31, 2026					March 31, 2025				
	India	America	UK & Europe	Rest of World	Total	India	America	UK & Europe	Rest of World	Total
a) Segment Revenue	1,638.25	45,562.52	5,603.97	294.84	53,099.58	2,513.85	46,539.72	4,251.06	447.76	53,752.39
b) Non current operating assets*	3,670.35	5,169.84	1,130.93	6.53	9,977.65	2,898.45	4,304.86	986.42	6.22	8,195.95

*Non-current operating assets includes non current assets other than financial instruments, deferred tax assets and post employment benefit assets which include amounts expected to be recovered more than twelve months after the reporting period.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

C) Major customer

Revenue from one customer from BFSI segment, ₹ 8,626.83 million (Previous year ₹ 7,091.96 million), individually accounts for more than 10% of the Group's revenue.

31 Additional information pursuant to para 2 of Part III of Division II of Schedule III for preparation of general instruction for the preparation of consolidated financial statements.

For the year ended March 31, 2026

	Name of entity	Net assets i.e. total assets minus total liabilities		Share in profit or (loss)		Share in other comprehensive income (OCI)		Share in total comprehensive income (TCI)	
		As % of consolidated net assets	Amount	As % of consolidated profit or (loss)	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	Amount
A	**Parent Company:**								
	Birlasoft Limited, India	43.57%	17,919.11	58.19%	3,016.49	0.89%	24.51	38.32%	3,041.00
	(A)		**17,919.11**		**3,016.49**		**24.51**		**3,041.00**
B	**Wholly owned Subsidiaries:**								
I	**Foreign subsidiaries:**								
1	Birlasoft Solutions Inc., USA	28.59%	11,761.27	31.60%	1,637.91	21.48%	591.04	28.09%	2,228.95
2	Birlasoft Computer Corporation, USA	3.54%	1,456.71	2.85%	147.66	4.98%	137.12	3.59%	284.78
3	Birlasoft Inc., USA	22.99%	9,455.73	20.36%	1,055.51	33.48%	921.16	24.91%	1,976.67
4	Birlasoft Consulting Inc. (Subsidiary of Birlasoft Solutions Inc.), USA	1.15%	474.82	-0.14%	(7.25)	1.79%	49.22	0.53%	41.97
5	Birlasoft Solutions Ltda (Subsidiary of Birlasoft Solutions Inc.), Brazil	1.15%	473.20	0.32%	16.62	2.47%	67.89	1.07%	84.51
6	Birlasoft Solutions Mexico, S.A. DE C.V. (Subsidiary of Birlasoft Solutions Inc.), Mexico	0.46%	187.96	0.89%	45.92	-0.41%	(11.32)	0.44%	34.60
7	Birlasoft Technologies Canada Corporation (Subsidiary of Birlasoft Computer Corporation, USA)	3.70%	1,523.82	0.41%	21.19	6.53%	179.58	2.53%	200.77
8	Birlasoft Solutions Limited, UK	0.42%	172.96	-1.39%	(71.83)	0.64%	17.48	-0.68%	(54.35)
9	Birlasoft Solutions France, France	2.09%	860.33	1.84%	95.39	4.24%	116.61	2.67%	212.00
10	Birlasoft (UK) Limited (Subsidiary of Birlasoft Inc.), UK	-1.15%	(474.99)	-6.16%	(319.41)	-1.11%	(30.67)	-4.41%	(350.08)
11	Birlasoft Solutions GmbH (Subsidiary of Birlasoft Solutions Limited), Germany	0.09%	35.62	0.04%	1.89	0.04%	1.17	0.04%	3.06
12	Birlasoft Solutions ME FZE, UAE	0.52%	214.73	0.30%	15.33	0.42%	11.54	0.34%	26.87
13	Birlasoft Sdn Bhd, Malaysia	0.16%	65.94	0.05%	2.34	0.43%	11.72	0.18%	14.06
	(B)		**26,208.10**		**2,641.27**		**2,062.54**		**4,703.81**
C	**Consolidation adjustments including intercompany eliminations**	-7.29%	**(2,996.55)**	-9.15%	**(474.19)**	24.14%	**664.30**	2.40%	**190.11**
D	**Total (A+B+C)**	**100%**	**41,130.66**	**100%**	**5,183.57**	**100%**	**2,751.35**	**100%**	**7,934.92**

Note: The Group provides Software Development, global IT consulting to its clients, predominantly in Banking, Financial Services and Insurance, Life Sciences and Services, Energy Resources and Utilities and Manufacturing (which mainly includes Discrete Manufacturing, Hi-Tech & Media, Auto and Consumer packaged goods) verticals.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

For the year ended March 31, 2025

	Name of entity	Net assets i.e. total assets minus total liabilities		Share in profit or (loss)		Share in other comprehensive income (OCI)		Share in total comprehensive income (TCI)	
		As % of consolidated net assets	Amount	As % of consolidated profit or (loss)	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	Amount
A	**Parent Company:**								
	Birlasoft Limited, India	47.34%	16,464.65	57.77%	2,985.48	-7.64%	(26.71)	53.63%	2,958.77
	(A)		**16,464.65**		**2,985.48**		**(26.71)**		**2,958.77**
B	**Wholly owned Subsidiaries:**								
I	**Foreign subsidiaries:**								
1	Birlasoft Solutions Inc., USA	26.32%	9,153.12	19.11%	987.68	26.38%	92.22	19.57%	1,079.90
2	Birlasoft Computer Corporation, USA	3.37%	1,170.90	1.68%	87.07	7.69%	26.88	2.07%	113.95
3	Birlasoft Inc., USA	22.44%	7,806.28	32.44%	1,676.35	51.37%	179.54	33.64%	1,855.89
4	Birlasoft Consulting Inc. (Subsidiary of Birlasoft Solutions Inc.), USA	1.25%	434.92	2.36%	122.10	2.64%	9.24	2.38%	131.34
5	Birlasoft Solutions Ltda (Subsidiary of Birlasoft Solutions Inc.), Brazil	1.08%	376.19	0.65%	33.71	-9.79%	(34.23)	-0.01%	(0.52)
6	Birlasoft Solutions Mexico, S.A. DE C.V. (Subsidiary of Birlasoft Solutions Inc.), Mexico	0.32%	112.02	-0.64%	(32.98)	2.11%	7.39	-0.46%	(25.59)
7	Birlasoft Technologies Canada Corporation (Subsidiary of Birlasoft Computer Corporation, USA)	3.80%	1,323.05	2.02%	104.34	-11.17%	(39.03)	1.18%	65.31
8	Birlasoft Solutions Limited, UK	0.63%	220.06	-1.06%	(54.77)	2.72%	9.52	-0.82%	(45.25)
9	Birlasoft Solutions France, France	1.86%	646.46	3.54%	183.02	4.51%	15.76	3.60%	198.78
10	Birlasoft (UK) Limited (Subsidiary of Birlasoft Inc.), UK	-0.37%	(127.09)	-5.64%	(291.56)	-0.21%	(0.74)	-5.30%	(292.30)
11	Birlasoft Solutions GmbH (Subsidiary of Birlasoft Solutions Limited), Germany	0.08%	28.61	-0.16%	(8.02)	0.06%	0.22	-0.14%	(7.80)
12	Birlasoft Solutions ME FZE, UAE	0.53%	185.01	0.14%	7.44	1.69%	5.89	0.24%	13.33
13	Birlasoft Sdn Bhd, Malaysia	0.15%	51.86	0.17%	8.88	1.04%	3.65	0.23%	12.53
	(B)		**21,381.39**		**2,823.26**		**276.31**		**3,099.57**
C	**Consolidation adjustments including intercompany eliminations**	-8.81%	**(3,063.76)**	-12.41%	**(641.14)**	28.59%	**99.93**	-9.81%	**(541.21)**
D	**Total (A+B+C)**	**100%**	**34,782.28**	**100%**	**5,167.60**	**100%**	**349.53**	**100%**	**5,517.13**

32 Disclosures as per Ind AS 115 -Revenue from Contract with Customers

a Disaggregation of revenue from contracts with customers

For disaggregation of the Group's revenue from contracts with customers, refer note 30 - Segment Information.

b Revenue disaggregation is as follows:

Particulars	March 31, 2026	March 31, 2025
By nature of contracts		
Fixed price contracts	28,354.44	34,079.78
Time and material contracts	24,745.14	19,672.61
	53,099.58	**53,752.39**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

c Trade receivables and Contract balances:

Particulars	March 31, 2026	March 31, 2025
Trade receivables	9,008.43	7,907.39
Contract assets (including unbilled revenue)	3,666.02	2,960.75
Advances from customers	269.69	70.13
Unearned revenue	2,214.75	1,757.44

The Group classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue.

A receivable is a right to consideration that is unconditional upon passage of time. Revenue for time and material contracts are recognized as related services are performed. Revenue for fixed price maintenance and support services contracts is recognized on a straight line basis over the period of the contract. Revenues in excess of billings is recorded as unbilled revenue and is classified as a financial asset for these cases as right to consideration is unconditional upon passage of time.

Revenue recognition for fixed price contracts is based on percentage of completion method. Invoicing to the clients is based on milestones as defined in the contract. This would result in the timing of revenue recognition being different from the timing of billing the customers. Unbilled revenue for fixed price contracts is classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

Invoicing in excess of earnings are classified as unearned revenue.

Trade receivables are non-interest bearing and generally have a credit period of 60 days.

d Change in unbilled revenue

Particulars	March 31, 2026	March 31, 2025
Balance at the beginning of the year	2,960.75	4,253.57
Invoices raised that were included in the Unbilled revenue balance at the beginning of the year	2,960.75	4,149.26
Increase due to revenue recognised during the year, excluding amounts billed during the year	3,666.02	2,856.44
Balance at the end of the year	**3,666.02**	**2,960.75**

e Change in unearned revenue

Particulars	March 31, 2026	March 31, 2025
Balance at the beginning of the year	1,757.44	495.36
Revenue recognised that was included in the unearned revenues balance at the beginning of the year	1,757.44	495.36
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	2,214.75	1,757.44
Balance at the end of the year	**2,214.75**	**1,757.44**

The unearned revenue primarily relate to the advance consideration received on contracts entered with customers for which no work is performed at the reporting date, and therefore revenue will be recognized when rights become unconditional.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

f Performance Obligation

While disclosing the aggregate amount of transaction price yet to be recognised as revenue towards unsatisfied (or partially) satisfied performance obligations, along with the broad time band for the expected time to recognise those revenues, the Group has applied the practical expedient in Ind AS 115. Accordingly, the Group has not disclosed the aggregate transaction price allocated to unsatisfied (or partially satisfied) performance obligations which pertain to contracts where revenue recognised corresponds to the value transferred to customer typically involving time and material, outcome based and event based contracts.

Unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as terminations, changes in scope of contracts, periodic revalidations of the estimates, economic factors (changes in currency rates, tax laws etc).

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at year end are, as follows:

Particulars	March 31, 2026	March 31, 2025
Within one year	2,791.40	3,177.61
More than one year	2,104.12	401.65

g The Group recognizes contract fulfilment cost as an asset if those costs specifically relate to a contract or to an anticipated contract, the costs generate or enhance resources that will be used in satisfying performance obligations in future; and the costs are expected to be recovered. The asset so recognised is amortized on a systematic basis consistent with the transfer of goods or services to customer to which the asset relates.

Particulars	March 31, 2026	March 31, 2025
Opening Balance	309.28	258.42
Cost incurred during the year qualifying as contract fulfillment cost	495.55	1,122.43
Amortized in the reporting period	414.55	1,071.57
Closing balance	**390.28**	**309.28**

h Reconciliation of revenue recognised in the Statement of Profit and Loss with the contracted price is as follows:

Particulars	March 31, 2026	March 31, 2025
Contracted price	54,737.46	55,246.98
Reductions towards variable consideration components (included in contract)*	(1,637.88)	(1,494.59)
Revenue recognised	**53,099.58**	**53,752.39**

*The reduction towards variable consideration comprises of volume discounts, service level credits, etc.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

33 Details of employee benefits as required by Ind-AS 19 - "Employee benefits" are as under

1 Defined contribution plan

Amount recognized as an expense in the Statement of Profit and Loss in respect of defined contribution plan is ₹ 1,803.54 million (Previous Year ₹ 1,734.26 million).

Particulars	For the year ended	
	March 31, 2026	March 31, 2025
Contribution to Employee's Provident Fund and other funds	738.22	735.80
Contribution to Employee's Social Security tax	690.13	682.29
Contribution to National Insurance of UK	156.07	95.00
Contribution to Employee's 401(K) Fund	90.73	101.46
Contribution to other funds	128.39	119.71
Total	**1,803.54**	**1,734.26**

2 Defined benefit plan

Defined benefit plan - Funded

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Gratuity is a benefit to an employee in India based on 15 days of last drawn salary for each completed year of service with a vesting period of 5 years.

These defined benefit plans expose the Company to actuarial risks, such as longevity risk and interest rate risk.

Changes in the present value of the defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows :

Particulars	March 31, 2026	March 31, 2025
Present value of defined benefit obligation at the beginning of the year	886.82	787.03
Current service cost	201.89	148.78
Interest cost	67.37	56.51
Past Service Cost	377.71	-
Liability Transferred In	-	0.60
Actuarial loss / (gain) recognised in other comprehensive income		
a) changes in demographic assumptions	-	-
b) changes in financial assumptions	(31.58)	(10.66)
c) experience adjustments	12.21	(19.50)
Benefits paid	(136.54)	(75.94)
Present value of defined benefit obligation at the end of the year	**1,377.88**	**886.82**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Changes in the plan assets representing reconciliation of opening and closing balances thereof are as follows :

Particulars	March 31, 2026	March 31, 2025
Fair value of plan assets at the beginning of the year	302.53	264.05
Actual return on plan assets	20.16	18.96
Assets Transferred In	-	0.60
Employer contribution	-	10.00
Benefits paid	-	-
Adjustments to return on plan assets	1.61	8.92
Fair value of plan assets at the end of the year	**324.30**	**302.53**

Analysis of defined benefit obligation	March 31, 2026	March 31, 2025
Present value of obligation as at the end of the year	1,377.88	886.82
Fair value of plan assets	324.30	302.53
Net liability recognized in the Balance Sheet	**1,053.58**	**584.29**
Current	199.69	140.17
Non-current	853.89	444.12

Components of employer expenses/remeasurement recognized in the Statement of Profit and Loss	March 31, 2026	March 31, 2025
Current service cost	201.89	148.78
Interest cost (net)	47.21	37.55
Past Service Cost		
- considered as exceptional items (impact of Labour Code)	327.19	-
- under employee benefits	50.53	-
Expenses recognized in the Statement of Profit and Loss	**626.82**	**186.33**
Expenses disclosed in employee benefit (refer note 26)	299.63	186.33
Expenses disclosed as exceptional item (refer note 45)	327.19	-

Components of employer expenses/remeasurement recognized in the Other Comprehensive Income (OCI)	March 31, 2026	March 31, 2025
Actuarial loss / (gain) for the year on obligations	(19.37)	(30.16)
Actuarial loss / (gain) for the year on assets	(1.60)	(8.92)
Net (income) / expense recognized in the OCI	**(20.97)**	**(39.08)**

Actuarial assumptions:	March 31, 2026	March 31, 2025
Discount rate	7.14%	6.66%
Salary escalation	6.00% p.a.	6.00% p.a.
Attrition Rate		
- 2 years and below	25.00%	25.00%
- 3 years to 4 years	25.00%	25.00%
- 5 years and above	15.00%	15.00%

a. The discount rate is based on prevailing yields of Indian Government Securities as at the Balance Sheet date for the estimated term of the obligation.

b. Salary escalation rate: The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

c. Assumptions regarding future mortality rates are the rates as given under Indian Assured Lives Mortality (2012-14) Ultimate.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Major categories of plan assets (as percentage of total plan assets)

Particulars	March 31, 2026	March 31, 2025
Plan assets managed by insurer	100%	100%

The expected contribution to the fund in the financial year 2026-27 is ₹25 million.

Composition of Plan Assets

Major categories of Plan Assets are as under:*	March 31, 2026	March 31, 2025
Life Insurance Corporation of India	304.76	282.99
Axis Gratuity trust	19.54	19.54
Total	**324.30**	**302.53**

*Investment in Plan Assets are unquoted. These plan assets are invested by LIC and Axis Gratuity trust as per their guidelines and no further details are available with the Company.

Expected expenses to be recognised in next annual reporting year.

Particulars	March 31, 2026	March 31, 2025
Service cost	238.14	162.01
Net interest cost	75.23	38.91
Expected expense for the next annual reporting year	**313.37**	**200.92**

Sensitivity Analysis

A quantitative sensitivity analysis for significant assumptions is as shown below:

Projected benefit obligation on current assumptions	March 31, 2026		March 31, 2025	
	Defined benefit obligation		Defined benefit obligation	
	Increase	Decrease	Increase	Decrease
Discount rate (1 % movement)	(61.27)	67.51	(41.76)	46.14
Future salary growth (1 % movement)	71.83	(68.02)	47.65	(44.35)
Demographic Assumptions (1 % movement)	(2.85)	2.43	(4.66)	4.63

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the present value of obligation and aids in understanding the uncertainty of reported amounts. Sensitivity analysis is done by varying one parameter at a time and studying its impact.

Sensitivity analysis for each significant actuarial assumptions namely Discount rate and Salary assumptions have been shown in the table above at the end of the reporting period, showing how the defined benefit obligation would have been affected by the changes.

The method used to calculate the liability in these scenarios is by keeping all the other parameters and the data same as in the base liability calculation except the parameters to be stressed.

There is no change in the method from the previous period and the points / percentage by which the assumptions are stressed are same to that in the previous year.

The assumptions for mortality and attrition do not have a significant impact on the liability, hence are not considered a significant actuarial assumption for the purpose of sensitivity analysis.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Risk Exposure

The gratuity scheme is a salary defined benefit plan that provides for lump sum payment made on exit either by way of retirement, death, disability or voluntary withdrawal. The benefits are defined on the basis of final salary and the period of service and paid as lump sum at exit. The plan design means the risk commonly affecting the liabilities and the financial results are expected to be:

(a) Interest rate risk: The defined benefit obligation calculated uses a discount rate based on government bonds, if bond yield fall, the defined benefit obligation will tend to increase.

(b) Salary inflation risk: Higher than expected increases in salary will increase the defined benefit obligation.

(c) Demographic risk: This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria.

The following is the maturity profile of undiscounted defined benefit obligation:

Projected benefits payable in future years from the date of reporting	March 31, 2026	March 31, 2025
Within 1 year	174.70	102.26
1-2 year	191.86	110.49
2-3 year	186.92	117.74
3-4 year	179.73	113.55
4-5 year	165.56	107.51
5-10 year	599.27	385.80
Thereafter	572.31	381.87

Weighted average assumptions used to determine net periodic benefit cost

Particulars	March 31, 2026	March 31, 2025
Number of active members	9,777	10,275
Per month salary cost for all active members (₹ million)	725.63	512.47
Weighted average duration of the projected benefit obligation (years)	6.00	6.00
Projected benefit obligation (PBO)	1,377.88	886.82

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

34 Related party disclosures

A. Statutory group information including relationship between the parent and its subsidiaries

The Group consists of the Parent company, Birlasoft Limited, incorporated in India and its subsidiaries as below:

Sr. No.	Name of the entity	Country of Incorporation	Ownership interest held by the Group (%)	
			As at March 31, 2026	As at March 31, 2025
Direct subsidiaries				
1	Birlasoft Solutions Inc.	United States of America	100	100
2	Birlasoft Solutions France	France	100	100
3	Birlasoft Computer Corporation	United States of America	100	100
4	Birlasoft Solutions ME FZE	United Arab Emirates	100	100
5	Birlasoft Solutions Limited	United Kingdom	100	100
6	Birlasoft Sdn. Bhd.	Malaysia	100	100
7	Birlasoft Inc.	United States of America	100	100
Step down subsidiaries				
8	Birlasoft Solutions Ltda. (Subsidiary of Birlasoft Solutions Inc., USA)	Brazil	100	100
9	Birlasoft Consulting, Inc. (Subsidiary of Birlasoft Solutions Inc., USA)	United States of America	100	100
10	Birlasoft Solutions Mexico S.A. DE C.V (Subsidiary of Birlasoft Solutions Inc., USA)	Mexico	100	100
11	Birlasoft Technologies Canada Corporation (Subsidiary of Birlasoft Computer Corporation, USA)	Canada	100	100
12	Birlasoft Solutions GmbH (Subsidiary of Birlasoft Solutions Limited, UK)	Germany	100	100
13	Birlasoft (UK) Limited (Subsidiary of Birlasoft Inc.)	United Kingdom	100	100

Notes forming part of the consolidated financial statements

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(Amount in ₹ million, unless otherwise stated)

B. List of Key Management Personnel

Key Management Personnel ('KMP')	Amita Birla	Chairman and Non-Executive Director
	Chandrakant Birla	Non-Executive Director
	Ananth Sankaranarayanan	Independent Director
	Satyavati Berera	Independent Director
	Nidhi Killawala	Independent Director
	Manish Choksi	Independent Director
	Angan Guha	Chief Executive Officer & Managing Director
	Kamini Shah (upto August 07, 2025)	Chief Financial Officer
	Chandrasekar Thyagarajan (w.e.f. August 08, 2025)	Chief Financial Officer
	Sneha Padve	Company Secretary

C. List of close member of KMPs	Siddhant Padve

D. List of other related parties with whom there are transactions	CK Birla Corporate Services Limited, India
	Khaitan & Co. LLP, India
	Nutritap Technologies Private Limited
	Calcutta Medical Research Institute
	The East Indian Produce Co. Ltd.

E. Enterprise having significant influence over the entity	National Engineering Industries Limited
	Central India Industries Limited

F. Public Company in which a director is a director and holds, along with his relatives, greater than 2% of its paid-up share capital	Orient Cement Limited*
	Orient Electric Limited

* Ceased to be a related party w.e.f. April 22, 2025 pursuant to sale.

Notes forming part of the consolidated financial statements

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(Amount in ₹ million, unless otherwise stated)

G. Summary of transactions with related parties

	Particulars	Public Company in which a director is a director and holds, along with his relatives, greater than 2% of its paid-up share capital		KMP		Close member of KMPs		Enterprise having significant influence over the entity and other related parties		Total March 31, 2026	Total March 31, 2025
		March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025		
I	**Transaction during the year**										
	Revenue from operations	30.55	29.81	-	-	-	-	11.72	8.10	42.27	37.91
	Reimbursement of expenses	-	-	0.25	0.17	-	-	45.71	-	45.96	0.17
	Other expenses	-	-	-	-	-	-	154.39	153.25	154.39	153.25
	Dividend paid	-	-	3.31	0.65	-	-	733.89	733.89	737.20	734.54
	Cost recovery	-	-	-	-	-	-	17.21	7.84	17.21	7.84
	Remuneration (including salary, perquisites, employment benefit plans)	-	-	687.49	597.68	0.60	0.42	-	-	688.09	598.10
	Commission and sitting fees paid	-	-	32.33	29.30	-	-	-	-	32.33	29.30
II	**Outstanding Balance at year end**										
	Trade receivables	5.90	5.89	-	-	-	-	4.17	5.61	10.07	11.50
	Commision payable	-	-	16.00	16.00	-	-	-	-	16.00	16.00
	Trade Payables	-	-	-	-	-	-	24.50	9.73	24.50	9.73

H. Related party transactions include transactions pertaining to the following parties with whom the transactions are considered to be individually significant (percentage of the transactions being 10% or more of the total of transactions given in note G above):

Transaction	Related party name	March 31, 2026	March 31, 2025
Revenue from operations	Orient Electric Limited	30.33	27.34
	CK Birla Corporate Services Limited	11.72	8.10
	Others	0.22	2.47
Reimbursement of expenses	CK Birla Corporate Services Limited	45.71	-
	Others	0.25	0.17
Other expenses	CK Birla Corporate Services Limited	101.62	104.30
	Calcutta Medical Research Institute	44.00	35.30
	Others	8.77	13.65
Dividend paid	National Engineering Industries Limited	700.29	700.29
	Others	36.91	34.25
Cost recovery	CK Birla Corporate Services Limited	17.21	7.84
Remuneration (including salary, perquisites, etc)#	Angan Guha	595.88	562.36
	Chandrasekar Thyagarajan	20.55	-
	Kamini Shah	62.42	28.48
	Others	9.24	7.26

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Transaction	Related party name	March 31, 2026	March 31, 2025
Commission and sitting fees paid	Amita Birla	14.88	13.85
	Satyavati Berera	4.40	2.35
	Ananth Sankaranarayanan	3.55	3.00
	Nidhi Killawala	3.45	1.80
	Manish Choksi	3.40	1.40
	Chandrakant Birla	2.65	2.55
	Alka Bharucha	-	0.35
	Ashok Kumar Barat	-	2.40
	Nandita Gurjar	-	1.60

I. Outstanding balances pertaining to the following parties with whom the percentage of the outstanding balances are 10 % or more of the total outstanding balance at year end:

Transaction	Related party name	March 31, 2026	March 31, 2025
Trade receivables	CK Birla Corporate Services Limited	4.17	5.61
	Orient Electric Limited	5.90	5.63
	Others	-	0.26
Commission payable	Amita Birla	5.00	5.00
	Chandrakant Birla	2.00	2.00
	Ananth Sankaranarayanan	2.00	2.00
	Satyavati Berera	3.00	3.00
	Nidhi Killawala	2.00	2.00
	Manish Choksi	2.00	2.00
Trade payables	CK Birla Corporate Services Limited	24.50	9.73

Remuneration includes share based payments to Angan Guha ₹ 447.80 million (previous year ₹ 431.72 million), to Kamini Shah ₹ 44.70 million (previous year ₹ Nil), to Sneha Padve ₹ 1.52 million (previous year ₹ Nil).

Notes:

1) Remuneration pertains to short-term employee benefits other than gratuity and leave encashment since the same is computed for all employees of the Group as a whole and a separate actuarial valuation for the directors, key management personnel and their close members is not available.

2) The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year end are unsecured with a short term duration unless otherwise stated and interest free except for loans, if any, and settlement occurs in cash. For the year ended March 31, 2026, the Group has not recorded any impairment of receivables relating to amount owed by related parties other than those disclosed separately above (March 31, 2025 Nil). This assessment is undertaken in each financial year through examining the financial position of the related party and the market in which the related party operates.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

35 Lease transactions

Following is the movement in lease liabilities

Particulars	Vehicles		Office premises		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Opening Balance	12.42	5.31	1,383.48	926.46	1,395.90	931.77
Additions	-	16.32	246.04	867.11	246.04	883.43
Finance cost during the period	0.76	0.93	106.63	100.69	107.39	101.62
Deletions	3.66	4.68	1.35	79.34	5.01	84.02
Payment of lease liabilities	4.69	5.46	456.00	440.39	460.69	445.85
Exchange differences	-	-	40.46	8.95	40.46	8.95
Closing Balance	**4.83**	**12.42**	**1,319.26**	**1,383.48**	**1,324.09**	**1,395.90**

The following is breakup of current and non-current lease liabilities

Particulars	March 31, 2026	March 31, 2025
Current lease liabilities	270.38	358.10
Non-current lease liabilities	1,053.71	1,037.80
Total	**1,324.09**	**1,395.90**

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis

Particulars	March 31, 2026	March 31, 2025
Less than one year	348.54	432.97
One to five years	1,049.56	1,005.70
More than five years	129.20	268.26
Total	**1,527.30**	**1,706.93**

The Group does not face significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

Amount recognised in the Statement of Profit and Loss

Particulars	March 31, 2026	March 31, 2025
Finance cost on lease liabilities	107.39	101.62
Expense relating to short term leases	9.19	24.40
Expense relating to leases of low value assets excluding short term leases of low value assets	9.80	9.37
Expenses relating to variable lease payments not included in measurement of lease liabilities	16.62	14.48
Total	**143.00**	**149.87**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Cashflows in the Statement of Cash flows

Particulars	March 31, 2026	March 31, 2025
Repayment of lease liabilities	460.69	445.85
Total	**460.69**	**445.85**

The Group has lease contracts for office buildings and vehicles. The Group's obligations under its leases are secured by the lessor's title to the leased assets. The average period of lease is 6 years for office premises and 3 years for vehicles.

There are several lease contracts that include extension and termination options and variable lease payments. The Group also has certain leases of buildings / guest houses with lease terms of 12 months or less and with low value. The Group has applied the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

36 Finance Lease Receivable

The Group has entered into an arrangement with its customers where the Group will provide "End User Device Services" including supply of hardware (laptops, desktops and accompanying peripherals) as well as financing which addresses deployment, support, management and asset recovery at the end of the useful life of the asset. Based on the evaluation of the terms and condition of the arrangement such as lease term constituting a major part of the economic life of the asset, the fair value of the asset and that it has transferred significant risk and rewards in these assets to the customer, the lease arrangement has been classified as a finance lease.

Particulars	March 31, 2026	March 31, 2025
Gross Investment in Lease		
- Not later than one year	296.58	231.33
- Later than one year but not later than five years	593.53	692.44
- Later than five years	-	-
Total	**890.11**	**923.77**
Present value of minimum lease receivables		
- Not later than one year	245.12	181.98
- Later than one year but not later than five years	432.55	529.15
- Later than five years	-	-
Total	**677.67**	**711.13**

Particulars	March 31, 2026	March 31, 2025
Contingent rents recognised in the statement of profit and loss for the year	-	-
Unguaranteed residual values accruing to the benefit of the lessor	-	-
The accumulated provision for uncollectible minimum lease payments receivable	-	-

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

37 Basic and diluted earnings per share (EPS)

		March 31, 2026	March 31, 2025
Nominal value per equity share	₹	**2.00**	**2.00**
Profit for the year attributable to equity shareholders of the Holding Company (A)	₹ (million)	5,183.57	5,167.60
Weighted average number of equity shares outstanding at the end of the year for basic earnings per share (B)	No. of shares	279,526,759	277,247,308
Earnings per share – basic (A/B)	₹	18.54	18.64
Effect of dilutive potential equity shares -			
Weighted average number of diluted equity shares outstanding at the end of the year, adjusted for the effect of dilution of shares (C)	No. of shares	280,259,125	279,669,900
Earnings per share – diluted (A/C)	₹	**18.50**	**18.48**

Computation of weighted average number of shares

Particulars	March 31, 2026	March 31, 2025
Number of equity shares outstanding as on April 01	277,877,193	275,937,421
Weighted average number of shares exercised, bought back and stock options vested (net)	1,649,566	1,309,887
Weighted average number of equity shares considered for calculation of basic EPS	**279,526,759**	**277,247,308**
Effect of dilution		
Weighted average stock options granted under ESOP	732,367	2,422,592
Weighted average number of diluted equity shares considered for calculation of diluted EPS	**280,259,125**	**279,669,900**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

38 Details of provisions and movements in each class of provisions as required by the Ind-AS 37 on Provisions, Contingent Liabilities and Contingent Assets

1 Contingent liabilities

Sr. No.	Particulars	March 31, 2026	March 31, 2025
1	Outstanding bank guarantees in routine course of business	64.59	64.77
2	Goods & Services Tax and Service tax matters (excluding interest and penalty) (Refer note (i) below)	680.66	688.22
3	Income tax matters (refer note (ii) below)	1,055.10	410.74
4	Other matters (Refer note (iii) below)	42.80	36.59

Note:

(i) Goods & Services Tax and Service tax matters

a. The Company has filed an appeal before Central Excise and Service Tax Appellate Tribunal against the order received from Commissioner of Central Excise & Service Tax, Pune I for the period April 2014 to March 2015 demanding service tax on:

- ₹ 169.34 million (Previous year ₹ 169.34 million) towards Service Tax on the amount received by branches from overseas clients on behalf of the Company, under the head 'Business Auxiliary Services'.
- ₹ 13.07 million (Previous year ₹ 13.07 million) towards the amount of expenditure made in foreign currency.

b. Department has filed an appeal against the Company in the following cases:

- ₹ 469.65 million (Previous year ₹ 469.65 million) towards Service Tax on the amount received by branches from overseas clients on behalf of the Company for the period October 2006 to March 2014, under the head 'Business Auxiliary Services' and expenditure made in foreign currency with the Hon'ble Supreme Court of India.
- ₹ 28.60 million (Previous year ₹ 28.60 million) towards Service Tax refund granted for the period April 2006 to March 2008 with the Hon'ble Bombay High Court.

c. During the year, the Company has received favourable order from Commissioner (Appeals), Central GST, Hyderabad for the period April 2018 to March 2020 (Previous year ₹ 7.56 million).

(ii) Income tax matters

The Income Tax Department has filed appeals for various years with Hon'ble Delhi High Court predominantly contesting a) the set off of losses of STP unit against Non STP unit b) deduction claimed by the Company u/s 10A of the Income-tax Act, 1961 and c) the Arm's Length Price of the transactions entered with the related parties. The disputed tax amount is ₹ 364.64 million (previous year ₹ 235.93 million).

The Company has filed appeals with various appellate authorities for different assessment years. The key items for which appeals are filed are a) allowabilty of deduction claimed by the Company u/s 10A of the Income-tax Act, 1961 b) deduction under section 36 of the Income-tax Act, 1961, with respect to deposit of dues c) disallowance of rent equalization reserve d) tax withholding obligations e) disllowance of section 80G claim and f) Arm's Length Price of the transactions entered with the related parties. The disputed tax amount is ₹690.46 million (previous year ₹174.81 million).

Notes forming part of the consolidated financial statements

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(Amount in ₹ million, unless otherwise stated)

(iii) Other matters

a. These matters pertain to the transferee company acquired pursuant to the composite scheme.

₹ 19.47 million (previous year ₹ 19.47 million) (excluding interest) arising out of the Order passed by District Magistrate/Collector, Gautam Budha Nagar, imposing stamp duty of ₹ 12.98 million for alleged short payment of stamp duty along with penalty of ₹6.49 million in respect of the office space taken (since vacated) at D-195 , Sector 63 , Noida, Gautam Budha Nagar, Uttar Pradesh, India, by erstwhile Birlasoft (India) Ltd. (now merged with and into Birlasoft Limited). The matter has been remanded back by Hon'ble Supreme Court to Hon'ble Allahabad High Court for hearing it afresh. The matter is presently pending before Hon'ble Allahabad High Court.

b. ₹ 7.20 million (previous year ₹7.20 million) (excluding interest) arising out of the Order passed by Additional District Magistrate/Collector, Gautam Budha Nagar, imposing stamp duty of ₹ 6.20 million for alleged short payment of stamp duty along with penalty of ₹ 1.00 million in respect of the office space taken (since vacated) at H-9, Sector 63 , Noida, Gautam Budha Nagar, Uttar Pradesh, India, by erstwhile Birlasoft (India) Ltd. (now merged with and into Birlasoft Limited). The Company has filed a Writ petition before Hon'ble Allahabad High Court for quashing of the Order.

c. ₹ 1.08 million (previous year ₹ 1.08 million) arising out of the Demand Notice issued by Tamil Nadu Electricity Board, Chennai on account of purported short levy due to tariff difference. The Company has filed a Writ petition before the Hon'ble Madras High Court at Chennai, challenging such a demand. The Court heard the Arguments and directed the respondent Board TNEB to file appropriate petition before the Tamil Nadu Electricity Regulatory Commission for appropriate order passed by the Commission. Case disposed on August 26, 2019. It is found that TNEB has not yet filed any application to that effect. Further, none of the other similar consumers such as Birlasoft have approached the TNERC. Once TNEB files an application before the TNERC and Birlasoft receives notice of the said application further proceedings will take place. There is yet not any finality on the alleged demand.

d. ₹9.54 million (BRL 531,619) (previous year ₹8.84 million, BRL 531,619)arising out of claim made by one of the previous customer in Brasilia Civil Court on erstwhile KPIT Technologies Solucoes EM Informatica Ltda. (now renamed, Birlasoft Solutions Ltda) and on SAP Brasil Ltda for alleged loss suffered by such customer arising from a dispute on a project/contract. The matter has been transferred and is presently pending before Civil Court of Sao Paulo.

e. ₹ 5.51 million (USD 58,125) (previous year ₹ Nil) (excluding interest) pertained to employee related claims in the one of the subsidiaries of the Company which is still in negotiation and settlement.

2 Provisions for Onerous contract

In accordance with Ind AS 37, the Group recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received. Movement in provision is as below

Particulars	March 31, 2026	March 31, 2025
Carrying amount as at beginning of the year	41.29	15.85
Additional provision made/ reversed during the year	(28.76)	25.44
Carrying amount as at end of the year	**12.53**	**41.29**
Current	12.53	41.29
Non-current	-	-

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3 Provision for decommissioning liability

As per Ind AS 37, the Group has made a provision for future lease restoration expenses of ₹ 17.11 million (Previous year ₹ 13.56 million) in respect of leased premises. The same is expected to be utilised at the end of the lease period in 2026.

Particulars	March 31, 2026	March 31, 2025
Carrying amount as at beginning of the year	13.56	6.99
Additional provision made during the year	3.55	6.57
Amount paid/utilized during the year	-	-
Carrying amount as at end of the year	**17.11**	**13.56**
Current	1.16	1.01
Non-current	15.95	12.55

4 Capital Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for:

a. Property, plant and equipment - ₹ 242.08 million (net of capital advances of ₹ Nil) [(Previous Year ₹ 19.58 million (net of capital advances of ₹ Nil)]

b. Intangibles - ₹ Nil (net of capital advances ₹ Nil) [Previous Year ₹ 1.72 million (net of capital advances ₹ Nil)]

c. For lease commitments, refer note 35

39 Share based payments

1 Employee Stock Option Plan – 2015

The Board of Directors and the shareholders of the Company approved Employee Stock Option Plan at their meeting in April 2015 and August, 2015, respectively. Pursuant to this approval, the Company instituted ESOP 2015 Plan in August 2015. The Nomination and Remuneration Committee of the Board of Directors of the Company ("the NRC") administers this Plan. Each option carries with it the right to purchase one equity share of the Company. The Options have been granted to employees of the Company and its subsidiaries at an exercise price that is not less than the fair market value. The vesting of the options is 30%, 30% and 40% of total options granted after end of first, second and third year respectively from the date of grant. The maximum exercise period is 5 years from the date of vesting.

The total number of options approved under Employees Stock Option Scheme -2015 are 2,500,000.

Number and weighted average exercise prices of options granted, exercised and cancelled/lapsed during the financial year

Particulars	March 31, 2026		March 31, 2025	
	No. of shares	Weighted average exercise price	No. of shares	Weighted average exercise price
Options outstanding at the beginning of the year	10,000	74.31	22,200	72.77
Granted during the year	-	-	-	-
Forfeited / surrendered during the year	-	-	-	-
Exercised during the year	10,000	74.31	12,200	71.50
Lapsed during the year	-	-	-	-
Options outstanding at the end of year	-	-	10,000	74.31
Options exercisable at the end of the year	-	-	10,000	74.31

The weighted average share price of the options exercised under Employees Stock Option Scheme -2015 on the date of exercise during the year was ₹ 370.80 (Previous year ₹ 585.60).

Notes forming part of the consolidated financial statements

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The weighted average remaining contractual life are as follows:

Range of Exercise Price	March 31, 2026		March 31, 2025	
	Weighted average contractual life (years)	No. of Options Outstanding	Weighted average contractual life (years)	No. of Options Outstanding
₹ 0 to ₹ 50	Nil	Nil	Nil	Nil
₹ 50 to ₹ 100	Nil	Nil	Nil	10,000
Greater than ₹ 100	Nil	Nil	Nil	Nil

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model. There has been no grant of options under the plan for the year ended March 31, 2026 and March 31, 2025.

The Group recorded an employee compensation cost of ₹Nil (Previous year ₹Nil) in the Statement of Profit and Loss.

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility.

Employee Stock Option Plan -2006 and Employee Stock Option Plan - 2015 (Share based payment schemes of the Company) were administered by the Employee Welfare Trust (EWT). Under the Composite scheme of arrangement, 2019, the EWT was transferred to KPIT Technologies Limited (erstwhile KPIT Engineering Limited). Hence, Company has not done any further allotments against exercise of these options, as the same has been already allotted by EWT during the previous years.

2 Share Incentive Plan – 2019

The Board of Directors and the shareholders of the Company approved another Employee Stock Option Plan at their meeting in November 2019. Pursuant to this approval, the Company instituted Share Incentive Plan 2019 in November 2019. The Nomination and Remuneration Committee of the Board of Directors of the Company ("the NRC") administers this Plan. Each option carries with it the right to purchase one equity share of the Company. The Options have been granted to employees of the Company and its subsidiaries at an exercise price that is not less than the face value of shares as on date of grant of such option. The vesting of the options is 50% and 50% of total options granted after end of second and third year respectively from the date of grant. The maximum exercise period is 4 years from the date of vesting.

The total number of options approved under Share Incentive Plan 2019 are 10,714,200.

Number and weighted average exercise prices of options granted, exercised and cancelled/lapsed during the financial year

Particulars	March 31, 2026		March 31, 2025	
	No. of shares	Weighted average exercise price	No. of shares	Weighted average exercise price
Options outstanding at the beginning of the year	2,299,750	374.69	3,769,700	311.00
Granted during the year	500,000	397.60	-	-
Forfeited / surrendered during the year	898,750	435.99	646,000	320.83
Exercised during the year	224,500	248.61	823,950	125.52
Lapsed during the year	-	-	-	-
Options outstanding at the end of year	1,676,500	365.55	2,299,750	374.69
Options exercisable at the end of the year	1,029,000	382.20	492,250	237.32

The weighted average share price of the options exercised under Share Incentive Plan - 2019 on the date of exercise during the year was ₹ 399.87 (Previous year ₹ 555.14).

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The weighted average remaining contractual life are as follows:

Range of Exercise Price	March 31, 2026		March 31, 2025	
	Weighted average contractual life (years)	No. of Options Outstanding	Weighted average contractual life (years)	No. of Options Outstanding
₹ 0 to ₹ 50	Nil	Nil	Nil	Nil
₹ 50 to ₹ 100	0.61	152,250	1.38	199,250
Greater than ₹ 100	3.26	1,524,250	4.48	2,100,500

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model with the following assumptions:

Particulars	March 31, 2026	March 31, 2025
1. Exercise price (₹)	397.60	-
2. Price of the underlying share in market at the time of the option grant (₹)	397.60	-
3. Weighted average fair value of options granted (₹)	131.45	-
4. Expected life of the option (years)	4.10	-
5. Risk free interest rate (%)	5.94%	-
6. Expected volatility (%)	36.62%	-
7. Dividend yield (%)	1.64%	-

The Group recorded an employee compensation cost of ₹ 4.17 million (Previous year ₹ 79.21 million) (net of cancellation) in the Statement of Profit and Loss.

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility.

3 Share Incentive Plan – 2019

The Board of Directors and the shareholders of the Company approved another Employee Stock Option Plan at their meeting in November 2019. Pursuant to this approval, the Company instituted Share Incentive Plan 2019 in November 2019. The Nomination and Remuneration Committee of the Board of Directors of the Company ("the NRC") administers this Plan. Each Restricted Stock Unit carries with it the right to purchase one equity share of the Company. The Units have been granted to employees of the Company and its subsidiaries at an exercise price that is not less than the face value of shares as on date of grant of such unit. The vesting of the options is 50% and 50% of total units granted after end of second and third year respectively from the date of grant. The maximum exercise period is 4 years from the date of vesting.

The total number of options approved under Share Incentive Plan 2019 are 1,648,300.

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(Amount in ₹ million, unless otherwise stated)

Number and weighted average exercise prices of units granted, exercised and cancelled/lapsed during the financial year

Particulars	March 31, 2026		March 31, 2025	
	No. of shares	Weighted average exercise price	No. of shares	Weighted average exercise price
Units outstanding at the beginning of the year		-	102,804	2.00
Granted during the year	-	-	-	-
Forfeited / surrendered during the year	-	-	-	-
Exercised during the year			102,804	2.00
Lapsed during the year	-	-	-	-
Units outstanding at the end of year	-	-	-	-
Units exercisable at the end of the year	-	-	-	-

The weighted average share price of the units exercised under Share Incentive Plan – 2019 on the date of exercise during the year was ₹ Nil (Previous year ₹ 525.65).

The weighted average remaining contractual life are as follows:

Range of Exercise Price	March 31, 2026		March 31, 2025	
	Weighted average contractual life (years)	No. of Units Outstanding	Weighted average contractual life (years)	No. of Units Outstanding
₹ 0 to ₹ 50	Nil	Nil	Nil	Nil
₹ 50 to ₹ 100	Nil	Nil	Nil	Nil
Greater than ₹ 100	Nil	Nil	Nil	Nil

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model. There has been no grant of options under the plan for the year ended March 31, 2026 and March 31, 2025.

The Group recorded an employee compensation cost of ₹ Nil (Previous year ₹ Nil) in the Statement of Profit and Loss.

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility.

4 Share Incentive Plan – 2022

The Board of Directors and the shareholders of the Company approved Birlasoft Share Incentive Plan 2022 ("SIP 2022") at their meetings held on May 23, 2022 and August 03, 2022. The Nomination and Remuneration Committee of the Board of Directors of the Company ("the NRC") implements and administers this SIP 2022 Plan. Each Performance Stock Unit ("PSU") / Restricted Stock Unit ("RSU") collectively referred to as "Awards" carries with it the right to be converted into one equity share of the Company. The PSUs/RSUs have been granted to employees of the Company and its subsidiaries at an exercise price that is not less than the face value of shares as on date of grant of Awards. The vesting criteria of the Awards is determined by the NRC and is provided to employee in the Letter of Grant. The maximum exercise period is 4 years from the date of vesting.

The total number of options approved under Share Incentive Plan 2022 are 5,000,000.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Number and weighted average exercise prices of units granted, exercised and cancelled/lapsed during the financial year

Particulars	March 31, 2026		March 31, 2025	
	No. of shares	Weighted average exercise price	No. of shares	Weighted average exercise price
Units outstanding at the beginning of the year	2,711,491	2.00	3,721,172	2.00
Granted during the year	1,250,000	2.00	400,500	2.00
Forfeited / surrendered during the year	696,310	2.00	397,163	2.00
Exercised during the year	1,404,595	2.00	1,013,018	2.00
Lapsed during the year	-	-	-	-
Units outstanding at the end of year	1,860,586	2.00	2,711,491	2.00
Units exercisable at the end of the year	461,794	2.00	700,217	2.00

The weighted average share price of the options exercised under Share Incentive Plan - 2022 (PSU) on the date of exercise during the year was ₹ 385.65 (Previous year ₹ 616.69).

The weighted average share price of the options exercised under Share Incentive Plan - 2022 (RSU) on the date of exercise during the year was ₹ 390.50 (Previous year ₹ 475.00).

The weighted average remaining contractual life under Share Incentive Plan -2022 (PSU) are as follows:

Range of Exercise Price	March 31, 2026		March 31, 2025	
	Weighted average contractual life (years)	No. of Options Outstanding	Weighted average contractual life (years)	No. of Options Outstanding
₹ 0 to ₹ 50	4.76	1,433,520	4.57	1,542,050
₹ 50 to ₹ 100	Nil	Nil	Nil	Nil
Greater than ₹ 100	Nil	Nil	Nil	Nil

The weighted average remaining contractual life under Share Incentive Plan -2022 (RSU) are as follows:

Range of Exercise Price	March 31, 2026		March 31, 2025	
	Weighted average contractual life (years)	No. of Options Outstanding	Weighted average contractual life (years)	No. of Options Outstanding
₹ 0 to ₹ 50	3.79	427,066	4.62	1,169,441
₹ 50 to ₹ 100	Nil	Nil	Nil	Nil
Greater than ₹ 100	Nil	Nil	Nil	Nil

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The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model under Share Incentive Plan - 2022 (PSU) with the following assumptions:

Particulars	March 31, 2026	March 31, 2025
1. Exercise price (₹)	2.00	2.00
2. Price of the underlying share in market at the time of the option grant (₹)	429.97	628.85
3. Weighted average fair value of options granted (₹)	408.08	603.53
4. Expected life of the option (years)	3.19	3.73
5. Risk free interest rate (%)	5.85%	6.85%
6. Expected volatility (%)	34.24%	40.75%
7. Dividend yield (%)	1.51%	1.04%

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model under Share Incentive Plan - 2022 (RSU) with the following assumptions:

Particulars	March 31, 2026	March 31, 2025
1. Exercise price (₹)	2.00	2.00
2. Price of the underlying share in market at the time of the option grant (₹)	398.65	628.85
3. Weighted average fair value of options granted (₹)	373.73	603.53
4. Expected life of the option (years)	3.70	3.73
5. Risk free interest rate (%)	5.90%	6.85%
6. Expected volatility (%)	35.85%	40.75%
7. Dividend yield (%)	1.64%	1.04%

The Group recorded an employee compensation cost of ₹ 159.04 million (Previous year ₹ 434.85 million) (net of cancellation) in the Statement of Profit and Loss.

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

40 Income taxes

The income tax expense consists of following:

Particulars		March 31, 2026	March 31, 2025
Tax expense			
1	**Income tax charged to statement of profit and loss**		
	Tax on the profit	2,788.66	1,726.08
	Total current tax charge (a)	**2,788.66**	**1,726.08**
2	**Deferred tax charge**		
	Attributable to -		
	Origination and reversal of temporary differences	(69.85)	74.66
	Total deferred tax charge (b)	**(69.85)**	**74.66**
	Total tax charge (a + b)	**2,718.81**	**1,800.74**

The deferred tax relates to origination/reversal of temporary differences.

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follows:

Particulars	March 31, 2026	March 31, 2025
Profit before tax	**7,902.38**	**6,968.34**
Indian statutory income tax rate	25.17%	25.17%
Expected tax expense	1,989.03	1,753.93
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense		
Effect relating to prior years	40.39	(12.31)
Effect of permanent adjustments*	58.90	(35.56)
Effect of differential overseas tax rates	522.97	49.44
Effect of unrecognized deferred tax assets**	93.52	51.86
Others (net)	14.00	(6.62)
Total income tax expense	**2,718.81**	**1,800.74**

* Note- Permanent adjustments are relating to deduction on account of amortisation of intangible assets, disallowance of corporate social responsibility expenditure and write off of taxes paid in foreign jurisdiction, etc.

**Certain subsidiaries of the Group have unabsorbed depreciation and losses under respective local tax laws and it is not probable that taxable profits will be available in the future. Hence, deferred tax assets on temporary differences have been recognized only to the extent of deferred tax liabilities.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Deferred Tax

The gross movement in the deferred income tax account for the year ended March 31, 2026 is as follows:

Particulars	Opening Balance	Recognised through Profit & Loss	Recognised in/ reclassified from OCI	Translation Difference	Closing Balance
Deferred tax asset/(liabilities) in relation to:					
- Provision for doubtful debts and advances	327.61	(52.58)	-	30.03	305.06
- Provision for compensated absences	152.35	27.12	-	5.33	184.80
- Provision for gratuity	77.89	-	-	-	77.89
- Excess of depreciation/amortisation on property, plant and equipment provided in books over depreciation/ amortisation as under income-tax law.	186.54	(29.31)	-	4.71	161.94
- Unearned revenue	3.41	10.62	-	1.09	15.12
- Right of Use Assets	25.83	8.47	-	1.29	35.59
- Excess of depreciation/amortisation on property, plant and equipment under income-tax law over depreciation/amortisation provided in accounts	(4.43)	7.31	-	-	2.88
- Forward contracts designated as cash flow hedges	15.34	-	(2.96)	-	12.38
- Investments in MF at fair value through Profit & loss	(86.95)	(151.92)	-	(19.02)	(257.89)
- Provision for loss on Onerous Contracts	-	-	-	-	-
- Trade Deposit	9.74	0.18	-	-	9.92
- ESOP	85.46	(15.22)	-	8.34	78.58
- R&D Cost Unamortisation balance	-	188.57	-	12.68	201.25
- Others (mainly includes employee related provision)	208.74	76.61	-	25.14	310.49
Net deferred tax asset	**1,001.53**	**69.85**	**(2.96)**	**69.59**	**1,138.01**

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

The gross movement in the deferred income tax account for the year ended March 31, 2025 is as follows:

Particulars	Opening Balance	Recognised through Profit & Loss	Recognised in/ reclassified from OCI	Translation Difference	Closing Balance
Deferred tax asset/(liabilities) in relation to:					
- Provision for doubtful debts and advances	324.39	(3.20)	-	6.42	327.61
- Provision for compensated absences	127.40	23.88	-	1.07	152.35
- Provision for gratuity	80.41	(2.52)	-	-	77.89
- Excess of depreciation/amortisation on property, plant and equipment provided in books over depreciation/ amortisation as under income-tax law.	174.93	9.97	-	1.64	186.54
- Unearned revenue	29.80	(26.89)	-	0.50	3.41
- Right of Use Assets	23.99	1.69	-	0.15	25.83
- Excess of depreciation/amortisation on property, plant and equipment under income-tax law over depreciation/amortisation provided in accounts	(18.22)	14.10	-	(0.31)	(4.43)
- Forward contracts designated as cash flow hedges	(3.47)	-	18.81	-	15.34
- Investments in MF at fair value through Profit & loss	(5.63)	(80.54)	-	(0.78)	(86.95)
- Provision for loss on Onerous Contracts	1.18	(1.18)	-	-	-
- Trade Deposit	3.72	6.02	-	-	9.74
- ESOP	78.99	4.42	-	2.05	85.46
- Others (mainly includes employee related provision)	226.51	(20.41)	-	2.64	208.74
Net deferred tax asset	**1,044.00**	**(74.66)**	**18.81**	**13.38**	**1,001.53**

41 Goodwill

Goodwill represents the cost of acquired business as established at the date of acquisition of the business in excess of the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities less accumulated impairment losses, if any. Goodwill is tested for impairment annually and when events or circumstances indicate that the implied fair value of goodwill is less than its carrying amount.

Cash Generating Units (CGUs) to which goodwill has been allocated are tested for impairment annually, or more frequently when there is indication for impairment. The financial projections basis which the future cash flows have been estimated consider the increase in economic uncertainties, reassessment of the discount rates, revisiting the growth rates factored while arriving at terminal value and subjecting these variables to sensitivity analysis. If the recoverable amount of a CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit on a pro-rata basis of the carrying amount of each asset in the unit.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

Following is the summary of changes in carrying amount of goodwill:

Carrying Values	March 31, 2026	March 31, 2025
Opening balance	5,071.84	4,956.83
Translation differences	576.29	115.01
Closing balance	**5,648.13**	**5,071.84**

Allocation of goodwill to Cash Generating Units (CGUs)

Cash Generating Unit (CGU)	March 31, 2026	March 31, 2025
Manufacturing	2,139.24	2,011.17
Banking, Financial Services and Insurance	1,378.43	1,206.46
Energy and Utilities	976.02	818.21
Life Sciences	1,154.45	1,036.00
	5,648.13	**5,071.84**

Goodwill has been allocated to the operating segments of the Group as CGUs. The recoverable amount was computed based on estimated value-in-use. The carrying amount was computed by allocating the net assets to operating segments for the purpose of impairment testing.

The estimated value-in-use of these CGUs are based on future discounted free cash flows using an annual revenue growth rates for period subsequent to forecast period upto 5 years and the discount rate. An analysis of sensitivity of the computation to a change in key parameters (discount rates and terminal growth rates), based on reasonable assumptions, did not identify any probable scenario in which the recoverable amount of the CGUs would decrease below its carrying amount. The range of each assumption used is mentioned below:

Assumption	March 31, 2026	March 31, 2025
Terminal growth rate	3.0%	4.0%
Discount rate	16.8%	17.5%

42 The Holding Company has used accounting software SAP Rise 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, except that audit trail feature is not enabled at the database level (SAP HANA) insofar as it relates to SAP Rise accounting software. Further no instance of audit trail feature being tampered with was noted in respect of accounting software where the audit trail has been enabled.

Additionally, the audit trail of prior years has been preserved by the Holding Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

43 MCA has amended Rule 3 of the Companies (Accounts) Rules, 2014 (the "Accounts Rules") relating to the mode of keeping books of account and other books and papers in electronic mode through an amendment on August 05, 2022. In compliance with the requirements of the amendment, the books of accounts and other relevant books and records are accessible in India at all times. Further, backup of books of account maintained in electronic form is kept in servers physically located in India on a daily basis.

44 Other statutory information as required by notification issued by Ministry of Corporate Affairs dated March 24, 2021 on amendments on Schedule III.

(i) The Group does not hold any Benami property and no proceedings have been initiated or pending against the Group for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the Rules made thereunder.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

(ii) The Group does not have any transactions during the year or balances as at year end with struck off companies under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

(iii) The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(iv) The Group has not traded or invested in Crypto currency or Virtual Currency during the current and previous financial year.

(v) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(vi) None of the entities in the Group have been declared wilful defaulter by any bank or financial institution or government or any government authority.

(vii) The Group has complied with the number of layers prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

(viii) The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(ix) The Group has fund based and non fund based working capital facilities from banks on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Group with banks are in agreement with the books of accounts.

(x) The Group has not advanced or loaned or invested funds to any persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(xi) The Group has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

a) 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

b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(xii) There are no loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment granted to promotors, directors, KMPs, and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person.

45 Impact of New Labour Code

On November 21, 2025, the Government of India notified provisions of 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, ('Labour Codes') which consolidate twenty-nine existing labour laws into a unified framework governing employee benefits during employment and post-employment.

The Group has assessed the financial implications of these changes which has resulted in an increase in gratuity liability arising from past service cost and an increase in leave liability aggregating to ₹ 406.88 million (gratuity ₹ 327.19 million and leave encashment ₹ 79.69 million) primarily due to changes in wage definition. Considering that the impact arising from the enactment of the new legislation is an event of a non-recurring nature, the Group has presented this incremental amount as "Impact of Labour Codes" under "Exceptional Item" in the Consolidated Financial Statement for the year ended March 31, 2026.

Notes forming part of the consolidated financial statements

for the year ended March 31, 2026

(Amount in ₹ million, unless otherwise stated)

46 Corporate Social Responsibility

Particulars		March 31, 2026	March 31, 2025
A.	Gross amount required to be spent by the Company during the year	69.91	70.44
B.	Amount approved by the Board to be spent during the year	70.10	70.44
B.	Amount spent during the year		
	(i) Construction/acquisition of any asset	-	-
	(ii) On purposes other than (i) above	70.10	70.33
C.	Shortfall at the end of the year	-	0.11
D.	Total of previous years shortfall	-	-
E.	Reason for shortfall	-	Refer note below
F.	Nature of CSR activities	1. Environment Sustainability 2. Promoting & Preventive Healthcare 3. Promoting education and skill development	
G.	Related party transaction (Calcutta Medical Research Institute)	44.00	35.30
H.	**Details related to spent/unspent obligation**		
	Contribution to Public Trust	-	-
	Contribution to Charitable Trust	70.10	70.33
	Unspent amount in relation to:		
	- Ongoing project	-	-
	- Other than ongoing project	-	0.11
	Total	**70.10**	**70.44**
I.	**Opening Balance [shortfall/(excess)]**		
	With Company	0.11	11.72
	In Separate CSR Unspent A/c	-	-
	Amount required to be spent during the year	69.91	70.44
	Amount spent during the year		
	From Company's Bank account	70.21	70.33
	From Separate CSR Unspent A/c	-	11.72
	Closing Balance		
	With Company	- *	0.11**
	In Separate CSR Unspent A/c	-	-

*The Group has not carried forward excess spent of ₹ 0.19 million, spent during the year ended March 31, 2026.

**The Group has transferred the unutilised fund as on March 31, 2025 of ₹ 0.11 million to the PM cares Fund on June 19, 2025.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sumit Kumar Agrawal
Partner
Membership No. 135859

Place: New Delhi
Date: May 06, 2026

For and on behalf of the Board of Directors of
Birlasoft Limited
CIN: L72200PN1990PLC059594

Amita Birla
Chairman
DIN: 00837718
Place: London, United Kingdom
Date: May 06, 2026

Angan Guha
CEO & Managing Director
DIN: 09791436
Place : New Delhi
Date: May 06, 2026

Sneha Padve
Company Secretary
Membership No. A9678
Place: New Delhi
Date: May 06, 2026

Chandrasekar Thyagarajan
Chief Financial Officer
ICAI Membership No. 200-29108
Place: New Delhi
Date: May 06, 2026

birlasoft

BIRLASOFT LIMITED
CIN: L72200PN1990PLC059594
Registered Office: 35 & 36, Rajiv Gandhi Infotech Park, Phase – I, MIDC, Hinjawadi, Pune – 411057, India.
Tel.: +91-20-66525000 I E-mail: secretarial@birlasoft.com I Website: www.birlasoft.com

NOTICE

NOTICE is hereby given that the 35th Annual General Meeting of Birlasoft Limited will be held on Monday, July 27, 2026, at 2.30 pm Indian Standard Time ("IST"), through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility, to transact the following business:

ORDINARY BUSINESS

1. **Adoption of audited Financial Statements – Standalone**

   To receive, consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and the Auditors thereon; and in this regard, to consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

   "**RESOLVED THAT** the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and the Auditors thereon, be and are hereby received, considered and adopted."

2. **Adoption of audited Financial Statements – Consolidated**

   To receive, consider and adopt the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the report of the Auditors thereon; and in this regard, to consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

   "**RESOLVED THAT** the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the report of the Auditors thereon, be and are hereby received, considered and adopted."

3. **Confirmation of interim dividend and declaration of final dividend**

   To confirm the payment of interim dividend of ₹ 2.50 (125%) per equity share of face value of ₹ 2/- each and to declare a final dividend of ₹ 4/- (200%) per equity share of face value of ₹ 2/- each, for the financial year ended March 31, 2026; and in this regard, to consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

   "**RESOLVED THAT** the interim dividend of ₹ 2.50 (125%) per equity share of face value of ₹ 2/- each on the paid-up equity share capital of the Company, for the financial year ended March 31, 2026, approved by the Board of Directors at their meeting held on November 6, 2025, and paid, be and is hereby noted and confirmed.

   RESOLVED FURTHER THAT in terms of the recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for declaration and payment of final dividend for the financial year ended March 31, 2026, at the rate of ₹ 4/- (200%) per equity share of face value of ₹ 2/- each, to be paid to those Members whose names appear in the Company's Register of Members, as on the Record Date."

4. **Re-appointment of CK Birla as a Director liable to retire by rotation**

   To re-appoint CK Birla (DIN: 00118473), who retires by rotation as a Director and, being eligible, offers himself for re-appointment; and in this regard, to consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, in accordance with the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, CK Birla (DIN: 00118473), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

By order of the Board of Directors
For **Birlasoft Limited**

Sneha Padve
Company Secretary & Compliance Officer
Membership Number: A9678

New Delhi
May 6, 2026

NOTES:

1. The relevant details, pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI (LODR) Regulations, 2015"), and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Director seeking re-appointment at this Annual General Meeting (the "AGM") are annexed hereto.
2. Pursuant to General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs and other circulars issued from time to time (hereinafter collectively referred to as "the Circulars") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and the SEBI (LODR) Regulations, 2015, the AGM of the Company is being conducted through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility, which does not require physical presence of the Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.
3. The Company has engaged the services of National Securities Depository Limited ("NSDL") as the authorized agency for conducting the AGM through VC/OAVM facility and for providing electronic voting ("e-voting") facility to its Members, to exercise their votes through the remote e-voting and e-voting at the AGM.
4. In compliance with the Circulars, the AGM Notice and the Annual Report 2025-26 ("the Annual Report"), including Financial Statements (along with Board's Report, Auditor's Reports or other documents required to be attached therewith), are being sent through electronic mode to those Members whose e-mail IDs are registered with the Registrar & Transfer Agent ("RTA") or respective Depository Participants ("DPs"). A letter providing the web-link for accessing the Annual Report, including the exact path, will be sent to those Members who have not registered their e-mail IDs with the RTA or respective DPs. Members may note that the AGM Notice and the Annual Report are also available on the Company's website at https://www.birlasoft.com/company/investors/policies-reports-filings, websites of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at https://www.evoting.nsdl.com.
5. In terms of the Circulars, since the physical attendance of the Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by the Members under Section 105 of the Act, will not be available for the AGM. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of the Members may be appointed for the purpose of remote e-voting for participation in the AGM through VC/OAVM facility and e-voting during the AGM.
6. Since the AGM will be held through VC/OAVM, the venue route map is not annexed to this Notice.
7. The Company has fixed Friday, July 10, 2026, as the **"Record Date"** for determining eligibility of the Members to receive final dividend for the financial year ended March 31, 2026, if approved at the AGM.
8. The **"Cut-off Date"** for determining eligibility of the Members for the purpose of remote e-voting, for participation in the AGM through VC/OAVM facility and e-voting, during the AGM is **Monday, July 20, 2026**.
9. The Company encourages Members under the category of "Institutional Investors" to attend the AGM and vote either through remote e-voting or through the e-voting facility provided at the AGM.
10. Institutional/Corporate Members (other than individuals, HUFs, NRIs, etc.) shall send a scanned copy (PDF/JPG format) of the Board or governing body resolution/authorization letter, along with the attested specimen signature of the duly authorized signatory(ies), authorizing their representative to attend the AGM through VC/OAVM facility on their behalf and to vote through remote e-voting, to the Scrutinizer at jbbhave@gmail.com, with a copy to evoting@nsdl.com.
11. Attendance of the Members participating in the AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Further, all resolutions mentioned in this Notice shall be passed through the facility of remote e-voting and e-voting at the AGM.
12. In case of joint holders attending the AGM through VC/OAVM facility, only such joint holder who is higher in the order of names as per the Register of Members or in the Register of Beneficial Owners maintained by the Depositories will be entitled to e-voting at the AGM.
13. Facility to join the AGM shall be opened twenty (20) minutes before the scheduled time of the AGM and shall be kept open for the Members throughout the proceedings of the AGM. The procedure to join the AGM is mentioned in the "Instructions for electronic voting by Members" annexed hereto.
14. The facility for participation at the AGM through VC/OAVM, provided by NSDL, allows participation for 1,000 Members on first-come-first-served basis. This will not include large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without any restriction on account of first-come-first-served basis.
15. If the final dividend, as recommended by the Board of Directors is approved at the AGM, payment of such dividend subject to Deduction of Tax at Source ("TDS") will be made within the statutory time limit of 30 days.

    Payment of such dividend shall be made through electronic mode to the Members who have updated their bank account details. Pursuant to the amendment to Regulation 12 of the SEBI (LODR) Regulations, 2015, the Company would be unable to pay dividends through physical instruments to shareholders whose Bank account details are not updated. Accordingly, the Company will not issue any dividend warrant, cheque or demand draft.
16. In terms of the provisions of the Income-tax Act, 2025 (erstwhile Income-tax Act, 1961), dividend paid or distributed by a Company shall be taxable in the hands of the Members. The Company shall, therefore, be required to deduct TDS at the time of payment of dividend at the applicable tax rates. The rate of TDS would depend upon the category and residential status of the Member.

    As it is important for the Company to receive the relevant information from Members to determine the rate of tax deduction, the Members are requested to furnish relevant documentation in the prescribed manner on the portal of RTA on or before **Friday, July 10, 2026 (6 pm IST)**. The applicable TDS rate for dividends and documents to be furnished by each category of Members is given in the "Annexure – TDS on Dividend", annexed hereto. The relevant documents can be uploaded on RTA portal at https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html.

    The information given in the said Annexure may not be exhaustive and the Members should evaluate on their own about the category for which they should furnish the documents. In absence of all the relevant documents, the Company shall determine TDS rate based on information available with the RTA (for shares held in physical form) and the DPs (for shares held in dematerialized form).

    Please note that the duly completed & signed documents should be uploaded on the portal of the RTA on or before **Friday, July 10, 2026 (6 pm IST)**. Ambiguous, incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication on the tax determination/deduction shall be considered after the abovementioned date & time.

    Members are also requested to update changes in their Residential Status, if any, with the RTA (for shares held in physical form) and the DPs (for shares held in dematerialized form), along with the supporting documents.

    If the Permanent Account Number ("PAN") is not as per the database of the Income-tax portal, it would be considered as an invalid PAN. Further, individual Members are requested to link their Aadhaar number with the PAN.

    In case TDS is deducted at a higher rate in the absence of receipt of the specified details/documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return, only in case your valid PAN is registered with the RTA (for shares held in physical form) and the DPs (for shares held in dematerialized form). No claim shall lie against the Company for such taxes deducted.

    Members should note that any document/form not uploaded on the portal will not be considered for the purpose of processing and shall be rejected, therefore, it should be uploaded on the portal only.

    Members who have uploaded documents on the portal of the RTA should also forward the originals to the Company subsequently.

    All queries with respect to TDS on dividend and submission of relevant documentation should be sent to tax@birlasoft.com.

Information with respect to the same is also available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings#Shareholders-info.

17. Members are requested to intimate changes, if any, pertaining to their name, postal address, telephone/mobile numbers, PAN, Bank Mandate, nominations and power of attorney to their respective DPs in case the shares are held by them in dematerialized form and to the RTA of the Company at MUFG Intime India Private Limited (Attention - Sandip Pawar), Block No. 202, Akshay Complex, Off Dhole Patil Road, Near Ganesh Temple, Pune - 411001, Telephone: +91-20-26161629, E-mail: investor.helpdesk@in.mpms.mufg.com, in case the shares are held by them in physical form.

18. Members are advised to update their PAN, KYC (Address, E-mail ID, Mobile Number, Bank Account Details, Specimen Signature, etc.) and Nomination details, as per SEBI Master Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025:

   - **Members holding shares in physical form:** to the Company's RTA - MUFG Intime India Private Limited, in prescribed Form ISR - 1 and other forms as per instructions mentioned in the form. The formats can be downloaded from RTA's website at https://web.in.mpms.mufg.com/KYC-downloads.html and such formats are also available on the Company's website at https://www.birlasoft.com/company/investors/policies-reports-filings#Shareholders-info.
   - **Members holding shares in dematerialized form:** to their respective DPs as per the procedure prescribed by them.

19. SEBI vide its directives, has also mandated that the Members whose folio(s)/demat account(s) do not have PAN, Contact details (Postal Address with PIN and Mobile Number), Bank account details, Specimen signature for their corresponding folio numbers and other KYC details updated, shall be eligible to receive any payment, including dividend, interest or redemption amount, in respect of such folios/demat accounts, only through electronic mode with effect from April 1, 2024, upon them furnishing all the aforesaid details in entirety.

   If a Member updates the above-mentioned details after April 1, 2024, then such Member would receive all the dividends, etc., declared during that period (from April 1, 2024, till the date of updation) pertaining to the shares held after the said updation automatically.

20. 'SWAYAM' is a secure, user-friendly web-based application, developed by MUFG Intime India Private Limited, the RTA, that empowers Members to effortlessly access various services. We request you to get registered and have first-hand experience of the portal. This application can be accessed at https://swayam.in.mpms.mufg.com/. Service requests and complaints, including their generation and tracking, can also be managed effectively through SWAYAM.

21. Members may note that SEBI vide its Master Circular mentioned above, has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting the forms in the specified formats, which are available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reportsfilings#Shareholders-info and also available on the website of the RTA at https://web.in.mpms.mufg.com/client-downloads.html. It may be noted that any service request can be processed only after the folio is KYC Compliant.

   Further, as per Regulation 40 of the SEBI (LODR) Regulations, 2015, SEBI has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are therefore advised to dematerialize the shares held by them in physical form.

22. Members are also informed that pursuant to Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, read with a Corrigendum No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023) and Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated December 20, 2023, SEBI has introduced an additional mechanism for investors to resolve their grievances by way of a common Online Dispute Resolution ("ODR") mechanism to facilitate the online resolution of all kinds of disputes arising in the Indian securities market. Members can access the SEBI Circulars on the website of SEBI at https://www.sebi.gov.in/ and the same are also available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reportsfilings#Shareholders-info.

23. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the request in the specified formats, which are available on the Company's website at https://www.birlasoft.com/company/investors/policies-reports-filings#Shareholders-info and also available on the RTA's website at https://web.in.mpms.mufg.com/KYC-downloads.html. Members are requested to submit the said details to their respective DP, in case the shares are in dematerialized form and to the RTA, in case the shares are held in physical form.

24. Members are requested to:

   - quote their Registered Folio number in case of shares held in physical form and DP ID and Client ID in case of shares held in dematerialized form in their correspondence(s) to the Company.
   - direct all correspondence related to shares including consolidation of folios, if shareholdings are under multiple folios, to the RTA of the Company.

25. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company or the RTA of any change in address or nominee, if any appointed, to notify demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the respective DPs and holdings should be verified from time to time.

26. Members seeking any information with regard to the accounts of the Company or any matter to be placed at the AGM are requested to write to the Company so as to reach them at least seven (7) days before the date of the AGM, through e-mail on secretarial@birlasoft.com. The same will be replied to by the Company suitably.

27. A certificate from the Secretarial Auditor of the Company certifying that the Company's Employee Stock Option Plans are being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time and in accordance with the resolutions passed by the Members, will be available electronically for inspection by the Members during the AGM.

28. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act will be available electronically for inspection by the Members during the AGM.

29. All other documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an e-mail to secretarial@birlasoft.com.

30. The Company has transferred the unpaid or unclaimed dividends declared up to the financial year 2017-18, from time to time, to the Investor Education and Protection Fund ("IEPF") established by the Central Government.

   Members wishing to claim the unpaid dividend are requested to correspond with the RTA of the Company at MUFG Intime India Private Limited (Attention - Sandip Pawar), Block No. 202, Akshay Complex, Off Dhole Patil Road, Near Ganesh Temple, Pune - 411001, Telephone: +91-20-26161629, E-mail: investor.helpdesk@in.mpms.mufg.com.

   Members are requested to note that as per Section 124 of the Act, dividends that are not encashed or claimed within seven (7) years from the date of transfer of the dividend to the Company's Unpaid Dividend Account will be transferred to IEPF.

   Please note that pursuant to the provisions of Section 124(6) of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer & Refund) Rules, 2016 ("Rules") as amended from time to time, shares in respect of such dividend will also be transferred to IEPF including all benefits accruing on such shares. The Company has sent out individual communication to the Members whose dividends remain unclaimed for seven (7) years and published an advertisement in newspapers, inviting such Members to claim their dividend. The information in respect of such shares is uploaded on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings.

Accordingly, during the year, the Company transferred an amount of ₹ 6,59,877.60 being unclaimed dividend and 13,450 corresponding shares to IEPF, pertaining to the financial year 2017-18.

Members are encouraged to take note of investor awareness initiatives such as the IEPF Authority's "Saksham Niveshak" campaign and to update their KYC, nomination, bank mandate and contact details and claim any unpaid/unclaimed dividend at the earliest, so as to avoid transfer of such amounts and corresponding shares, where applicable, to the IEPF.

Members can claim back such dividend and shares including all benefits accruing on such shares from IEPF Authority by following the procedure prescribed in the Rules, i.e., by making an online application in the prescribed Form IEPF-5 and sending the physical copy of the same, duly signed (as per the specimen signature recorded with the Company), along with requisite documents enumerated in the Form IEPF-5, to the Nodal Officer of the Company.

31. Members are informed that SEBI has, vide its circular dated January 30, 2026, provided a special window from February 5, 2026, to February 4, 2027, for transfer and dematerialization of physical securities, subject to prescribed conditions. This facility is available for eligible cases where transfer deeds were executed prior to April 1, 2019, including those earlier rejected due to deficiencies. Members holding physical securities are encouraged to avail this one-time opportunity to regularize their holdings in dematerialized form.

32. Pursuant to the provisions of Section 108 of the Act, read with the corresponding Rules made thereunder, and Regulation 44 of the SEBI (LODR) Regulations, 2015, and the Secretarial Standards issued by the Institute of Company Secretaries of India, the Company is providing a facility to its Members to exercise their votes electronically through the e-voting facility provided by the NSDL. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by Members holding shares in dematerialized form, physical form and for Members who have not registered their e-mail ID is provided in the "Instructions for electronic voting by Members" which forms part of this Notice. The Board has appointed Jayavant Bhave - Proprietor of J. B. Bhave & Co., Company Secretaries (Membership No.: F4266), as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. Any person who becomes a Member of the Company after the dispatch of this Notice and holding shares as on the Cut-off Date may obtain the login ID and password by sending a request at evoting@nsdl.com to cast his/her vote. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only.

ADDITIONAL INFORMATION ABOUT THE DIRECTOR SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Details of Director seeking re-appointment at the Annual General Meeting as per Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India are given below:

Name of Director	**CK Birla**
Director Identification Number	00118473
Age (in years)	71
Qualification	Bachelor of Arts
Experience (in years)	48
Expertise in specific functional areas	Industrialist having rich business experience in managing diversified industrial enterprises.
Brief resume of the Director	CK Birla is the Non-Executive Director of Birlasoft and Chairman of the CKA Birla Group. Under his leadership, the CKA Birla Group has cultivated exceptional strengths across engineering, industry and healthcare. The Group is on an ambitious growth path, guided by a commitment to excellence, strategic expansion and long-term partnerships with leading global institutions. He has shaped the Group's vision with clarity and conviction, strengthening its international presence through bold, thoughtful leadership. A detailed profile of CK Birla is provided elsewhere in the Annual Report.
Date of first appointment	January 15, 2019
Terms and conditions of re-appointment	Re-appointment upon retirement by rotation.
Remuneration last drawn	Please refer to the Corporate Governance Report forming part of the Annual Report.
Remuneration proposed to be given	He shall be eligible for the following: a) Sitting fees for attending meetings of the Board or committee thereof or for any other purpose whatsoever as may be decided by the Board; b) Reimbursement of expenses for participation in the Board and other meetings; c) Profit related commission, within the limits approved by the Members.
Number of Board meetings of the Company attended during the year	Please refer to the Corporate Governance Report forming part of the Annual Report.
Listed entities in which the person holds the directorship and the Membership of Committees of the Board	CK Birla is a Director in the following listed entities and Member of Committee(s) thereof: a) Orient Paper & Industries Limited; b) Orient Electric Limited and Member of its Nomination & Remuneration Committee; and c) BirlaNu Limited (Formerly HIL Limited) and Member of its Nomination & Remuneration Cum Compensation Committee. He is also the Chairman of the Stakeholders Relationship Committee at Birlasoft Limited.

Name of Director	CK Birla
Listed entities from which the person has resigned in the past three years	Orient Cement Limited, with effect from April 22, 2025.
Directorships held in other Companies (as on March 31, 2026)	a) National Engineering Industries Limited b) Avtec Limited c) Birla Brothers Private Limited d) Neosym Industry Limited e) Birlasoft Inc., U.S.A. f) Birlasoft (UK) Limited, London
Memberships/Chairmanships of committees of other Companies	a) National Engineering Industries Limited • Member of Nomination & Remuneration Committee b) Birla Brothers Private Limited • Member of Nomination & Remuneration Committee
Number of shares held in the Company	Nil
Relationship with other Directors and Key Managerial Personnel or their respective relatives	Spouse of Amita Birla

CK Birla is not debarred from holding the office of Director pursuant to any Order issued by SEBI or any other authority. Save and except CK Birla, Amita Birla and his relatives, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice. The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the Members.

Annexure – TDS on Dividend

Companies paying dividend are required to withhold tax at the applicable tax rates (unless otherwise exempted, TDS rate is 10% for resident Members with valid PAN, 20% for resident Members without PAN or invalid PAN or PAN not linked to Aadhaar and rates prescribed under the Income-tax Act, 2025 (“IT Act”) or Tax Treaty, read with Multilateral Instruments, if applicable, for non-resident Members). No withholding of tax is applicable if the dividend payable to resident individual Members is up to ₹ 10,000/- p.a.

As per Section 397(2)(b)(i) of the IT Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed to be invalid/inoperative and tax shall be deducted at the rate of 20% as per the provisions of Section 397(2)(b)(i) of the IT Act. The Company will be using functionality of the Income-tax department for the above purpose. Provisions are effective from April 1, 2025. Members may visit https://www.incometax.gov.in/iec/foportal/ for FAQs issued by Government on PAN and Aadhaar linking.

In order to provide exemption from TDS or apply lower rate of TDS or consider benefit of relevant Double Taxation Avoidance Agreement (“DTAA”) with India as may be applicable, the documents prescribed for each category of Member (as per the eligibility) must be uploaded on the portal of RTA at https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html. The format of relevant documents is available on the website of the Company at https://www.birlasoft.com/company/investors/policies-reports-filings#Shareholders-info. If the documents are found in accordance with the provisions of the IT Act the same shall be considered while deducting the taxes.

If the dividend income is assessable to tax in the hands of a person other than the registered Member as on the Record Date, the registered Member is required to furnish a declaration to the Company containing the name, address, PAN, beneficiary account no. (16 digits), number of shares of the person to whom TDS credit is to be given, tax residential status of the beneficiary and reason for giving credit to such person on or before Friday, July 10, 2026 (6 pm IST). Details or information received after this date will not be considered.

To summarize, dividend will be paid after deducting the tax at source as under:

For Resident Members:

Particulars	Applicable Rate	Documents required (if any)
Valid PAN updated with the Depository Participant in case shares are held in dematerialized form or RTA in case shares are held in physical form and no exemption sought by Member	10%	N.A.
An Individual having dividend income more than ₹ 10,000 and furnishing Form 121	Nil	a) copy of PAN Card; and b) Declaration in Form No. 121, fulfilling prescribed conditions.
Availability of lower/nil tax deduction certificate issued by Income Tax Department u/s 395 of the Income-tax Act, 2025	Rate specified in Lower tax withholding certificate obtained from Income Tax Department	a) copy of PAN Card; and b) Copy of lower tax withholding certificate obtained from Income Tax Department.
No/Invalid PAN with the Depository Participant in case shares are held in dematerialized form or RTA in case shares are held in physical form and no exemption sought by Member (including cases where PAN is not linked with Aadhaar)	20%	N.A.
An Insurance Company as specified under Section 393 of the Income-tax Act, 2025	Nil	a) Copy of registration certificate issued by the IRDAI; b) Self-declaration that the insurance company is beneficial owner of the shares held; and c) Copy of PAN Card.

Particulars	Applicable Rate	Documents required (if any)
Mutual Fund specified under Schedule VII (Table: Sl. No. 20 or 21) to Section 11 of the Income-tax Act, 2025	Nil	a) Copy of relevant registration documents; b) Self-declaration that the mutual fund is governed by the provisions of Schedule VII (Table: Sl. No. 20 or 21) to Section 11 of the Income-tax Act, 2025; and c) Copy of PAN Card.
Alternative Investment Fund (AIF) established in India	Nil	a) Copy of registration documents; b) Self-declaration that its income is exempt under Schedule V (Table: Sl. No. 1) to Section 11 of the Income-tax Act, 2025, and AIF is established as Category I or Category II AIF under the SEBI Regulations; and c) Copy of PAN Card.
New Pension Trust	Nil	a) Self-declaration that it qualifies as NPS and eligible for exemption under Schedule VII (Table Sl. No. 41) of the Income-tax Act, 2025; and b) Copy of PAN card.
Recognized Provident Funds/ Approved Superannuation Funds/ Approved Gratuity Fund	Nil	a) Self-declaration that income is eligible for exemption under Schedule VII to Section 11 of the Income-tax Act, 2025; and b) Copy of PAN card.
Other Individual shareholders	Nil	a) Self-attested copy of document evidence supporting exemption; and b) Copy of PAN card.

For Non-Resident Members:

Particulars	Applicable Rate	Documents required (if any)
a. Foreign Institutional Investors (FIIs)/ Foreign Portfolio Investors (FPIs) b. Other Non-Resident Members	20% (plus applicable surcharge and cess) (subject to applicable tax treaty)	a) Copy of PAN Card; b) Copy of Tax Residency certificate issued by revenue authority of country of residence of Member for the financial year 2026-27; c) Form 41 filed on the income tax portal at the link https://eportal.incometax.gov.in/ed; d) Declaration regarding Tax residency and Beneficial ownership of shares; e) Self-declaration for not having Permanent Establishment in India in accordance with the applicable Tax Treaty [on Member's letterhead]; f) Any other document as prescribed under the IT Act for lower withholding of taxes, if applicable; and g) In case, Member is resident of Singapore, documentary evidence of satisfaction of Article 24 of India-Singapore DTAA. The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the Members.

INSTRUCTIONS FOR ELECTRONIC VOTING BY MEMBERS

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) and the Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India ("SEBI") (collectively referred to as "the Circulars") and the Secretarial Standards issued by the Institute of Company Secretaries of India, the Company is providing facility of electronic voting ("e-voting") to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ("NSDL") for facilitating voting through electronic means as the authorized agency. The facility for casting votes by a Member using remote e-voting system as well as voting on the day of the AGM will be provided by NSDL.

2. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

3. The Cut-off Date for determining the eligibility of Members for voting through remote e-voting and e-voting at the AGM is Monday, July 20, 2026. The remote e-voting period commences on Wednesday, July 22, 2026 (9 am IST) and ends on Sunday, July 26, 2026 (5 pm IST). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off Date i.e. Monday, July 20, 2026, may cast their vote by remote e-voting. The remote e-voting shall be disabled by NSDL after the remote e-voting period ends. Once the vote is cast, the Member shall not be allowed to change it subsequently.

4. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through e-voting facility.

5. Any person holding shares in physical form and non-individual Members, who acquires shares of the Company and becomes Member of the Company after the notice is sent through e-mail and holding shares as of the Cut-off Date i.e. Monday, July 20, 2026, may obtain the login ID and password by sending a request at evoting@nsdl.com or to Company/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 022-48867000. In case of Individual Shareholder holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending the Notice and holding shares as of the Cut-off Date i.e. Monday, July 20, 2026, may follow steps mentioned below under "Access to NSDL e-voting system".

6. The voting rights of Members shall be in proportion to the number of shares held by the Member as on the Cut-off Date i.e. Monday, July 20, 2026.

7. The process and manner for remote e-voting are as under:

   How do I vote electronically using NSDL e-voting system?

   The way to vote electronically on NSDL e-voting system consists of "Two Steps" which are mentioned below:

   Step 1: Access to NSDL e-voting system

   A) Login method for e-voting and joining virtual meeting for individual shareholders holding securities in demat mode

   In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-voting facility provided by listed companies, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail ID in their demat accounts in order to access e-voting facility.

Login method for individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with NSDL	1. For OTP based login, you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN Verification code and generate OTP. Enter the OTP received on registered e-mail ID/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository website wherein you can see e-voting page. Click on Company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 4. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be re-directed to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App **“NSDL Speede”** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi/Easiest facility can login through their existing User ID and Password. Option will be made available to reach e-voting page without any further authentication. To login to Easi/Easiest facility, the users are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. 2. After successful login on Easi/Easiest, the user will be also able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website at www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-voting page by providing demat account number and PAN from an e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered mobile number & e-mail as recorded in the demat account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be re-directed to NSDL/CDSL Depository website after successful authentication, wherein you can see the e-voting feature. Click on Company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot User ID and Forgot Password option available at abovementioned website.

Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL

Login type	Helpdesk details
Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at: 022-48867000.
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no.: 1800-21-09911.

B) Login method for e-voting and joining virtual meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will be opened. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL e-Services i.e. IDeAS, you can login at https://eservices.nsdl.com/ with your existing IDeAS login. Once you login to NSDL e-Services after using your login credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12******, then your user ID is IN300***12******
b) For members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12**************, then your user ID is 12**************
c) For members holding shares in Physical Form	EVEN (Electronic Voting Event Number) followed by Folio Number registered with the Company For example, if EVEN is 123456 and Folio Number is 001*** then user ID is 123456001***

5. Password details for shareholders other than individual shareholders are given below:
   a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
   b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL in your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail IDs are not registered.**
6. If you are unable to retrieve or have not received the 'initial password' or have forgotten your password:
   a. Click on "**Forgot User Details/Password?"** option available on www.evoting.nsdl.com, if you are holding shares in your demat account with NSDL or CDSL.
   b. **"Physical User Reset Password?"** option available on www.evoting.nsdl.com, if you are holding shares in physical mode.
   c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d. Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-voting system

How to cast your vote electronically and join General Meeting on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies' "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to jbbhave@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022-48867000 or send a request to Sagar S. Gudhate, Assistant Vice President, NSDL at evoting@nsdl.com.
4. The Board has appointed Jayavant Bhave, Proprietor, J. B. Bhave & Co., Company Secretaries Membership No.: F4266, as the Scrutinizer to scrutinize e-voting process in a fair and transparent manner.
5. The Chairman will, at the end of discussion on the resolutions on which voting is to be held, allow e-voting for all those Members who are present at the AGM and who have not cast their votes by availing the remote e-voting facility.
6. The Scrutinizer shall after the conclusion of e-voting at the AGM, first download the votes cast at the AGM and thereafter, unblock the votes cast through remote e-voting and shall make a Consolidated Scrutinizer's Report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by her, within two working days (not exceeding 3 days) from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.
7. The results declared along with the report of the Scrutinizer shall be forwarded to the stock exchanges where the shares of the Company are listed and shall also be placed on the website of the Company at www.birlasoft.com and on the website of NSDL at www.evoting.nsdl.com.

Process for those shareholders whose e-mail IDs are not registered with the depositories for procuring User ID and Password and registration of e-mail IDs for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode, please provide Folio No., Name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by e-mail to investor.helpdesk@in.mpms.mufg.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account Statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to evoting@nsdl.com. If you are an individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A)** i.e. **Login method for e-voting and joining virtual meeting for individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/member may send a request to evoting@nsdl.com for procuring User ID and Password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-voting facility provided by listed companies, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account in order to access e-voting facility.

Instructions for Members for e-voting on the day of the AGM are as under:

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
3. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same person mentioned for remote e-voting.

Instructions for Members for attending the AGM through VC/OAVM are as under:

1. Members will be provided with a facility to attend the AGM through VC/OAVM facility through the NSDL e-voting system. Members may access by following the steps mentioned above for Access to NSDL e-voting system. After successful login, you can see link of "VC/OAVM" link placed under "Join meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice to avoid last minute rush.
2. Members are encouraged to join the AGM through laptops for better experience.
3. Further, Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the AGM.
4. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail ID mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at abhinandan.singh@birlasoft.com on or before Monday, July 20, 2026 (6 pm IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

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