8th September, 2026

To,
**National Stock Exchange of India Limited**
**Listing Compliance Department**,
Exchange Plaza, 5th Floor,
Plot No. C/1, Block - G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051

**Company Symbol: SYSTANGO; ISIN: INE0O7R01011**

**Subject: Submission of Annual Report for the year 2025-26 pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Annual Report for the year 2025-26 along with the Notice of the 22nd Annual General Meeting of the Company scheduled to be held on Wednesday, 30th September, 2026 at 2:30 P.M. IST, through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and the same has been sent to all the shareholders of the Company on the email addresses registered with the Company via electronic mode.

The Annual Report of the Company for the financial year 2025-26 and Notice of 22nd Annual General Meeting (AGM) are also made available on the website of the Company at the following link:

- Annual Report: https://assets.systango.com/v2/investors/annual-report/Annual-Report-FY-2025-26.pdf
- Notice of 22nd Annual General Meeting: https://assets.systango.com/v2/investors/corporate-announcement/Notice-of-22nd-AGM.pdf

This is for your information and records.

Thanking you,
Yours Faithfully,

For **Systango Technologies Limited**

Ayushi Solanki
Digitally signed by Ayushi Solanki
Date: 2026.09.08 16:27:21 +05'30'

**Ayushi Solanki**
**Company Secretary and Compliance Officer**
**M. No.: A64562**
**Place: Indore**

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# We Make the Impossible, Possible.

Annual Report
2025–2026

22nd

ANNUAL REPORT

sYstango
We Make the Impossible, Possible.

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# About Systango

Systango is a publicly listed digital engineering firm specialising in AI-native software solutions and digital transformation. Since 2007, we've led the way in software development, combining agile methodologies, scalability, and a boutique-style approach to deliver high-quality projects on time.

> Our expertise spans AI Engineering, Data Engineering, Cloud Computing, and App Development.
>
> We help businesses design, build, and manage AI-native digital platforms, powered by our three core engines: **AI Workbench, Decision Intelligence,** and our **AI Governance Layer,** driving measurable business outcomes rather than experimental pilots.

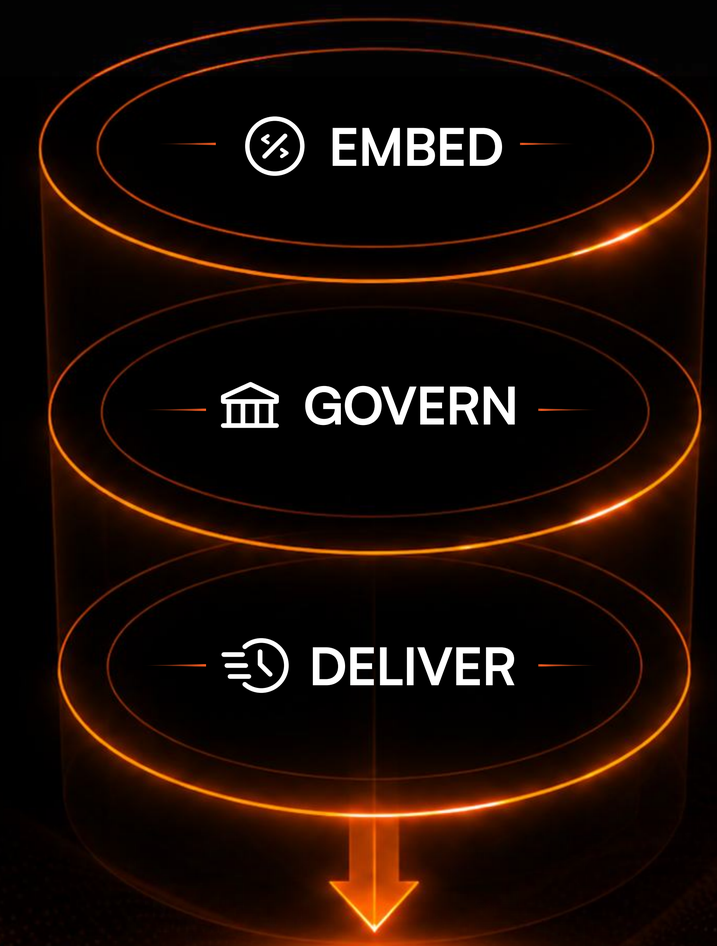
# Core Values and Company Overview

## Our Mission

We enable businesses to achieve sustainable growth by delivering customised, scalable solutions that fuel digital transformation. We solve complex business and technical challenges through our AI-native SDLC approach, built on three core engines: AI Workbench, Decision Intelligence, and our AI Governance Layer. Recognised by Google as one of the first 20 companies globally for GenAI expertise, we remain unwavering in our commitment to client success.

## We Embed. We Govern. We Deliver.

This year's positioning reflects a shift from AI experimentation to AI accountability: we embed AI into core workflows, govern it with runtime policy enforcement and full auditability, and deliver measurable business outcomes rather than pilots that stall.




C A R E

**Customer Experience Focus**

**Aspiration to be a Leading Tech Consultancy**

**Respect and Results Oriented**

**Execution with Excellence**

# Partnerships

Systango continues to strengthen its technological foundation through partnerships spanning hyperscale cloud, AI-native infrastructure, decentralised AI, and go-to-market execution.

## AWS

Advanced Tier Services Partner, giving access to best-in-class cloud infrastructure and joint go-to-market support.

## Google Cloud

Official partner with specialisations in both Generative AI Services and Cloud Infrastructure, reinforcing Systango's place among the first 20 companies worldwide recognised by Google for GenAI expertise.

## HubSpot

Solutions Partner, helping organisations build scalable, AI-ready customer platforms that drive conversions, visibility, and long-term operational efficiency, supporting Systango's own shift toward inbound and outcome-driven growth.

## Bitstarter.ai

Development partner for Bittensor subnet teams, supporting architecture, incentive design, and production-grade deployment, drawing on Systango's hands-on experience building live subnets.

## Yuma

Strategic partnership to support Yuma's Bittensor portfolio companies with subnet and validator engineering, incentive design, and production-grade deployment, extending Systango's hands-on Bittensor delivery experience to Yuma's ecosystem of subnet teams.

## Chesamel

Strategic partnership to jointly deliver end-to-end digital transformation, pairing Systango's engineering with Chesamel's go-to-market, stakeholder enablement, and change management strength.

### Impact

These partnerships extend Systango's reach across hyperscale cloud, AI governance, decentralised infrastructure, and enterprise growth, unlocking new opportunities to deliver scalable, secure, and transformative solutions for clients.

# Our Offerings

We help teams embed AI into core operations by identifying high-impact use cases, building clear roadmaps, and accelerating adoption, with a relentless focus on productivity, efficiency, and measurable outcomes.

01

## AI Engineering & MLOps

We help teams embed AI into core operations by identifying high-impact use cases, building clear roadmaps, and accelerating adoption, with a relentless focus on productivity, efficiency, and measurable outcomes. Need a fast pilot? Gen AI Studio delivers a working prototype in 12—16 weeks, then we scale with governance built in.

**Systango Edge:** Turn AI potential into measurable business impact.

Key Capabilities: AI Discovery • Intelligent Document Processing • Custom Agents • LLM • Algorithmic Trading

02

## Data Platform & Analytics

We build secure, scalable, accessible data foundations. Starting with strategy, we connect silos and stand up the warehouse/lakehouse and semantic layer so teams can trust and use their data, ensuring pipelines, dashboards, and governed metrics stay reliable through migration or modernisation.

**Systango Edge:** Unlock the full value of your data, faster.

Key Capabilities: Integration & Pipelines • Data Visualisation & Dashboards • Personalisation & Recommendation • Forecasting & Predictive Analytics

03

## Cloud & Infrastructure

We streamline development and operations by building reusable, self-service infrastructure and CI/CD pipelines, delivering secure, scalable, and cost-effective cloud solutions on AWS, Azure, and Google Cloud, with monitoring and access controls baked in.

**Systango Edge:** Deliver software faster, safer, and at scale.

Key Capabilities: Cloud-Native Architecture • Infrastructure as Code (IaC) • Site Reliability Engineering (SRE)

04

## Digital Product Engineering

We harness technology to deliver seamless, intuitive experiences across devices via native mobile and progressive web apps, combining functionality with clean design and a relentless focus on quality.

**Systango Edge:** Engage users with apps that perform beautifully.

Key Capabilities: Microservices • Headless • Mobile App (Native/Hybrid) • Web App (PWA & Responsive)

# Products/Solutions

## 01 AI-Native SDLC

Most teams have adopted AI tools, but few have rebuilt their delivery model around them, which is where velocity, quality, and ROI get lost. Systango's AI Workbench embeds AI directly into how teams plan, build, test, and ship, replacing fragmented, ungoverned AI use with a standardised, measurable delivery model across five stages.

- Plan & Analyse: AI-assisted requirements, user stories, and risk analysis.
- Outcome: Up to 40—60% less manual effort.
- Design & Architect: Architecture recommendations and codebase/database validation.
- Outcome: Stronger foundations, less rework.
- Build & Modernise: Code generation, refactoring, and automated documentation.
- Outcome: Up to 50% productivity gain.
- Test & Deploy: Automated testing and DevOps pipeline acceleration.
- Outcome: 20—30% faster release cycles.
- Measure & Optimise: Real-time analytics and predictive risk indicators.
- Outcome: Compounding efficiency gains.

## 02 AI Governance Layer

Employees already use AI tools daily; the gap is the missing control layer between people and those tools. Systango built Inhibitor, a runtime governance layer that intercepts, analyses, enforces, and logs every LLM interaction across browsers, applications, and APIs, before exposure becomes an incident.

**Key Highlights:**

- 18+ environments deployed, 150+ engineers using internally
- 92% of PII/confidential leaks prevented; 63% sensitive data exposure detected in pilot
- 50,000+ LLM interactions logged weekly
- 37% AI cost reduction
- GDPR and SOC2-aligned policy enforcement with full traceability

## 03 Gen AI Studio

A pilot-to-production programme: build a lean MVP or embed AI into a live workflow, then scale with governance. A single cross-functional pod (Product, AI/ML, Engineering, DevOps) takes an idea from brief to working prototype in 12—16 weeks, backed by Google Cloud specialisations in both Generative AI Services and Cloud Infrastructure.

**Key Highlights:**

- Four-step model
- Intake & Prioritise → Prototype Sprint → Review & Enable → Embed & Scale
- Governance by design: access controls, audit logs, and a clear go/no-go before launch
- Every engagement ends with a production plan, support targets, and safe rollback

## 04 Bittensor

Production-grade engineering for decentralised AI: Systango designs, builds, and operates real Bittensor subnets, validators, and incentive systems, not experimental theory. Work spans subnet and validator architecture, miner frameworks, incentive and emissions design, and ongoing tooling, monitoring, and operations.

**Key Highlights:**

- Live production subnets: VoidAI (SN106) and Nodexo (SN27 — Neural Internet)
- Applied R&D recognised with 2nd and 3rd place hackathon rankings (weather-driven risk intelligence, airport landing risk assessment)
- Serves subnet founders, protocol teams, and organisations exploring decentralised AI infrastructure

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# Our Commitments to Society















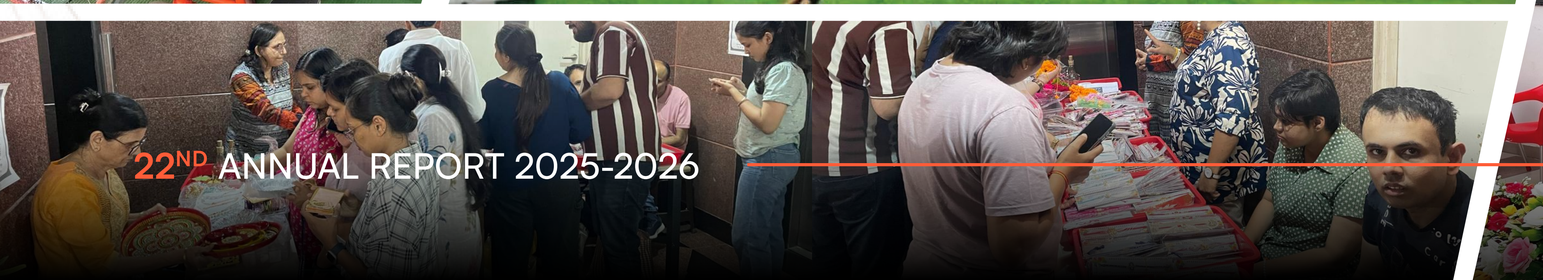














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# Events
















# Letter to Shareholders

## Founders' Note

**Dear Shareholders,**

It gives us great pride to share that FY 2025-26 has been one of the strongest years in Systango's journey, marked by accelerated growth and expanding profitability, even as the broader IT services sector navigated a challenging global demand environment.

On a consolidated basis, we delivered a 34.7% increase in revenue from operations to ₹90.4 Cr, while our EBITDA grew 48.5% to ₹34.0 Cr, with margins expanding sharply to 37.6% from 34.3% in the previous year. Profit After Tax grew 34.3% to ₹31.9 Cr, with diluted EPS rising to ₹21.73 from ₹16.18. Over the last three years, we have compounded revenue at a CAGR of 20% and PAT at a CAGR of 32%, delivering a Return on Equity of 27% and Return on Capital Employed of 33% all while remaining a debt-free organisation. In recognition of this sustained performance and strong cash generation, your Board declared an interim dividend of ₹7 per equity share during the year.

These results reflect the continued strengthening of our positioning as an AI-first digital engineering company. During the year, we entered into a strategic alliance with Alibaba Cloud to offer AI-driven cloud migration and managed AI solutions, building on our existing recognition as one of only 20 companies globally vetted by Google for Generative AI and our AWS Premium Partner status.

We also constituted a Strategic Advisory Board comprising experienced industry leaders - all based out of the UK, to guide our growth, innovation, and international expansion priorities going forward.

## Economic Outlook

Heading into FY 2026-27, we remain focused on scaling the platforms and partnerships we built this year. We continue to actively explore strategic acquisition opportunities that align with our long-term vision and strengthen our global presence and technology capabilities, remaining disciplined in evaluating opportunities that create genuine long-term value for shareholders. We will continue to deepen our partnership-led approach to client acquisition across the US, UK, and Europe, and invest further in our AI, Cloud and Data capabilities, while remaining mindful of the evolving global macroeconomic environment.

Once again, we would like to express our sincere gratitude to our team members for their dedication and hard work in delivering another strong year for Systango. We would also like to thank our independent directors for their continued guidance and support in strengthening our governance, transparency, and accountability.

Best,
**Vinita and Nilesh**



# Corporate Profile

CIN: L51109MP2004PLC016959 | ISIN: INE007R01011

## REGISTERED OFFICE

Third Floor(LHS), STP-I Crystal IT Park, Ring Road
Indore 452 010, Madhya Pradesh, India.

## STATUTORY AUDITOR

M/s. Anil Kamal Garg & Company
Address: “Kamal Kripa”, 97, Jaora Compound
Indore 452 001 Madhya Pradesh, India.

## SECRETARIAL AUDITOR

Mr. Ritesh Gupta
Address: G-1, 56-Anil Nagar, M.R. 9 Road,
Indore-8, Madhya Pradesh, India.

## INTERNAL AUDITORS

M/s. B. Mantri & Co.
Address: 208-209, The Horizon Building,
South Tukoganj
Indore- 452 001, Madhya Pradesh, India.

## BANKERS

Axis Bank Limited
HDFC Bank Limited

## REGISTRAR & SHARE TRANSFER AGENT

M/s. Bigshare Services Private Limited
Address: Office No. S6-2, 6th floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai — 400 093, Maharashtra, India.

Contact: 022 - 6263 8222
Fax: 022 - 6263 8200
E-mail: investor@bigshareonline.com

# Board of Directors & Committees



**Mrs. Vinita Rathi**

Managing Director

DIN: 00427239



**Mr. Nilesh Rathi**

Whole Time Director

DIN: 00430725



**Mrs. Sarita Devi Khandelwal**

Non-Executive Director

DIN: 09783158



**Mr. Narender Tulsidas Kabra**

Independent Director

DIN: 06851212



**Mr. Vikas Jain**

Independent Director

DIN: 08593152

## Key Managerial Personnel

| | | |
|---|---|---|
| **Mrs. Vinita Rathi**<br>Managing Director and CEO | **Mr. Nilesh Rathi**<br>Chief Financial Officer | **Ms. Ayushi Solanki**<br>Company Secretary & Compliance Officer |

## Committees

| | | | |
|---|---|---|---|
| **Audit Committee** | **Mr. Vikas Jain**<br>Chairman | **Mr. Narender Tulsidas Kabra**<br>Member | **Mrs. Vinita Rathi**<br>Member |
| **Stakeholder Relationship Committee** | **Mr. Vikas Jain**<br>Chairman | **Mrs. Vinita Rathi**<br>Member | **Mr. Nilesh Rathi**<br>Member |
| **Nomination and Remuneration Committee** | **Mr. Vikas Jain**<br>Chairman | **Mr. Narender Tulsidas Kabra**<br>Member | **Mrs. Sarita Devi Khandelwal**<br>Member |
| **Corporate Social Responsibility Committee** | **Mrs. Vinita Rathi**<br>Chairperson | **Mr. Vikas Jain**<br>Member | **Mr. Nilesh Rathi**<br>Member |

# Notice
## 22nd Annual General Meeting

### Systango Technologies Limited

**CIN:** L51109MP2004PLC016959
**Registered Office:** Third Floor (LHS), STP-I Crystal IT Park, Ring Road, Indore, MP 452010 India
**Tel:** (+91 731) 297 1030
**E-mail:** cs@systango.com; **Website:** www.systango.com

NOTICE is hereby given that the Twenty Second (22nd) Annual General Meeting of the members of Systango Technologies Limited ("the Company") will be held on Wednesday, 30th September, 2026 at 02:30 PM IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt:

   (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026 and the Reports of the Board of Directors and Auditor thereon; and

   (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026 and the Report of Auditor thereon.

2. To appoint a Director in place of Mr. Nilesh Rathi (DIN: 00430725), who retires by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment.

By Order of the Board of Directors
For **Systango Technologies Limited**

**Ayushi Solanki**
Company Secretary and Compliance Officer

**Registered Office**:
Third Floor(LHS), STP-I Crystal IT Park,
Ring Road Indore MP 452010 India

Place: Indore
Date: 7th September, 2026

## Notes for Members Attention

1. Pursuant to the General Circular No. 3/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and the Circulars issued from time to time by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.

2. In compliance with the applicable provisions of the Companies Act, 2013 ("the Act"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the applicable circulars/notifications issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"), the 22nd Annual General Meeting ("AGM"/"Meeting") of the Company is being conducted through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"). In accordance with the applicable provisions of the Companies Act, 2013 and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company, which shall be the deemed venue of the AGM.

3. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a member of the Company. Since the AGM is being held through VC, the facility for the appointment of proxies by the members will not be available.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on a first-come, first-served basis. This will not include large Shareholders (Shareholders 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 restriction on account of first come first served basis.

5. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 24th September, 2026 to Wednesday, 30th September, 2026, (both days inclusive) for the purpose of AGM.

7. 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 and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM through VC/OAVM upon log-in to CDSL e-Voting system. All the above documents will also be available electronically for inspection up to the date of AGM. Members seeking to inspect such documents can send an e-mail to cs@systango.com.

8. Member may note that as per Regulation 40 of the Listing Regulations, requests for effecting transfer of shares shall not be processed unless the shares are held in dematerialised form with a depository. Further, the shares shall be issued in dematerialised form only while processing the request for transmission, transposition, duplicate, renewal/exchange, sub-division/splitting, consolidation of shares certificate, etc. as provided in Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022 issued by the Securities and Exchange Board of India.

9. Non-Resident Indian ("NRI") shareholders are requested to inform their respective Depository Participant(s) promptly of any change in their residential status and to update their bank account details, as applicable.

10. In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent only by e-mail to the members whose e-mail addresses are registered with the Company/Depositories. The Notice and Annual Report 2025-26 has been uploaded on the website of the Company at www.systango.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com respectively. The same is also available on the website of CDSL at www.evotingindia.com. However, a hard copy of the Annual Report will be sent to members on request. Members, who wish to update or register their e-mail address, in case of demat holding, may please contact their Depository Participant (DP) and register their e-mail address, as per the process advised by their DP and in case of physical holding, may send a request to Big Share Services Private Limited, the Share Transfer Agent of the Company at investor@bigshareonline.com.

11. Members seeking any information or clarification regarding the financial statements or any matter to be placed at the AGM are requested to write to the Company, on or before 23rd September 2026 through e-mail at cs@systango.com.

12. Members are requested to note that the Company's shares are under compulsory demat trading for all the investors. The Company has connectivity from NSDL and CDSL and equity shares of the Company may be held in dematerialised form with any Depository Participant (DP) with whom the members/investors are having their demat account. The ISIN for the equity shares of the Company is INE007R01011. In case of any query/difficulty in any matter relating thereto may be addressed to the Share Transfer Agent of the Company.

13. Members holding shares in dematerialised form are requested to ensure that their Permanent Account Number (PAN) and other requisite KYC details are updated with their respective Depository Participants.

14. Information pursuant to Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) in respect of the Director seeking re-appointment at the AGM is furnished in Annexure—I, which is annexed to the Notice and forms part of the Notice. The Director has furnished the requisite consent/declaration for his re-appointment.

15. BigShare Services Private Limited, Office No S6-2 | 6th-floor Pinnacle Business Park Next to Ahura Centre | Mahakali Caves Road | Andheri (East) Mumbai — 400093 Maharashtra India is the Share Transfer Agent of the Company. BigShare Services Private Limited is the depository interface of the Company with both NSDL and CDSL. Members are requested to address all correspondences to the said Share Transfer Agent or write an e-mail at their e-mail address at investor@bigshareonline.com. The website of the Share Transfer Agent is www.bigshareonline.com/.

16. 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 SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

## 17. Instructions for remote e-voting, e-voting, and joining the virtual AGM are as follows:

**INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING THE VIRTUAL MEETING ARE AS UNDER:**

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

1. The voting period begins on Friday, 25th September 2026 at 10:00 a.m. and ends on Tuesday, 29th September 2026 at 5:00 p.m. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. 23rd September 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

2. Shareholders who have already voted prior to the Meeting date would not be entitled to vote at the Meeting venue.

3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020, under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facilities to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

   In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing the ease and convenience of participating in the e-voting process.

   **Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

4. In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 on e-Voting facility provided by listed companies, 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 the e-voting facility.

   Pursuant to the aforesaid SEBI Circular, the Login method for e-Voting and joining virtual meetings **for individual shareholders holding securities in Demat mode with CDSL/NSDL** is as under

| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in Demat mode with **CDSL Depository** | 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. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.<br><br>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see the 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 is also 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.<br><br>3) If the user is not registered for Easi/Easiest, the option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. |
| | 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| Individual Shareholders holding securities in demat mode with **NSDL Depository** | 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br><br>2) If the user is 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<br>3) 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting |

| | |
|---|---|
| | service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting<br>4) 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 No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)** | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see the e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website 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 their User ID/Password are advised to use the Forgot User ID and Forgot Password options available at above-mentioned websites.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.**

| Login type | Helpdesk details |
|---|---|
| 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 |
| 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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000 |

**Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

5. Login method for e-Voting and joining virtual Meeting for **Physical shareholders and shareholders other than individual holding shares in Demat form:**
   (i) The shareholders should log on to the e-voting website www.evotingindia.com.

   (ii) Click on the “Shareholders” module

   (iii) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
c. Shareholders holding shares in Physical Form should enter the Folio Number registered with the Company.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) If you are holding shares in demat form and have logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(vi) If you are a first-time user follow the steps given below:

| | **For Physical shareholders and other than individual shareholders holding shares in Demat.** |
|---|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)<br>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details **OR** Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.<br>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

(vii) After entering these details appropriately, click on the "SUBMIT" tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for SYSTANGO TECHNOLOGIES LIMITED on which you choose to vote.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you “CONFIRM” your vote on the Resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on the “Click here to print” option on the Voting page.

(xvi) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) There is also an optional provision to upload BR/POA, if any, which will be made available to Scrutinizer for verification.

(xviii) Additional **Facility for Non-Individual Shareholders and Custodians - For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically and can be delinked in case of any wrong mapping.
- It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with the attested specimen signature of the duly authorised signatory who is authorised to vote, to the Scrutinizer at csrgc@yahoo.com and to the Company at cs@systango.com, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the Scrutinizer to verify the same.

The procedure for remote e-voting is the same as the instructions mentioned above for e-voting.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending the Meeting and e-Voting on the day of the AGM is the same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend the Meeting will be available where the EVSN of the Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through remote e-voting will be eligible to attend the Meeting. However, they will not be eligible to vote at the Meeting.

4. Shareholders are encouraged to join the Meeting through Laptops/iPads for a better experience.

5. Further, shareholders will be required to allow Cameras and use the Internet at a good speed to avoid any disturbance during the meeting.

6. Please note that Participants connecting from Mobile Devices or Tablets or through laptops connecting via Mobile Hotspots may experience Audio/Video loss due to fluctuations in their respective networks. It is therefore recommended to use a Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to the Meeting** mentioning their name, demat account number/folio number, e-mail ID, mobile number at cs@systango.com. The shareholders who do not wish to speak during the Meeting but have queries may send their queries in advance **7 days prior to the Meeting** mentioning their name, demat account number/folio number, e-mail id, and mobile number at cs@systango.com. The queries will be replied to by the Company suitably by e-mail.

8. Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the Meeting.

9. Only those shareholders, who are present in the AGM through the 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 the e-voting system available during the AGM.

10. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the Meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the Meeting is available only to the shareholders attending the Meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL / MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders - Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by e-mail to investor@bigshareonline.com.

2. For Demat shareholders - Please update your e-mail id and mobile no. with your respective Depository Participant (DP).

3. **For Individual Demat shareholders — Please update your e-mail id and mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting and joining virtual Meeting through the Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Assistant Vice President, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

18. The voting rights of the members shall be in proportion to their shares in the paid-up equity share capital of the Company as on cut-off date, i.e. 23rd September 2026.

19. The Company has appointed Mr. Ritesh Gupta (CP No. 3764), Practicing Company Secretaries, as Scrutinizer to scrutinize the remote e-voting process and e-voting system at the AGM in a fair and transparent manner.

20. The Scrutinizer shall after the conclusion of e-voting at the Meeting, first count the votes cast at the Meeting through the e-voting system, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall submit, within two days of the conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and declare the result of the voting forthwith.

21. The result shall be declared on or after the date of the Meeting of the Company and shall be deemed to be passed on the date of the Meeting. The result declared along with the Report of the Scrutinizer shall be placed on the website of the Company i.e. www.systango.com and on the website of CDSL immediately after the declaration of the result by the Chairman or a person authorised by him in writing in that behalf. The result shall also be immediately forwarded to National Stock Exchange of India Limited.

Annexure - I

**Brief Profile and other details of Mr. Nilesh Rathi (DIN: 00430725) as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) seeking re-appointment at the Annual General Meeting:**

| | |
|---|---|
| Name of Director | **Mr. Nilesh Rathi** |
| **DIN** | 00430725 |
| **Date of Birth** | 06th September 1982 |
| **Age** | 44 years |
| **Date of first appointment on the Board** | 17th July 2006 |
| **Qualifications & Experience (including nature of expertise in specific functional areas)/Brief resume** | Mr. Nilesh Rathi is a seasoned entrepreneur and business leader with over 20 years of experience in technology consulting, operations, strategic management, and business development. He holds a Bachelor of e-Commerce from IMS, DAVV, Indore, and a Master of Science from Kent Business School, University of Kent, Canterbury, UK. He has been instrumental in driving the Company's overall business strategy, governance, operations, and global expansion, contributing to its sustainable and innovation-driven growth. |
| **Terms and conditions of re-appointment** | Re-appointment as a Director, liable to retire by rotation. |
| **Remuneration last drawn by him, if applicable and remuneration sought to be paid** | Last drawn remuneration is INR 90,02,617/- |

By Order of the Board of Directors
For **Systango Technologies Limited**

**Ayushi Solanki**
Company Secretary and Compliance Officer

**Registered Office**:
Third Floor(LHS), STP-I Crystal IT Park,
Ring Road Indore MP 452010

Place: Indore
Date: 7th September, 2026

# Board's Report

## FINANCIAL HIGHLIGHTS AND STATE OF COMPANY'S AFFAIRS

The financial performance of the Company on a standalone and consolidated basis is as under:

(Rs. in lakhs)

| Particulars | Standalone | | Consolidated | |
|---|---|---|---|---|
| | **31.03.2026** | **31.03.2025** | **31.03.2026** | **31.03.2025** |
| Revenue from operations | 7,589.11 | 6,132.96 | 9,037.86 | 6,714.44 |
| Other Income | 577.55 | 673.11 | 594.12 | 682.46 |
| Total Revenue | 8,166.66 | 6,806.07 | 9,631.98 | 7,396.90 |
| Total Expenses [excluding interest & depreciation] | 4,453.34 | 3,910.73 | 5,634.07 | 4,421.38 |
| Profit before interest Depreciation & Tax | 3,713.32 | 2,895.34 | 3,997.91 | 2,975.52 |
| **Less:** Depreciation | 72.62 | 57.09 | 73.87 | 58.37 |
| **Less:** Finance Cost | 4.77 | 6.30 | 6.26 | 7.63 |
| Profit/(Loss) before tax | 3,635.92 | 2,831.95 | 3,917.78 | 2,909.51 |
| Less: Current tax | 640.30 | 495.42 | 721.51 | 520.05 |
| Less: Deferred tax | 4.42 | 12.64 | 4.42 | 12.64 |
| Less: Tax adjustments in respect of earlier years | 2.57 | 3.55 | 4.18 | 3.71 |
| **Net Profit / (Loss) after Tax** | **2,988.63** | **2,320.33** | **3,187.67** | **2,373.11** |
| Earnings per share (EPS) | | | | |
| Basic | 20.37 | 15.82 | 21.73 | 16.18 |
| Diluted | 20.37 | 15.82 | 21.73 | 16.18 |

## COMPANY'S PERFORMANCE AND REVIEW

### Standalone Performance

**Total revenue (including other income) at Rs. 8,166.66 lakhs** for the year 2026 as compared to Rs. **6,806.07 lakhs** for the financial year 2025.

**Profit After Tax at Rs. 2,988.63 lakhs** in the financial year 2026 as compared to **Rs. 2,320.33 lakhs** for the financial year 2025.

### Consolidated Performance

**Total revenue (including other income) at Rs. 9,631.98 lakhs** for the year 2026 as compared to **Rs. 7,396.90 lakhs** for the financial year 2025.

**Profit After Tax at Rs. 3,187.67 lakhs** in the financial year 2026 as compared to **Rs. 2,373.11 lakhs** for the financial year 2025.

## CONSOLIDATED FINANCIAL STATEMENTS

As per Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") and applicable Provisions of the Companies Act, 2013 read with the rules issued there under, the Consolidated Financial Statements of the Company for the Financial Year 2025-26 have been prepared in compliance with the applicable provision of Companies Act, 2013 and on the basis of Audited Financial Statements of the Company and its Subsidiaries, as approved by the respective Board of Directors.

The Consolidated Financial Statements together with the Auditors' Report form part of this Annual Report.

## SUBSIDIARY, ASSOCIATE, AND JOINT VENTURE

As on 31st March 2026, the Company has Two subsidiaries viz. iSystango Ltd., UK, and Systango Inc., US. Further, Systango Ltd., UK is a wholly owned step-down subsidiary of iSystango Ltd., UK.

The Company does not have any associate or joint venture.

A statement containing the salient features of the financial statements of subsidiaries as prescribed under the first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014 in the prescribed format AOC-1 is appended as **Annexure-A** to the Board's Report. The particulars of the financial performance of the aforesaid subsidiaries are provided as part of the consolidated financial statements and hence not repeated herein for the sake of brevity.

## SHARE CAPITAL

During the year under review, there were no changes in the Share Capital of the Company.

As on 31st March 2026, the Authorized Share Capital of the Company is Rs. 15,00,00,000/- divided into 1,50,00,000 Equity Shares of Rs. 10/- each, and the Issued, Subscribed, and Paid-up Equity Share Capital of the Company is Rs. 14,66,88,000/ divided into 1,46,68,800 equity shares of Rs. 10/- each.

## UTILIZATION OF IPO PROCEEDS

(Rs. in lakhs)

| Original Object | Modified Object, if any | Original Allocation (in lacs) | Modified allocation, if any | Funds Utilised | Amount of Deviation/Variation for the year according to applicable object | Remarks, if any |
|---|---|---|---|---|---|---|
| Strategic Investment and Acquisitions | N.A. | 800 | None | - | None | - |
| Investment in Subsidiaries | N.A. | 1000 | None | 31.353 | None | |

| | | | | | | |
|---|---|---|---|---|---|---|
| To Meet Working Capital Requirements | N.A. | 1000 | None | 948.64 | None | |
| General Corporate Purpose | N.A. | 343.13 | None | 300.00 | None | |
| To meet Issue Expenses | N.A. | 338.79 | 398.39* | 398.39 | None | |

*The amount Rs. 338.79 Lakhs mentioned as Issue Expenses was earmarked for cost of issue as per the offer document and is not the actual cost. The actual cost incurred to meet the issue expenses is Rs. 398.39 lakhs according to the activities mentioned in the offer document.

**TRANSFER TO RESERVES**

For the financial year ended 31st March 2026, no amount has been proposed to carry to the General Reserve.

**DIVIDEND**

The Company has declared an interim dividend of Rs. 7 per share for the financial year 2025-26 in the meeting of the Board of Directors of the Company held on 14th May 2026.

**DEPOSITS**

During the year under review, your Company has not accepted any public deposits within the meaning of Section(s) 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

**ANNUAL RETURN**

In compliance with the provisions of Section 92 of the Companies Act, 2013, the Annual Return of the Company for the financial year ended 31st March 2026 has been uploaded on the website of the Company at www.systango.com

**DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of Section 134(3)(c) of the Companies Act, 2013, your Board of Directors confirms the following:

a) In the preparation of the annual financial statements for the year ended 31st March, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013, have been followed along with proper explanation relating to material departures, if any;

b) The Directors had selected such accounting policies and applied them consistently and made judgment 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 at 31st March 2026 and the profit of the Company for the year ended on that date;

c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual accounts have been prepared on a going-concern basis;

e) Proper internal financial controls to be followed by the Company were laid down and such internal financial controls are adequate and were operating effectively; and

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

**DIRECTORS & KEY MANAGERIAL PERSONNEL**

During the year under review, Ms. Ayushi Solanki has been appointed as the Company Secretary and Compliance Officer of the Company w.e.f. 26th May, 2025.

The brief resume and other information/details of Mr. Nilesh Rathi seeking re-appointment, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is given in the Notice of the ensuing 22nd Annual General Meeting, which forms part of the Annual Report.

As on date, Mrs. Vinita Rathi, Managing Director and Chief Executive Officer, Mr. Nilesh Rathi, Whole Time Director and Chief Financial Officer and, Ms. Ayushi Solanki, Company Secretary & Compliance Officer are the key managerial personnel of the Company.

**DECLARATION BY INDEPENDENT DIRECTORS**

Both the Independent Directors of your Company, namely, Mr. Vikas Jain (DIN: 08593152) and Mr. Narender Tulsidas Kabra (DIN: 06851212) have individually given a declaration pursuant to Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 affirming compliance to the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Rules made thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Based on the declarations received from the Independent Directors, the Board of Directors recorded its opinion that all the Independent Directors are independent of the management and have fulfilled the conditions as specified under the governing provisions of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**MEETINGS OF BOARD AND COMPOSITION OF COMMITTEES**

**During the year ended 31st March 2026 Four (4) Board Meetings were held, the details of which are mentioned hereunder:**

| Sr. No. | Date of Meeting | No. of Directors Present |
|---|---|---|
| 1. | 26.05.2025 | 5 |
| 2. | 04.09.2025 | 4 |
| 3. | 07.11.2025 | 4 |
| 4. | 05.03.2026 | 4 |

## COMMITTEE DETAILS:

## AUDIT COMMITTEE

As on 31st March 2026, the Audit Committee comprised of the following Members:

| DIN | Name | Designation in committee | Nature of Directorship |
|---|---|---|---|
| 08593152 | Vikas Jain | Chairman | Independent Director |
| 06851212 | Narender Tulsidas Kabra | Member | Independent Director |
| 00427239 | Vinita Rathi | Member | Managing Director & CEO |

The majority of the Members of the Committee are Independent Directors and possess accounting and financial management knowledge. All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors.

During the year ended 31st March 2026, four (4) Audit Committee Meetings were held, the details of which are mentioned hereunder:

| Sr. No. | Date of Meeting | No. of Members Present |
|---|---|---|
| 1. | 26.05.2025 | 3 |
| 2. | 04.09.2025 | 3 |
| 3. | 07.11.2025 | 3 |
| 4. | 05.03.2026 | 3 |

## NOMINATION AND REMUNERATION COMMITTEE

As on 31st March 2026, the Nomination and Remuneration Committee comprised of the following Members:

| DIN | Name | Designation in committee | Nature of Directorship |
|---|---|---|---|
| 08593152 | Vikas Jain | Chairman | Independent Director |
| 06851212 | Narender Tulsidas Kabra | Member | Independent Director |
| 09783158 | Sarita Devi Khandelwal | Member | Non-Executive Director |

During the year ended 31st March 2026, there was one (1) Nomination and Remuneration Committee Meetings held on 26th May, 2025 and all the Members were present in the Meeting.

## STAKEHOLDER RELATIONSHIP COMMITTEE

As on 31st March 2026, the Stakeholder Relationship Committee comprised of following Members:

| DIN | Name | Designation in committee | Nature of Directorship |
|---|---|---|---|
| 08593152 | Vikas Jain | Chairman | Independent Director |
| 00427239 | Vinita Rathi | Member | Managing Director & CEO |
| 00430725 | Nilesh Rathi | Member | Whole Time Director & CFO |

During the year ended 31st March 2026, there was one (1) Stakeholder Relationship Committee Meetings held on 05th March 2026 and all the Members were present in the Meeting.

## CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

As on 31st March, 2026, the Corporate Social Responsibility Committee comprised of following Members:

| DIN | Name | Designation in committee | Nature of Directorship |
|---|---|---|---|
| 00427239 | Vinita Rathi | Chairperson | Managing Director & CEO |
| 08593152 | Vikas Jain | Member | Independent Director |
| 00430725 | Nilesh Rathi | Member | Whole Time Director & CFO |

During the year ended 31st March 2026, there was one (1) Corporate Social Responsibility Committee Meetings held on 05th March, 2026 and all the Members were present in the Meeting.

## PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS

Performance evaluation is becoming increasingly important for Board and Directors, and has benefits for individual Directors, Board and the Companies for which they work. The Securities and Exchange Board of India has issued a Guidance Note on Board Evaluation and pursuant to the provisions of the Act, the Board of Directors has carried out an annual performance evaluation of its own performance, Board Committees and individual Directors at their meeting. The Chairman of the Meeting/Company interacted with each Director individually, for evaluation of performance of the individual Directors. The evaluation of the performance of the Board as a whole and individual and of the Committees was conducted by allowing the Board to engage in candid discussions.

In a separate meeting of Independent Directors held on 04th September, 2025, performance of Non Independent Directors and performance of the Board as a whole was evaluated. Further, they also evaluated the performance of the Chairman of the Company, taking into account the views of the Executive Directors and Non-Executive Directors. The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of various criteria such as structure and diversity of the Board, competency of Directors, experience of Director, strategy and performance, secretarial support, evaluation of risk, evaluation of performance of the management and feedback, independence of the management from the Board etc.

The performance of the Committees was evaluated by the Board on the basis of criteria such as mandate and composition, effectiveness of the committee, structure of the committee and meetings, independence of the committee from the Board and contribution to decisions of the Board.

## CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted the Corporate Social Responsibility Committee in accordance with Section 135 of the Companies Act, 2013, the details of which have been stated aforesaid in this Board Report. The Annual Report on CSR activities as required to be given under Section 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 has been provided in **Annexure-B** which is annexed hereto and forms part of the Board's Report. The Company has adopted its Corporate Social Responsibility Policy (CSR Policy) in line with the provisions of Section 135 of the Companies Act, 2013 and Rules made thereunder, as applicable, from time to time. The CSR Policy deals with objectives, scope/areas of CSR activities, implementation and monitoring of CSR activities, CSR budget, reporting, disclosures etc. The same is uploaded and available on the website of the Company and the web link of the same is https://assets.systango.com/v2/investors/CSR-Policy.pdf

## AUDITOR

In terms of provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Anil Kamal Garg & Company, Chartered Accountants (Registration No. 004186C), was appointed as Auditor of your Company to hold office for a consecutive period of five (5) years until the conclusion of the 24th Annual General Meeting of the Company.

## AUDITOR'S REPORT

The Auditor's Report on the financial statements of the Company forms part of the Annual Report. There is no qualification, reservation, or adverse remark in the Auditor's Report, which calls for any comment or explanation. Further, during the year under review, the Auditor has not reported any matter under Section 143(12) of the Companies Act, 2013, therefore, no detail is required to be disclosed pursuant to Section 134(3)(ca) of the Companies Act, 2013.

## SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company in its Meeting held on 07th November, 2025 has appointed Mr. Ritesh Gupta, Practising Company Secretaries, Indore as Secretarial Auditor of the Company to undertake secretarial audit of the Company for the financial year 2025-26.

## SECRETARIAL AUDIT REPORT

Secretarial Audit Report as issued by the Secretarial Auditor, in Form No. MR-3 for the Financial Year 2025-26 is set out in the **Annexure- C** to this report and forms part of the Board's Report. There are no qualification, observation or adverse remarks made by the Secretarial Auditor in the Secretarial Audit Report, which calls for any comment or explanation.

## INTERNAL AUDITOR

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the rules made thereunder, the Board of Directors of the Company in its meeting held on 26th May, 2025 has appointed M/s. B. Mantri & Co. (Firm Registration No. 013559C), Chartered Accountants, Indore as the Internal Auditor of the Company for the financial year 2025-26.

## COST AUDITOR

The provisions of Section 148 of the Companies Act, 2013, and the Companies (Cost Records and Audit) Rules, 2014 are not applicable to the Company. Hence, the maintenance of the cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013 is not required and accordingly, such accounts and records are not made and maintained. The Company has not appointed any Cost Auditor during the year under review.

## COMPLIANCE WITH SECRETARIAL STANDARDS

During the year under review, your Company has complied with the Secretarial Standard on Meetings of the Board of Directors (SS-1) and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

## MANAGEMENT DISCUSSION & ANALYSIS REPORT

In terms of the Regulation 34(2)(E), and Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, The Management Discussion & Analysis Report is set out in **Annexure- D** to this Report.

## CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions that were entered into by the Company during the financial year under review were on an arm's length basis and in the ordinary course of business. Further, the details of material related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed hereto as **Annexure-E**. All related party transactions are placed before the meetings of the Audit Committee for its approval. Further, prior omnibus approval of the Audit Committee is obtained on an annual basis, for a financial year, for the transactions that are of foreseen and repetitive in nature. The statement giving details of related party transactions entered into pursuant to the omnibus approval is placed before the Audit Committee for review and updation. Details of related party transactions are provided in the financial statements and hence not repeated herein for the sake of brevity. The Company has formulated a Policy on materiality of related party transactions and dealing with related party transactions, which is available on the website of the Company and can be accessed through web link https://assets.systango.com/v2/investors/Policy-on-Materiality-of-Related-Party-Transactions.pdf

## LOANS, GUARANTEES, AND INVESTMENTS

The particulars of investments made and loans granted by the Company as covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to Standalone Financial Statements forming part of the Annual Report. Further, your Company has not extended a corporate guarantee on behalf of any other Company, during the year under review.

## DISCLOSURE OF THE RATIO OF REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL ETC.

As required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the statement of disclosure of remuneration and such other details as prescribed therein is given in **Annexure-F**, which is annexed hereto and forms part of the Board's Report.

## PARTICULARS OF EMPLOYEES

The statement of particulars of employees pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **Annexure-F**, which is annexed hereto and forms part of the Board's Report.

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

As required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, the information on conservation of energy, technology absorption and foreign exchange earnings and outgo are given in **Annexure-G**, which is annexed hereto and forms part of the Board's Report.

## INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls commensurate with the size and nature of its business and remains focused on continuously strengthening these processes. These systems provide reasonable assurance regarding the reliability of financial and operational information, compliance with applicable laws and regulations, safeguarding of the Company's assets, and adherence to internal policies.

The internal control framework is designed to ensure accurate and complete maintenance of financial records, timely preparation of financial statements, and overall operational efficiency. The system is also effective in preventing and detecting frauds and errors and in ensuring that the business is conducted in an orderly manner.

Independent Internal Auditors periodically conduct audits across various operational and financial areas to assess compliance with internal standards and controls. Planned internal audits are reviewed by the senior management as well as the Audit Committee of the Board. The Audit Committee periodically evaluates the adequacy and effectiveness of the internal control systems and provides recommendations for further improvements, where necessary.

During the year under review, the internal financial controls were tested, and no reportable material weaknesses were observed.

## RISK MANAGEMENT

The Risk Management policy has been formulated and implemented by the Company in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has in place a mechanism to identify, assess, monitor, and mitigate various risks to key business objectives.

Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. Our internal control encompasses various management systems, structures of organization, standards, and codes of conduct which are all put together to help manage the risks associated with the Company.

In order to ensure the internal control systems are meeting the required standards, it is reviewed at periodical intervals. If any weaknesses are identified in the process of review the same are addressed to strengthen the internal controls which are also revised at frequent intervals. Some of the risks that may pose challenges are set out in the Management Discussion and Analysis Report, which forms part of this Annual Report.

## CORPORATE GOVERNANCE

The disclosure requirements as prescribed under Para C of the Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('LODR)' are not applicable to the Company pursuant to Regulation 15(2) of the LODR as the Company is listed on the SME Exchange.

## LISTING FEES

The listing fees payable for the Financial Year 2025- 26 have been paid to the National Stock Exchange of India Limited within the due date.

## VIGIL MECHANISM/WHISTLE BLOWER POLICY

In terms of the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a Vigil Mechanism which includes the formulation of the Whistle Blower Policy to bring to the Company's attention, instances of unethical behavior, actual or suspected incidents of fraud, instances of leak of unpublished price sensitive information that could adversely impact the Company's operations, business performance and/or reputation. No employee is denied access to the Vigilance Officer as well as the Chairman of the Audit Committee. The Policy provides that the Company investigates such incidents when reported, in an impartial manner and takes appropriate action to ensure that requisite standards of professional and ethical conduct are always upheld. The policy is available on the website of the Company and the web link of the same is https://assets.systango.com/v2/investors/Whistle-Blower-Policy.pdf.

## REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES AND CRITERIA FOR APPOINTMENT OF DIRECTORS

The Company has formulated a Nomination and Remuneration Policy in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations. The policy provides a framework for determining the qualifications, positive attributes and independence of Directors, as well as for their appointment, remuneration and performance evaluation.

The policy also lays down the principles for determining remuneration of Directors, Key Managerial Personnel and Senior Management, with due consideration to their qualifications, experience, responsibilities and performance. The Company also strives to maintain an appropriate balance of skills, experience and diversity on its Board.

The Nomination and Remuneration Policy is available on the Company's website at: https://assets.systango.com/v2/investors/Nomination-and-Remuneration-Policy.pdf

## DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has constituted an Internal Complaints Committee pursuant to the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder. The Company has a strict policy on the prevention and redressal of sexual harassment, which is reviewed and communicated periodically to ensure a safe and inclusive work environment for all employees, particularly women. During the year under review, no case was filed or reported under the said Act.

| Particulars | Nos. |
|---|---|
| Number of complaints of sexual harassment received in the year | 0 |
| Number of complaints disposed of during the year | 0 |
| Number of cases pending for more than 90 days | 0 |

## DISCLOSURE OF COMPLIANCE OF MATERNITY BENEFITS ACT:

Your Company remains committed to promoting the health, well-being, and rights of its women employees. In accordance with the provisions of the Maternity Benefit Act, 1961, as amended by the Maternity Benefit (Amendment) Act, 2017, the Company has implemented all necessary measures to support women employees during and after pregnancy. The Company provides maternity benefits which are in strict accordance with the provisions of the Maternity Benefit Act, 1961, as amended, and have been duly adopted and incorporated into the Company's employment policy. These entitlements are extended to all eligible women employees in line with statutory compliance.

## POLICIES OF THE COMPANY

In accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Companies Act, 2013 the Company has formulated, and implemented various policies. All such Policies are available on the Company's website- www.systango.com under the Tab named Policies. The policies are reviewed periodically by the Board and updated based on need and requirements:

| Name of the Policy | Brief Description |
|---|---|
| Archival Policy | The policy provides a framework for the Identification of records that are to be maintained permanently or for any other shorter period of time. |
| Code of Conduct for Board & Senior Management Personnel | The Policy aims to formulate a Code of Conduct for the Directors and Senior Management Personnel to establish the highest standard of their ethical, moral, and legal conduct in the business affairs of the Company. |
| Policy for Making Payments to Non-Executive Directors | The Policy contains the rules for making payments to Non-Executive Directors as per the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015. |
| Policy on Criteria for Determining Materiality of Events | This policy applies for determining and disclosing material events taking place in the Company. |
| Policy on Materiality of Related Party Transaction | The policy regulates all transactions taking place between the Company and its related parties in accordance with the applicable provisions. |
| Terms & Conditions of Appointment of Independent Directors | The Policy provides a framework that regulates the appointment, and re-appointment of Independent Directors and defines their roles, responsibilities, and powers. |
| Whistle-Blower Policy | The Company has formulated a comprehensive Whistle Blower Policy in line with the provisions of Section 177(9) and Section 177(10) of the Companies Act, 2013 with a view to enable the stakeholders, including Directors, individual employees to freely communicate their concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct and ethics amongst others to the Audit Committee of the Company. The mechanism provides adequate safeguards against victimization of Directors or employees |

| | |
|---|---|
| | who avail of the mechanism. |
| Risk Management Policy | The Risk Management policy is formulated and implemented by the Company in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy helps to identify the various elements of risks faced by the Company, which in the opinion of the Board threatens the existence of the Company. |
| Policy for Evaluation of the Performance of the Board | The Policy provides a framework for carrying out the annual evaluation of its own performance as envisaged in the Companies Act, 2013 and of the individual Directors (excluding the Director being evaluated). |
| Insider Trading Policy | Your Company has adopted the Policy to regulate, monitor, and report trading by designated persons and their immediate relatives as per the requirements under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code, inter alia, lays down the procedures to be followed by designated persons while trading/ dealing in the Company's shares and sharing Unpublished Price Sensitive Information. |
| Code for fair disclosure of UPSI | The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information helps in the determination of “Legitimate purposes for sharing UPSI”<br><br>The Code Covers the Company’s obligation to maintain a digital database, mechanism for prevention of insider trading and handling of UPSI, and the<br>process to familiarize with the sensitivity of UPSI. |
| Policy on Preservation of the Documents | The policy deals with the retention of corporate records of the Company. |

**GENERAL**

No disclosure or reporting is required in respect of the following matters as there were no transactions on these items during the year under review:

1. Material changes and/or commitments that could affect the Company’s financial position, which have occurred between the end of the financial year of the Company and the date of this Report.
2. Significant or material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and the Company’s operations in the future.
3. Buy back of securities/issue of sweat equity shares/issue of equity shares with differential rights.
4. Matters reported by the Auditor under Section 143(12) of the Companies Act, 2013 either to Audit Committee, Board of Directors, or the Central Government.
5. Change in the nature of business of the Company.
6. Application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.
7. One-time settlement with any bank or financial institution.

## ACKNOWLEDGEMENT

The Board wishes to place on record its deep sense of appreciation for the continued support and cooperation received from the banks, financial institutions, investors, government, customers, vendors, shareholders, and other stakeholders during the year under review. The Board also wishes to place on record its grateful appreciation to all the employees of the Company for their unstinted dedication, commitment, and contribution to the performance of the Company. Your Board looks forward to their continued support in the future.

Yours faithfully,

For and on behalf of the Board of Directors of
**Systango Technologies Limited**

**Vinita Rathi**
Managing Director and
Chief Executive Officer
DIN: 00427239

**Nilesh Rathi**
Whole Time Director and
Chief Financial Officer
DIN: 00430725

Place: Indore
Date: 7th September, 2026

**Annexure - A**

**Form AOC-1**

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

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

**Part "A": Subsidiaries**

**Systango Inc. (USA)**

| S. No. | Particulars | Details |
|---|---|---|
| 1. | CIN/ any other registration number of subsidiary company | 2454379 |
| 2. | Name of the subsidiary | Systango Inc. |
| 3. | Date since when subsidiary was acquired | 23/03/2024 |
| 4. | Provisions pursuant to which the company has become a subsidiary (Section 2(87)(i)/Section 2(87)(ii)) | 2(87)(ii)) |
| 5. | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | 01/04/2025 to 31/03/2026 |
| 6. | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | USD |
| 7. | Share capital | 15 |
| 8. | Reserves & surplus | 92,584.17 |
| 9. | Total assets | 567,753.97 |
| 10. | Total Liabilities | 567,753.97 |
| 11. | Investments | 0.00 |
| 12. | Turnover | 20,99,435.70 |
| 13. | Profit before taxation | 117,455.31 |
| 14. | Provision for taxation | 24,867.0 |
| 15. | Profit after taxation | 92,588.31 |
| 16. | Proposed Dividend | -- |
| 17. | % of shareholding | 100% |

**Notes:** The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations : NA
2. Names of subsidiaries which have been liquidated or sold during the year. : NA

**iSystango Ltd. and Systango Ltd. (UK)**

| S. No. | Particulars | Details | Details |
|---|---|---|---|
| 1. | CIN/ any other registration number of the subsidiary company | 12592502 | 07912276 |
| 2. | Name of the subsidiary | iSystango Ltd. | Systango Ltd. |
| 3. | Date since when subsidiary was acquired | 01/10/2022 | 01/07/2021 |
| 4. | Provisions pursuant to which the company has become a subsidiary (Section 2(87)(i)/Section 2(87)(ii)) | 2(87)(ii)) | 2(87)(ii)) |
| 5. | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | 01/04/2025 to 31/03/2026 | 01/04/2025 to 31/03/2026 |
| 6. | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | GBP | GBP |
| 7. | Share capital | 6.00 | 6.00 |
| 8. | Reserves & surplus | 217,813 | 273,203 |
| 9. | Total assets | 231,704 | 1,150,275 |
| 10. | Total Liabilities | 231,704 | 1,150,275 |
| 11. | Investments | 220,000 | 32,400 |
| 12. | Turnover | 77,263 | 3,150,041 |

| | | | |
|---|---|---|---|
| 13. | Profit before taxation | 146,640 | 178,315 |
| 14. | Provision for taxation | 5,259 | 43,547 |
| 15. | Profit after taxation | 141,381 | 134,768 |
| 16. | Proposed Dividend | 0.00 | 0.00 |
| 17. | % of shareholding | 100% | - (wholly owned subsidiary of Isystango Ltd) |

**Notes:** The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations : NA

2. Names of subsidiaries which have been liquidated or sold during the year : NA

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Not Applicable

Yours faithfully,

For and on behalf of the Board of Directors of
**Systango Technologies Limited**

**Vinita Rathi**
Managing Director and
Chief Executive Officer
DIN: 00427239

**Nilesh Rathi**
Whole Time Director and
Chief Financial Officer
DIN: 00430725

Place: Indore
Date: 7th September, 2026

**ANNEXURE-B**

**Annual Report on CSR Activities**
[Pursuant to Section 135 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014]

## 1. Brief Outline on CSR Policy of the Company:

Corporate Social Responsibility (CSR) forms an integral part of Systango's overall philosophy of giving back to the society. The Company is committed to bring positive changes in the society in which it operates.

As per the provisions of Section 135 of the Companies Act, 2013 and Rules made thereunder, the Company has formulated its CSR Policy with the vision to actively contribute to spreading education by promoting education, enhancing vocation skills especially among children and livelihood enhancement projects, protecting environment and conservation of natural resources, health care including preventive health care, rural development, animal welfare etc. The CSR Policy deals with objectives, scope/areas of CSR activities, implementation and monitoring of CSR activities, CSR budget, reporting, disclosures etc.

## 2. Composition of CSR Committee:

| Sr. No. | Name of Director | Designation/Nature of Directorship |
|---|---|---|
| 1. | Mrs. Vinita Rathi | Chairperson, Managing Director and Chief Executive Officer |
| 2. | Mr. Vikas Jain | Member, Independent Director |
| 3. | Mr. Nilesh Rathi | Member, Whole Time Director and Chief Financial Officer |

## 3. Web-Link Where Composition of CSR Committee, CSR Policy and CSR Projects Approved by the Board are disclosed on the Website of the Company:

The composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on website of the Company and the web-link of the same are as under:

**(a) Composition of CSR Committee:** https://www.systango.com/investors

**(b) CSR Policy:** https://assets.systango.com/v2/investors/CSR-Policy.pdf

**(c) CSR Projects:** https://assets.systango.com/v2/investors/csr-projects/CSR-projects-for-financial-year-2025-26.pdf

## 4. Executive Summary Along with Web-Link of Impact Assessment Of CSR Projects Carried Out In Pursuance Of Sub-Rule (3) Of Rule 8 Of The Companies (Corporate Social Responsibility Policy) Rules, 2014, If Applicable:

Not Applicable.

**5.** (a) Average net profit of the Company as per sub-section (5) of Section 135: Rs. 21,40,53,535/-

(b) Two percent of average net profit of the Company as per sub-section (5) of Section 135: Rs. 42,81,071/-

(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: Rs. 39/-

(e) Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs. 42,81,032/-

**6.** (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs. 42,90,000/-

(b) Amount spent in Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: Not Applicable

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 42,90,000/-

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

(Amount in ₹)

| **Total Amount Spent for the Financial Year** | **Amount Unspent** | | | | |
|---|---|---|---|---|---|
| | **Total Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135** | | **Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135** | | |
| | **Amount** | **Date of transfer** | **Name of the Fund** | **Amount** | **Date of transfer** |
| 42,90,000 | Nil | Nil | Nil | Nil | Nil |

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

(Amount in ₹)

| **Sr. No.** | **Particulars** | **Amount** |
|---|---|---|
| (1) | (2) | (3) |
| (i) | Two percent of average net profit of the Company as per sub-section (5) of Section 135 (after set-off) | 42,81,032 |
| (ii) | Total amount spent for the Financial Year | 42,90,000 |
| (iii) | Excess amount spent for the Financial Year [(ii)-(i)] | 8,968 |
| (iv) | Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any | Nil |
| (v) | Amount available for set-off in succeeding Financial Years [(iii)-(iv)] | 8,968 |

## 7. DETAILS OF UNSPENT CORPORATE SOCIAL RESPONSIBILITY 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 sub-section (6) of Section 135 (in ₹)** | **Balance Amount in Unspent CSR Account under sub-section (6) of Section 135 (in ₹)** | **Amount spent in the Financial Year (in ₹)** | **Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of Section 135, if any** | | **Amount remaining to be spent in succeeding Financial Years (in ₹)** | **Deficiency, if any** |
| | | | | | **Amount (in ₹)** | **Date of transfer** | | |
| 1 | FY - 1 | Nil | | | | | | |
| 2 | FY - 2 | | | | | | | |
| 3 | FY - 3 | | | | | | | |

## 8. WHETHER ANY CAPITAL ASSETS HAVE BEEN CREATED OR ACQUIRED THROUGH CORPORATE SOCIAL RESPONSIBILITY AMOUNT SPENT IN THE FINANCIAL YEAR: No

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

Furnish the details relating to such asset(s) so created/acquired through Corporate Social Responsibility amount spent in the Financial Year:

| **Sr. No.** | **Short Particulars of the property or asset(s) [including complete address and location of the property]** | **Pincode of the property or asset(s)** | **Date of creation** | **Amount of CSR amount spent** | **Details of entity / Authority/beneficiary of the registered owner** | | |
|---|---|---|---|---|---|---|---|
| (1) | (2) | (3) | (4) | (5) | (6) | | |
| | | | | | **CSR Registration Number, if applicable** | **Name** | **Registered address** |
| Not Applicable | | | | | | | |

**9. SPECIFY THE REASON(S), IF THE COMPANY HAS FAILED TO SPEND TWO PER CENT OF THE AVERAGE NET PROFIT AS PER SUB-SECTION (5) OF SECTION 135:**

Not Applicable.

Yours faithfully,

For and on behalf of the Board of Directors of
**Systango Technologies Limited**

**Vinita Rathi**
Managing Director and
Chief Executive Officer
DIN: 00427239

**Nilesh Rathi**
Whole Time Director and
Chief Financial Officer
DIN: 00430725

Place: Indore
Date: 7th September, 2026

ANNEXURE-C

**FORM NO. MR-3**
**SECRETARIAL AUDIT REPORT**
**For the Financial Year ended 31st March, 2026**
**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

**To,**
**The Members,**
**SYSTANGO TECHNOLOGIES LIMITED**
**Third Floor (LHS), STP-I, Crystal IT Park, Ring Road**
**Indore (MP) 452010**

I have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **SYSTANGO TECHNOLOGIES LIMITED** (**CIN**: **L51109MP2004PLC016959)** (hereinafter called **'the Company'**). The equity shares of the Company are listed on SME Platform of National Stock Exchange of India (NSE Emerge). 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, minutes 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 31st March, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minutes' books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st 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 ('SCRA') and the Rules made thereunder;

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

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

The provisions of the following Regulations and Guidelines 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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (not applicable to the Company during the audit period).

(e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (not applicable to the Company during the audit period).

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable to the Company during the audit period).

(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).

(v) The Company has identified and confirmed the following law as being applicable specifically to the Company:

(i) Software Technology Parks of India Rules and Regulations;
(ii) The Special Economic Zones Act, 2005 and the rules made thereunder;
(iii) The Information Technology Act, 2000 and the rules made thereunder;

I have relied on the representation made by the Company and its officers for the system and processes formed by the Company to monitor and ensure compliances under the other applicable laws specifically applicable to the Company.

(vi) I have also examined compliance with the applicable clauses of the following: -

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

ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable on SME Listed Companies.

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. The change in the composition of the Board of Director that took place during the period under review was carried out in compliance with the provisions of the Act.

Adequate notices were given to all directors to schedule the Board Meetings and Committee Meetings. Agenda and detailed notes on agenda were sent 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 were carried out by majority. The dissenting member's views, if any, were captured and recorded as part of the minutes.

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 no event occurred during the audit period having a major bearing on the affairs of the Company in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

**CS Ritesh Gupta**
**Practicing Company Secretary**
**FCS:5200| COP:3764**
**PR: 6878/2025**
**UDIN: F005200H001318765**

**Date: 31/08/2026**
**Place: Indore**

***Note:*** *This report is to be read with my letter of even date which is annexed as* ***'Annexure-A'*** *and forms part of this report.*

## Annexure-'A' to the Secretarial Audit Report for the F.Y. 2025-26

To,
The Members,
**SYSTANGO TECHNOLOGIES LIMITED,**

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

1. Maintenance of Secretarial and other statutory 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 practice 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 basis to ensure that correct facts are reflected in secretarial records. I believe that the processes 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. The compliances of subsidiaries companies were not reviewed in this audit.

5. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happenings of events etc.

6. 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 basis.

7. The Secretarial Audit Report is neither an assurance as to the future liability of the Company nor of the efficiency of effectiveness with which the management has conducted the affairs of the Company.

**CS Ritesh Gupta**
**Practicing Company Secretary**
**FCS:5200| COP:3764**
**PR: 6878/2025**
**UDIN: F005200H001318765**

**Date: 31/08/2026**
**Place: Indore**

**Annexure-D**

## Management Discussion and Analysis Report

This Management Discussion and Analysis Report presents Systango's perspective on the industry environment, the opportunities and risks facing the business, our people and talent initiatives, financial performance, and the strategic priorities that shape our journey as a digital engineering partner focused on AI, Cloud, Data Engineering and Web3. With consolidated revenue growth of over 34% and improved profitability in FY 2025-26, we continued to invest in technology capabilities, talent and client relationships, positioning the Company for its next phase of growth.

We remain committed to building a sustainable business that stays relevant to our clients' evolving needs, creates opportunities for our employees, delivers profitable growth for our investors and contributes positively to the communities in which we operate. A detailed discussion of the risks and challenges facing our business is provided in the Risk Management Report section of this Integrated Annual Report.

## A. INDUSTRY STRUCTURE AND DEVELOPMENT

### *Global Economic Overview*

During FY 2025-26, the global economy remained resilient despite trade tensions and geopolitical uncertainty. Global inflation continued to moderate through the year, though it remained above target in some advanced economies, including the United States. Against this backdrop, global technology spending continued to be supported by investment in software, cloud infrastructure and AI platforms, driven by enterprise AI adoption, agentic AI and digital transformation initiatives.

### *IT Industry Outlook & Overview*

The Indian technology industry remained resilient during FY 2025-26, with the sector continuing its transition from scale-led growth towards value, innovation and specialised technology capabilities. According to NASSCOM's Strategic Review 2026, the Indian technology sector is estimated to cross USD 315 billion in revenue in FY 2025-26, a growth of approximately 6.1% over the revised FY 2024-25 base of USD 297 billion, with direct technology employment approaching 6 million and an estimated net addition of approximately 135,000 employees.

Artificial Intelligence emerged as a fundamental driver of change across the technology services industry during the year. The industry increasingly moved from experimentation and proof-of-concepts towards enterprise-scale and domain-specific AI adoption, including agentic AI and AI-enabled productivity. This transition is also reshaping traditional technology services delivery models, with providers increasingly focusing on outcome-oriented engagements, specialised capabilities and higher-value solutions rather than conventional scale-based delivery.

*Source: NASSCOM, Technology Sector in India: Strategic Review 2026.*

## B. COMPANY OVERVIEW

Systango Technologies Limited is a publicly listed digital engineering and technology services company serving clients across global markets through its operations in the UK, United States and India. The Company partners with businesses to build, modernise and scale digital products and technology platforms.

Systango's core capabilities include Artificial Intelligence and Machine Learning, Data Engineering and Analytics, Cloud, Digital Product Engineering, and Blockchain & Web3. Its delivery model combines specialised technology expertise, agile execution and access to engineering talent in India, enabling the Company to support clients across the technology lifecycle.

## C. FINANCIAL OVERVIEW

### Financial and operational performance

**Standalone Performance:** During the year under review, your Company has reported a good rise in revenue from Operations amounting to Rs. 7,589.11 lakhs for the year 2026 as compared to Rs. 6,132.96 lakhs earned in the previous financial year.

The Company has recorded Profit Before Tax (PBT) of Rs. 3,635.92 lakhs as compared to Rs. 2,831.95 lakhs earned in previous financial year and Profit After Tax (PAT) at Rs. 2,988.63 lakhs as compared to Rs. 2,320.33 lakhs earned in the previous financial year.

**Consolidated Performance:** During the year under review, your Company has reported a good rise in revenue from Operations amounting to Rs. 9,037.86 lakhs for the year 2026 as compared to Rs. 6,714.44 lakhs earned in the previous financial year.

The Company has recorded Profit Before Tax (PBT) of Rs. 3,917.78 lakhs as compared to Rs. 2,909.51 lakhs earned in previous financial year and Profit After Tax (PAT) at Rs. 3,187.67 lakhs as compared to Rs. 2,373.11 lakhs earned in the previous financial year.

## D. CONSOLIDATED FINANCIAL RATIOS

| S. No. | Particulars | As of 31st March 2026 | As of 31st March 2025 | % of changes compared to preceding year | Remarks (Mandatory if Variation >25% |
|---|---|---|---|---|---|
| 1. | Debt Equity Ratio | NA | NA | NA | NA |
| 2. | Current Ratio | 7.19 | 9.24 | (22.14%) | NA |
| 3. | Trade Receivable Turnover Ratio | 6.64 | 5.36 | 23.80% | NA |
| 4. | Net Capital Turnover Ratio | 0.97 | 0.81 | 20.63% | NA |
| 5. | Net Profit Ratio | 35.27% | 35.34% | (0.21%) | NA |

| | | | | | |
|---|---|---|---|---|---|
| 6. | Return on Investment Ratio | 2.78% | 15.46% | (82.05%) | Due to higher realised gains on investments during the previous financial year and an increase in investments during the current financial year, there are gains which are yet to be realised |
| 7. | Inventory turnover ratio | NA | NA | NA | NA |
| 8. | Return on Capital employed | 28.97% | 28.51% | 1.59% | NA |
| 9. | Operating Profit Margin | 37.66% | 34.15% | 10.28% | NA |
| 10. | Return on Net Worth | 23.53% | 23.20% | 1.42% | NA |

## E. RISK AND CONCERNS

This section contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of certain factors, including continued global trade and tariff-related uncertainty, cautious discretionary IT spending by clients, currency fluctuations, wage inflation, attrition, cybersecurity threats, and rapid technological change including the pace of AI adoption within the industry.

## F. RISK MANAGEMENT

The Board continues to provide guidance to the Company in terms of ascertaining the risk factors applicable to the Company's business and providing direction to assess and mitigate the same. The Company periodically assesses the risks involved in the business and reports to the Board for them to take necessary steps in mitigating them.

## G. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company acknowledges the necessity of a robust internal control framework, given its global presence and significant network of associates. The Company's internal control systems are tailored to its size and scope of operations, aiming to ensure reliable financial and operational information, compliance with laws, asset protection, proper transaction execution, and policy adherence. A clearly defined plan governs the delegation of authority for revenue and expenditure approvals for the Company.

The Company's internal audit system has been continuously monitored and updated to ensure that assets are safeguarded, established regulations are complied with and pending issues are addressed promptly. The Audit Committee reviews reports presented by the internal auditors on a routine basis. The Committee makes note of the

audit observations and takes corrective actions, if necessary. It maintains constant dialogue with statutory and internal auditors to ensure that internal control systems are operating effectively.

## H. HUMAN RESOURCES / INDUSTRIAL RELATIONS

We strengthened diversity, equity, and inclusion (DEI) through gender-neutral POSH policies and an active Internal Complaints Committee, ensuring a safe and inclusive workplace. Flexible hybrid work models continued to balance employee needs with business goals, supporting productivity. These initiatives in talent development, DEI, and safety reinforced our competitiveness and position us for sustained growth in FY 2026-27.

## I. FUTURE PROSPECTS OF THE COMPANY

The Company believes that strategic agility, service diversification and disciplined cost management will remain important levers for selectively participating in clients' increasing investments in AI-led modernisation. In line with these evolving market trends, the Company intends to continue strengthening its capabilities in Generative AI, Cloud and Web3, while investing in talent development and maintaining an agile delivery model. The Company also intends to continue evolving its commercial and delivery approaches in line with the industry's shift towards higher-value and outcome-oriented engagements.

Going forward, the Company will focus on scaling its emerging technology capabilities, strengthening and expanding client relationships, pursuing opportunities across global markets and maintaining a disciplined and agile operating model. Through these initiatives, the Company aims to position itself to participate in emerging technology-led opportunities while pursuing sustainable and scalable growth.

## J. DISCLOSURE OF ACCOUNTING TREATMENT

The Company has followed all the treatments in the Financial Statements as per the prescribed Accounting Standards.

## CAUTIONARY STATEMENT

This management discussion and analysis contain forward-looking statements that reflect your Company's current views with respect to future events and financial performance. The actual results may differ materially from those anticipated in the forward-looking statements as a result of many factors. Given these uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements and not to regard such statements to be a guarantee of our future performance.

Yours faithfully,

For and on behalf of the Board of Directors of
**Systango Technologies Limited**

**Vinita Rathi**
Managing Director and
Chief Executive Officer
DIN: 00427239

**Nilesh Rathi**
Whole Time Director and
Chief Financial Officer
DIN: 00430725

Place: Indore
Date: 7th September, 2026

Annexure-E

Form No. AOC-2

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

**Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under fourth proviso thereto**

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

Number of material contracts or arrangements or transactions at Arm's Length basis : 2

| **Block-1** | |
|---|---|
| **Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number** | 2454379 |
| **Name(s) of the related party** | Systango Inc. |
| **Nature of relationship** | Wholly Owned Subsidiary |
| **Nature of contracts/ arrangements/ transactions** | Availing or rendering of any Services |
| **Duration of the contracts / arrangements/ transactions** | Ongoing |
| **Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount** | 1086.69 Lakhs |
| **Justification for entering into such contracts or arrangements, or transactions** | Ordinary course of business |
| **Date of approval by the Board (DD/MM/YYYY)** | 26/05/2025 |
| **Amount paid as advances, if any** | NA |

| **Block-2** | |
|---|---|
| **Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number** | 07912276 |
| **Name(s) of the related party** | Systango Ltd. |
| **Nature of relationship** | Step-down subsidiary |

| | |
|---|---|
| **Nature of contracts/ arrangements/ transactions** | Availing or rendering of any Services |
| **Duration of the contracts / arrangements/ transactions** | Ongoing |
| **Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount** | 3115.03 Lakhs |
| **Justification for entering into such contracts or arrangements, or transactions** | Ordinary course of business |
| **Date of approval by the Board (DD/MM/YYYY)** | 26/05/2025 |
| **Amount paid as advances, if any** | NA |

Yours faithfully,

For and on behalf of the Board of Directors of
**Systango Technologies Limited**

**Vinita Rathi**
Managing Director and
Chief Executive Officer
DIN: 00427239

**Nilesh Rathi**
Whole Time Director and
Chief Financial Officer
DIN: 00430725

Place: Indore
Date: 7th September, 2026

Annexure-F

Details pertaining to Remuneration

[As required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1), (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

| Name of Director | Remuneration (₹ in lakhs) | Ratio of remuneration of Director to the median remuneration |
|---|---|---|
| **Mrs. Vinita Rathi**<br>**Managing Director** | 90.03 | 7.9:1 |
| **Mr. Nilesh Rathi**<br>**Whole Time Director and Chief Financial Officer** | 90.03 | 7.9:1 |
| **Mrs. Sarita Devi Khandelwal**<br>**Non- Executive Director** | - | - |
| **Mr. Narender Tulsidas Kabra**<br>**Independent Director** | - | - |
| **Mr. Vikas Jain Independent Director** | - | - |
| ***Ms. Ayushi Solanki**<br>**Company Secretary and Compliance Officer** | 7.44 | 0.7:1 |

** Appointed as Company Secretary and Compliance Officer w.e.f. 26th May, 2025.*

**Notes:**

a) Remuneration comprises salary and perquisites.
b) Independent Directors received remuneration by way of commission and sitting fees for attending the Board and Committee meetings.
c) No remuneration has been paid to Mrs. Sarita Devi Khandelwal, Non-Executive Director.
d) The aforesaid details are calculated on the basis of remuneration for the financial year 2025-26.
e) The remuneration to Directors is within the overall limits approved by the shareholders of the Company.
f) The Median Remuneration of employees of the Company during the financial year 2025-26 was Rs. 11,39,484 /-.
g) The Median Remuneration of employees of the Company during the financial year 2024-25 was Rs. 10,49,994 /-.
h) Percentage increase in the median remuneration of all employees in the financial year 2025-26 was 8.52%.
i) The number of permanent employees on the rolls of the Company as on 31st March, 2026 was 282.
j) 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: N.A.

k) Average increase in remuneration for employees of the Company, other than Managerial Remuneration in the financial year (2025-26) was 10%.

l) Increase in Managerial Remuneration of KMPs is as per the details mentioned above.

m) It is affirmed that the remuneration paid is as per the remuneration policy of the Company.

For and on behalf of the Board of Directors of
**Systango Technologies Limited**

**Vinita Rathi**
Managing Director and
Chief Executive Officer
DIN: 00427239

**Nilesh Rathi**
Whole Time Director and
Chief Financial Officer
DIN: 00430725

Place: Indore
Date: 7th September, 2026

**Annexure-G**

**Conservation of Energy, Technology Absorption, and Foreign Exchange Earnings and Outgo**
[As per Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

**i. Conservation of Energy:**

a. The steps taken or impact on the conservation of energy:-
The company is putting continuous efforts to reduce the consumption of energy and maximum possible savings of energy.
b. The steps taken by the company for utilizing alternate sources of energy:-
The Company has used alternate sources of energy, whenever and to the extent possible
c. The capital investment on energy conservation equipment:- NIL

**ii. Technology Absorption:**

a. The effort made towards technology absorption:-
No specific activities have been done by the Company.
b. The benefits derived like product improvement, cost reduction, product development, or import substitution:-
No specific activity has been done by the Company
c. In the case of imported technology (imported during the last three years reckoned from the beginning of the financial year):- NA
d. The expenditure incurred on Research & Development:- NIL

**iii. Foreign Exchange Earnings and Outgo:**
The Details of Foreign Exchange earnings and outgo during the financial year as required by the Companies (Accounts) Rules, 2014 are provided as follows:-

| S. No. | Particulars | Current Year (in Rs.) | Previous Year (in Rs.) |
|---|---|---|---|
| (a) | Foreign exchange earnings | 75,89,10,955 | 61,17,05,558 |
| (b) | Foreign exchange outgo | 0.00 | 0.00 |

For and on behalf of the Board of Directors of
**Systango Technologies Limited**

**Vinita Rathi**
Managing Director and
Chief Executive Officer
DIN: 00427239

**Nilesh Rathi**
Whole Time Director and
Chief Financial Officer
DIN: 00430725

Place: Indore
Date: 7th September, 2026

# Independent Auditors' Report on Standalone Financial Statements

**To**
**The Members,**
**Systango Technologies Limited**

## Report on the Audit of the Standalone Financial Statements

## Opinion

We have audited the accompanying standalone Financial Statements of **Systango Technologies Limited** ("the Company"), which comprises the Standalone Balance Sheet as at March 31st, 2026, the Standalone Statement of Profit and Loss, the Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements for the year ended for March 31st, 2026, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the 'standalone financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31st, 2026, and its *Profit* and its Cash Flows for the year ended on that date.

## Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *'Auditors' Responsibilities for the Audit of the 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 opinion on the financial statement.

## Key Audit Matter

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

## Information Other than the Standalone Financial Statements and Auditors' Report Thereon

The Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditors' report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on

the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's and Board of Directors' Responsibility for the Financial Statements**

The Company's Management and 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were 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 financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

**Auditors' Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the 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 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 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 of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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-A", a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   (c) The standalone Balance Sheet, the standalone Statement of Profit and Loss, the standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   (e) On the basis of the written representations received from the directors as on March 31st, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31st, 2026 from being appointed as a director in terms of Section 164(2) of the Act;

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure-B"; and

   (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :

(i) The Company does not have any pending litigations which would impact its financial position.

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(iii) There were no amounts which were 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, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any persons or entities, 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.

(c) Based on such audit procedures that we 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) The Company has not declared or paid any dividend during the year.

(vi) Based on our examination, which included test checks, the Company has used accounting and payroll softwares for maintaining its books of account for the financial year ended March 31st, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, on test check basis, we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per statutory requirements for record retention.

3. With respect to the matter to be included in the Auditor's Report under Section197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section197(16) of the Act which are required to be commented upon by us.

For **Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No. : 004186C

Place: Indore
Dated: May 14th, 2026

**Aayush Garg**
Partner
Membership No. :434485
ICAI UDIN: 26434485MNTHWN1096

## ANNEXURE–A TO THE INDEPENDENT AUDITORS' REPORT

Referred to in Paragraph 1, under *'Report on Other Legal and Regulatory Requirements'* section of the Independent Auditors' Report of even date to the members of **Systango Technologies Limited** on the standalone financial statements as of and for the year ended March 31s, 2026 we report 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 intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, 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) According to the information and explanations given to us by the management and on the basis of our examination of the records of the Company, the company does not have any immovable property. In respect of Immovable Property taken on lease, the lease agreements are in the name of the company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.

(e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii)(a) The Company is a service company, primarily deriving income from Software and Web Development Services. Accordingly, it does not hold any physical inventories. Therefore, the provision of clause 3(ii) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made investments in, granted loans, to companies, firms, Limited Liability Partnership Firms and other parties, in respect of which the requisite information is as below.

(a) According to the information and explanation given to us and on the basis of examination of the records of the company, the details of loans provided by the Company to parties, are given herewith in a tabular form, as under:

[Rs. in lakhs]

| Particulars | Subsidiary (i) | Joint Venture (ii) | Associate (iii) | Others (iv) | Total [(v) = (i) to (iv)] |
|---|---|---|---|---|---|
| Aggregate amount of loan advanced during the year ended 31st March, 2026 | Nil | Nil | Nil | 173.00 | 173.00 |
| Balance of loan outstanding as at Balance sheet date i.e. 31st March, 2026 | Nil | Nil | Nil | 375.81 | 375.81 |

(b) According to the information and explanations given to us and in our opinion the investments made and the terms and conditions of the grant of unsecured loans are, prima facie, not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and in our opinion, the loan has been granted without any security and without stipulating any schedule of repayment of principal and interest. As the loan is repayable on Demand along with interest, the question as to regularity of the repayment or interest receipts does not arise. Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and in our opinion, there being no stipulated schedule of repayment and the Company having not demanded the repayment of loan, the loan so granted has not become overdue.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan granted falling due during the year, which has been renewed or extended. Further, the company has not granted any fresh loans, to settle the overdues of existing loans, to same parties. Further, the Company has not given any advances in the nature of loans to any party.

(f) According to information and explanations given to us and on the basis of our examination of the records of the Company, during the year, the Company has granted loans to parties, without any security, repayable on demand and which does not specify any terms and period of repayment, the details of which are mentioned below:

| Particulars | All Parties | Promoters | Related Parties |
|---|---|---|---|
| (a)Aggregate of total loans/advances in nature of loan | 375.81 | - | - |
| (b)Out of total loans and advances, repayable on demand / agreement does not specify any terms or period of repayment | 375.81 | - | - |
| Percentage of loans/advances in nature of loan to the total loans [b/a*100] | 100% | - | - |

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not provided any guarantee or security as specified under Sections 185 and 186 of the Act. In respect of the investments made and loans given by the Company, in our opinion the provisions of Sections 185 and 186 of the Act have been complied with.

(v) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

(vi) As per information and explanations given to us, the Central Government has not specified the maintenance of cost records under sub-section (1) of section 148 of the Act, for the business of the Company.

(vii) (a)According to the information and explanations given to us and on the basis of examination of the records of the Company, in our opinion, the Company is generally regular in depositing the undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues applicable to it, with the appropriate authorities, though there has been a delay in a few cases.

According to the information and explanations given to us, no undisputed amount payable in respect of aforesaid dues were in arrears as on March 31st, 2026 for a period more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no material dues of Goods and Services Tax, provident fund, employees' state insurance, income tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues applicable to it, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) According to the information and explanations given to us and on the basis of examination of the records of the Company, the Company has not accepted any loans or borrowings from bank or any other financial institution during the year, and therefore, reporting under clause3(ix)(a) to 3(ix)(f) of the order is not applicable.

(x) (a) According to information and explanation given to us and in our opinion, the company has not raised any money by way of initial public offer or term loans during the year.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) According to information and explanation given by management, there were no whistle blower complaints received by the company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Sections 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditor for the period under audit have been broadly considered by us.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations provided to us during the course of audit, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.

(xvii) The Company has not incurred 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. Accordingly, clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the plans of the Board of Directors and Management 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) The Company has, during the year, spent the amount of Corporate Social Responsibility as required under sub-section (5) of Section 135 of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

(xxi) The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For **Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Reg. No.: 004186C

Place: Indore
Dated: May 14th, 2026

**Aayush Garg**
Partner
Membership No. :434485
ICAI UDIN: 26434485MNTHWN1096

## ANNEXURE–B TO THE INDEPENDENT AUDITORS' REPORT

## Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

Referred to in Paragraph 2(f) under *‘Report on Other Legal and Regulatory Requirements’* section of the Independent Auditors’ Report of even date to the members of **SYSTANGO TECHNOLOGIES LIMITED** on the financial statements as of and for the year ended March 31st, 2026, we report that:

We have audited the internal financial controls over financial reporting of **SYSTANGO TECHNOLOGIES LIMITED** (“the Company”) as of 31st March, 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 with reference to financial statements 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 adequ3ate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 the 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

## Meaning of Internal Financial Controls With Reference to Financial Statements

A company's internal financial controls with reference to 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 controls with reference to 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls With Reference to the Financial Statement

Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls with reference to 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, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No. : 004186C

Place : Indore
Dated : May 14th, 2026

**Aayush Garg**
Partner
Membership No. :434485
ICAI UDIN: 26434485MNTHWN1096

# Standalone Financial Statements

## STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2026

[Amount - Rs. in Lakhs]

| | Particulars | Note No. | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|---|---|
| **A** | **EQUITY AND LIABILITIES** | | | |
| I | SHAREHOLDERS' FUNDS | | | |
| (a) | Share Capital | 1 | 1,466.88 | 1,466.88 |
| (b) | Reserves and Surplus | 2 | 11,570.67 | 8,582.04 |
| | (I) | | 13,037.55 | 10,048.92 |
| II | CURRENT LIABILITIES | | | |
| (a) | Trade Payables | | | |
| | -Total outstanding dues of micro enterprises & small enterprises; and | 3 | - | - |
| | -Total outstanding dues of creditors other than micro enterprises & small enterprises | | - | - |
| (b) | Other Current Liabilities | 4 | 59.05 | 19.49 |
| (c) | Short-Term Provisions | 5 | 948.19 | 805.21 |
| | (II) | | 1,007.24 | 824.70 |
| | **TOTAL RUPEES (I + II)** | | **14,044.79** | **10,873.62** |
| **B** | **ASSETS** | | | |
| I | NON-CURRENT ASSETS | | | |
| (a) | Property, Plant and Equipment and Intangible Assets | 6 | | |
| i) | Property, Plant and Equipment | 6A | 178.22 | 188.48 |
| ii) | Intangible Assets | 6B | 264.27 | 282.17 |
| iii) | Capital Work-in-Progress | 6C | 9.00 | - |
| iv) | Intangible Assets under Development | | - | - |
| | | | 451 | 471 |
| (b) | Non-Current Investments | 7 | 3,550 | 1,425 |
| (c) | Deferred Tax Assets (Net) | 8 | 1.13 | 5.55 |
| (d) | Other Non-Current Assets | 9 | 33 | 71 |
| | (I) | | 4,035 | 1,972 |
| II | CURRENT ASSETS | | | |
| (a) | Current Investments | 10 | 6,764 | 4,602 |
| (b) | Trade Receivables | 11 | 1,491 | 1,598 |
| (c) | Cash and Cash Equivalents | 12 | 566 | 1,610 |
| (d) | Short-Term Loans and Advances | 13 | 393 | 531 |
| (e) | Other Current Assets | 14 | 796 | 560 |
| | (II) | | 10,010 | 8,902 |
| | **TOTAL RUPEES (I + II)** | | **14,044.79** | **10,873.62** |
| | Significant Accounting Policies & Practices and Other Notes | 20 | | |
| | Additional Regulatory Information | 21 | | |

The accompanying Notes form an integral part of these Standalone Financial Statements

In terms of our report of even date attached

**For Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No. 004186C

**For and on behalf of the Board of Directors**

**(CA. Aayush Garg)**
Partner
Membership No. 434485
ICAI UDIN: 26434485MNTHWN1096

(Vinita Rathi)
Managing Director
& CEO
DIN : 00427239

(Nilesh Rathi)
Whole Time Director
& CFO
DIN : 00430725

(Ayushi Solanki)
Company Secretary
& Compliance Officer

Place : Indore
Dated : May 14th, 2026

Place : Indore
Dated : May 14th, 2026

## STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

[Amount - Rs. in Lakhs]

| | Particulars | Note No. | Year ended 31st March, 2026 | Year ended 31st March, 2025 |
|---|---|---|---|---|
| | **INCOME** | | | |
| I | Revenue from Operations | 15 | 7,589.11 | 6,132.96 |
| II | Other Income | 16 | 577.55 | 673.11 |
| III | **TOTAL INCOME (I + II)** | | **8,166.66** | **6,806.07** |
| IV | **EXPENSES** | | | |
| (a) | Employee Benefits Expense | 17 | 3,932.95 | 3,414.93 |
| (b) | Finance Costs | 18 | 4.77 | 6.30 |
| (c) | Other Expenses | 19 | 520.39 | 495.81 |
| (d) | Depreciation and Amortization | | 72.62 | 57.09 |
| | **TOTAL EXPENSES (IV)** | | **4,530.74** | **3,974.13** |
| V | Profit before exceptional and extraordinary items and tax (III-IV) | | 3,635.92 | 2,831.94 |
| VI | Exceptional items | | - | - |
| VII | Profit before extraordinary items and tax (V-VI) | | 3,635.92 | 2,831.94 |
| VIII | Extraordinary items | | - | - |
| IX | Profit before Tax (VII-VIII) | | **3,635.92** | **2,831.94** |
| X | Tax Expense: | | | |
| (a) | Current Tax | | 640.30 | 495.42 |
| (b) | (Less) : MAT Credit | | - | - |
| (c) | Current Tax Expense relating to prior years | | 2.57 | 3.55 |
| (d) | Deferred Taxation | | 4.42 | 12.64 |
| | | | 647.29 | 511.62 |
| XI | Profit for the year (IX-X) | | **2,988.63** | **2,320.33** |
| XII | Earnings per share (of ₹10/- each): | 20 | | |
| (a) | Basic | | 0.00 | 0.00 |
| (b) | Diluted | | 0.00 | 0.00 |
| | Significant Accounting Policies & Practices and Other Notes | 20 | | |
| | Additional Regulatory Information | 21 | | |

The accompanying Notes form an integral part of these Standalone Financial Statements

In terms of our report of even date attached

**For Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No. 004186C

**(CA. Aayush Garg)**
Partner
Membership No. 434485
ICAI UDIN: 26434485MNTHWN1096

Place : Indore
Dated : May 14th, 2026

**For and on the behalf of the Board of Directors**

| (Vinita Rathi) | (Nilesh Rathi) | (Ayushi Solanki) |
|---|---|---|
| Managing Director & CEO | Whole Time Director & CFO | Company Secretary & Compliance Officer |
| DIN : 00427239 | DIN : 00430725 | |

Place : Indore
Dated : May 14th, 2026

## STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

[Amount - Rs. in Lakhs]

| | Particulars | Year ended 31st March, 2026 | | Year ended 31st March, 2025 | |
|---|---|---|---|---|---|
| A. | **CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES** | | | | |
| | Net Profit before Tax and Exceptional Items as per Statement of Profit and Loss | | 3,635.92 | | 2,831.94 |
| | Adjustments for : | | | | |
| | Depreciation | 72.62 | | 57.09 | |
| | Foreign Exchange Gain | (133.20) | | (75.44) | |
| | Interest income | (302.93) | | (258.47) | |
| | Finance Costs | 4.77 | | 6.30 | |
| | Gain on Redemption of Units of Mutual Funds | (125.39) | | (320.44) | |
| | Dividend Income | (5.13) | | (1.08) | |
| | Gain on sale of shares in listed companies | (10.21) | | (4.42) | |
| | Share of Profit from LLP | (0.69) | (500.15) | (12.64) | (609.11) |
| | **Operating Profit before Working Capital Changes** | | **3,135.77** | | **2,222.83** |
| | Net change in: | | | | |
| | Trade Receivables | 107.92 | | (691.77) | |
| | Short-Term Loans and Advances | 138.10 | | (74.38) | |
| | Other Current Assets | (235.96) | | (239.65) | |
| | Trade Payables | - | | - | |
| | Other Current Liabilities | 39.56 | | (53.47) | |
| | Short-Term Provisions | 142.98 | 192.60 | 142.91 | (916.37) |
| | **Cash generated from/ (used in) Operations** | | 3,328.36 | | 1,306.47 |
| | Direct Taxes | | 642.87 | | 498.97 |
| | **Net Cash generated from/ (used in) Operating Activities** | | **2,685.50** | | **807.49** |
| B. | **CASH FLOW FROM INVESTING ACTIVITIES** | | | | |
| | Purchase of Property, Plant and Equipment | | (44.46) | | (28.29) |
| | Purchase of Intangible Assets | | - | | (12.20) |
| | Acquisition of Capital Work in Progress | | (9.00) | | - |
| | Acquisition of Intangible Asset under Development | | - | | (39.12) |
| | Net Changes in Investments | | (4,286.91) | | (73.51) |
| | Movement in Non-Current Assets | | 38.47 | | 0.15 |
| | Gain on Redemption of Units of Mutual Funds | | 125.39 | | 320.44 |
| | Interest Income | | 302.93 | | 258.47 |
| | Dividend Income | | 5.13 | | 1.08 |
| | Gain on sale of shares in listed companies | | 10.21 | | 4.42 |
| | Share of Profit from LLP | | 0.69 | | 12.64 |
| | **Net Cash generated from/ (used in) Investing Activities** | | **(3,857.54)** | | **444.09** |
| C. | **CASH FLOW FROM FINANCING ACTIVITIES** | | | | |
| | (Repayment)/Proceeds of Long-term Borrowings | | - | | (0.28) |
| | Finance Cost | | (4.77) | | (6.30) |
| | Foreign Exchange Gain | | 133.20 | | 75.44 |
| | **Net Cash generated from/ (used in) Financing Activities** | | **128.43** | | **68.86** |
| | **NET CHANGE IN CASH AND CASH EQUIVALENTS [A+B+C]** | | (1,043.62) | | 1,320.44 |
| | Cash and cash equivalents at the beginning of the year | | 1,610.00 | | 289.56 |
| | **Cash and cash equivalents at the end of the year** | | **566.39** | | **1,610.00** |
| | **Components of cash and cash equivalents as at year end comprise of :** | | | | |
| | Cash on Hand | | 1.25 | | 2.73 |
| | Balance with Banks in Current Accounts | | 497.44 | | 370.49 |
| | Investment in Fixed Deposits (Maturity less than 3 months) | | 67.70 | | 1,236.79 |
| | | | **566.39** | | **1,610.00** |

**Note**

1 All figures in brackets are outflow.

2 Cash and cash equivalents are as per balance sheet except for fixed deposits which are not considered as cash and cash equivalents as the maturity date is beyond three months.

3 The above cash flow statement has been prepared under 'Indirect Method' as set out in the Accounting Standard-3 on 'Cash Flow Statement' issued by the Institute of Chartered Accountants of India.

For Anil Kamal Garg & Company
Chartered Accountants
ICAI Firm Registration No. 004186C

**For and on the behalf of the Board of Directors**

(CA. Aayush Garg)
Partner
Membership No. 434485
ICAI UDIN: 26434485MNTHWN1096

(Vinita Rathi)
Managing Director
& CEO
DIN : 00427239

(Nilesh Rathi)
Whole Time Director
& CFO
DIN : 00430725

(Ayushi Solanki)
Company Secretary
& Compliance Officer

Place : Indore
Dated : May 14th, 2026

Place : Indore
Dated : May 14th, 2026

**NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2026 AND STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON THAT DAY**

## NOTE - 1 - SHARE CAPITAL

A Authorised and Paid-up Share Capital

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | | As at 31st March, 2025 | |
|---|---|---|---|---|
| | No. of Shares | Amount | No. of Shares | Amount |
| **AUTHORISED** | | | | |
| Equity Shares of ₹ 10/- each | 1,50,00,000 | 1500 | 1,50,00,000 | 1500 |
| **ISSUED, SUBSCRIBED & PAID-UP** | | 0 | | 0 |
| | | 0 | | 0 |
| Equity Shares of ₹ 10/- each Fully Paid-up | 1,46,68,800 | 1467 | 1,46,68,800 | 1467 |
| TOTAL | 1,46,68,800 | 1,467 | 1,46,68,800 | 1,467 |

B. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | | As at 31st March, 2025 | |
|---|---|---|---|---|
| | No. of Shares | Amount | No. of Shares | Amount |
| Equity Share of ₹ 10/- each Fully Paidup | | | | |
| Shares outstanding at the beginning of the year | 1,46,68,800 | 1467 | 1,46,68,800 | 1467 |
| Shares issued during the year | - | 0 | - | 0 |
| Shares bought back during the year | - | 0 | - | 0 |
| Shares outstanding at the end of the year | 1,46,68,800 | 0 | 1,46,68,800 | 0 |

C. Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

| Particulars | As at 31st March, 2026 | | As at 31st March, 2025 | |
|---|---|---|---|---|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| Smt. Vinita Rathi | 53,34,600 | 36.37% | 53,27,400 | 36.32% |
| Shri Nilesh Rathi | 52,41,990 | 35.74% | 52,34,790 | 35.69% |
| TOTAL | 1,05,76,590 | 72.10% | 1,05,62,190 | 72.00% |

D. Details of shares held by Promoters & Promoter's Group as defined in the Companies Act, 2013 as at 31st March, 2026 and as at 31st March, 2025

| Name of the Promoter | As at 31st March, 2026 | | As at 31st March, 2025 | | % Change during the year |
|---|---|---|---|---|---|
| | No. of Shares held | % of Total Shares | No. of Shares held | % of Total Shares | |
| Smt. Vinita Rathi | 53,34,600 | 36.37% | 53,27,400 | 36.32% | 0.05% |
| Shri Nilesh Rathi | 52,41,990 | 35.74% | 52,34,790 | 35.69% | 0.05% |
| Shri Priyesh Rathi | 9,200 | 0.06% | 9,200 | 0.06% | - |
| Shri Suresh Chand Rathi | 10 | 0.00% | 10 | 0.00% | - |
| Shri Mayur Khandelwal | 1,000 | 0.01% | 1,000 | 0.01% | - |
| TOTAL | 1,05,86,800 | 72.17% | 1,05,72,400 | 72.07% | 0.10% |

E. Details of shares held by Promoters & Promoter's Group as defined in the Companies Act, 2013 as at 31st March, 2025 and as at 31st March, 2024

| Name of the Promoter | As at 31st March, 2025 | | As at 31st March, 2024 | | % Change during the year |
|---|---|---|---|---|---|
| | No. of Shares held | % of Total Shares | No. of Shares held | % of Total Shares | |
| Smt. Vinita Rathi | 53,27,400 | 36.32% | 53,21,000 | 36.27% | 0.05% |
| Shri Nilesh Rathi | 52,34,790 | 35.69% | 52,23,990 | 35.61% | 0.08% |
| Shri Priyesh Rathi | 9,200 | 0.06% | 9,200 | 0.06% | - |
| Shri Suresh Chand Rathi | 10 | 0.00% | 10 | 0.00% | - |
| Shri Mayur Khandelwal | 1,000 | 0.01% | 1,000 | 0.01% | - |
| TOTAL | 1,05,72,400 | 72.07% | 1,05,55,200 | 71.96% | 0.13% |

F. Rights, Preferences and restrictions attached to Equity Shares

The Company has issued only one class of equity shares, having face value of ₹10/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

G. Allotment of Bonus Shares/Buy Back of shares

There are no shares allotted as fully paid up by way of bonus shares or allotted as fully paid up pursuant to contract without payment being received in cash, or bought back either during the year ended 31st March, 2026 or the immediately preceding financial year ended 31st March, 2025. Further, there are no securities which are convertible into equity shares.

The Company has issued Bonus Shares in previous years, as per details given as under:

| Date of Allotment | No. of Equity Shares Alloted | Face Value per Equity Share | Issue Price per Equity Share | Nature of Allotment | Total Consideration (in Lakhs) |
|---|---|---|---|---|---|
| February 28, 2020 | 5,40,000 | 10 | Nil | Bonus Issue in the ratio of 54:1 | Nil |
| October 13, 2020 | 2,15,00,000 | 1 | Nil | Bonus Issue in the ratio of 43:11 | Nil |
| October 28, 2022 | 81,00,000 | 10 | Nil | Bonus Issue in the ratio of 3:1 | Nil |

**NOTE - 2 - RESERVES AND SURPLUS**

[Amount - Rs. in Lakhs]

| Particulars | | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|---|
| A. **Securities Premium** | | | |
| Balance as per last year | | 2,696.64 | 2697 |
| | (A) | 2,696.64 | 2,697 |
| B. **Surplus** | | | |
| Balance as per last year | | 5,885.40 | 3,565 |
| Add : Net Profit transferred from Statement of Profit and Loss | | 2,988.63 | 2,320 |
| Less: Transferred to Special Economic Zone Re-investment Reserve Account | | -1,631.68 | - |
| | (B) | 7,242.35 | 5,885 |
| C. **Special Economic Zone Re-investment Reserve Account** | | | |
| Balance as per last year | | - | - |
| Add : Created During the Year | | 1,631.68 | - |
| | (C) | 1,631.68 | - |
| TOTAL RUPEES | (A+B+C) | 11,570.67 | 8,582 |

Notes :

1. During the financial year ended on 31st March, 2023, the Company completed the Initial Public Offer ('IPO') of its equity shares and listed its shares on National Stock Exchange Emerge Platform on March 15th, 2023. Pursuant to the IPO, the Company has allotted 38,68,800 fresh equity shares of ₹10/- each to public at a premium of ₹ 80/- per equity share during the financial year ended on 31st March, 2023. The total share premium arising on IPO amounting to ₹ 3095.04 Lakhs has been accounted under securities premium reserve and the IPO related expenses amounting to ₹ 373.28 Lakhs has been adjusted against the premium amount during the financial year ended on 31st March, 2023. Further, during the financial year ended on 31st March, 2024, a further sum of ₹ 25.11 Lakhs has been incurred by the company towards the IPO related expenses which has also been adjusted against the premium amount.

2. The Company has created special economic zone (SEZ) re-investment reserve out of profits of the eligible SEZ Units in terms of the specific provisions of Section 10AA(1) of the Income Tax Act, 1961 ("the Act"). The said reserve needs to be utilized by the Company for acquiring plant and machinery for the purposes of its business in the terms of Section 10AA (2) of the Act for availing tax benefit. [Refer Note-20]

**NOTE - 3 - TRADE PAYABLES**

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Trade Payables | | |
| Total outstanding dues of micro enterprises & small enterprises | - | - |
| Total outstanding dues of creditors other than micro enterprises & small enterprises | - | - |
| TOTAL RUPEES | - | - |

**NOTE - 3.1 - Information to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006**

The information as required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. The amount of principal and interest outstanding during the year is given below :

[Amount - Rs. in Lakhs]

| Particulars | | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|---|
| (a) | Principal amount remaining unpaid to any supplier as at the end of accounting year | - | - |
| (b) | Interest due thereon remaining unpaid to any supplier as at the end of the accounting year | - | - |
| (c) | The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day | - | - |
| (d) | The amount of interest due and payable for the year | - | - |
| (e) | The amount of interest accrued and remaining unpaid at the end of the accounting year | - | - |
| (f) | The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid | - | - |

**NOTE - 3.2- Trade Payables Ageing Schedule as at 31st March, 2026**

[Amount - Rs. in Lakhs]

| S.No | Particulars | Outstanding for following periods from due date of payment | | | | Total |
|---|---|---|---|---|---|---|
| | | Less than 1 Year | 1 to 2 years | 2 to 3 years | More than 3 years | |
| 1 | MSME | - | - | - | - | - |
| 2 | Other than MSME | - | - | - | - | - |
| 3 | Disputed dues-MSME | - | - | - | - | - |
| 4 | Disputed dues - Other than MSME | - | - | - | - | - |
| | TOTAL | - | - | - | - | - |

**NOTE - 3.3- Trade Payables Ageing Schedule as at 31st March, 2025**

[Amount - Rs. in Lakhs]

| S.No | Particulars | Outstanding for following periods from due date of payment | | | | Total |
|---|---|---|---|---|---|---|
| | | Less than 1 Year | 1 to 2 years | 2 to 3 years | More than 3 years | |
| 1 | MSME | - | - | - | - | - |
| 2 | Other than MSME | - | - | - | - | - |
| 3 | Disputed dues - MSME | - | - | - | - | - |
| 4 | Disputed dues - Other than MSME | - | - | - | - | - |
| | TOTAL | - | - | - | - | - |

## NOTE - 4 - OTHER CURRENT LIABILITIES

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Creditors for Expenses | 11 | 7 |
| Creditors for Capital Goods | 9 | - |
| Other Payables | 13 | 12 |
| Book Overdraft with Equitas Bank | 26 | - |
| TOTAL RUPEES | 59 | 19 |

Note: Refer Note 20 for related party transaction details.

## NOTE - 5 - SHORT-TERM PROVISIONS

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| For Taxation | 640 | 495 |
| For Employee Benefits | 269 | 255 |
| For Others | 39 | 55 |
| TOTAL RUPEES | 948 | 805 |

## NOTE - 6 - PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

[Amount - Rs. in Lakhs]

| SNO. | PARTICULARS | GROSS BLOCK | | | | DEPRECIATION / AMORTIZATION | | | | NET BLOCK | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | As at 1-4-2025 | Additions | Disposals | As at 31-03-2026 | As at 1-4-2025 | For the year | Disposals | As at 31-03-2026 | As at 31-03-2026 | As at 31-03-2025 |
| 6A. | **Property, Plant and Equipment** | | | | | | | | | | |
| 1 | Furniture & Fixtures | 119.49 | 1.58 | - | 121.07 | 93.78 | 2.64 | - | 96.42 | 24.66 | 25.72 |
| 2 | Electric Installations and Equipments | 49.69 | - | - | 49.69 | 31.24 | 1.99 | - | 33.23 | 16.46 | 18.45 |
| 3 | Electric Fittings | 46.27 | - | - | 46.27 | 39.21 | 1.55 | - | 40.76 | 5.51 | 7.05 |
| 4 | Office Equipments | 6.99 | 0.41 | - | 7.41 | 6.46 | 0.09 | - | 6.55 | 0.86 | 0.53 |
| 5 | Air Conditioners | 37.69 | - | - | 37.69 | 34.64 | 0.30 | - | 34.94 | 2.75 | 3.05 |
| 6 | Mobile Phones & Tablets | 8.35 | 1.03 | - | 9.39 | 4.27 | 1.07 | - | 5.34 | 4.05 | 4.08 |
| 7 | Inverter & Batteries | 9.86 | 1.63 | - | 11.49 | 6.83 | 0.70 | - | 7.53 | 3.96 | 3.03 |
| 8 | Motor Cars | 214.75 | - | - | 214.75 | 121.40 | 25.50 | - | 146.90 | 67.85 | 93.35 |
| 9 | Computers and Printers | 147.07 | 39.81 | - | 186.88 | 113.86 | 20.89 | - | 134.75 | 52.13 | 33.21 |
| | TOTAL RUPEES (A) | 640.17 | 44.46 | - | 684.63 | 451.69 | 54.73 | - | 506.41 | 178.22 | 188.48 |
| 6B. | **Intangible Assets** | | | | | | | | | | |
| 1 | Software | 12.74 | - | - | 12.74 | 0.89 | 1.21 | - | 2.10 | 10.63 | 11.84 |
| 2 | Right to Use Holiday Home and Recreation Center | 139.50 | - | - | 139.50 | 3.85 | 3.31 | - | 7.16 | 132.34 | 135.65 |
| 3 | Intelligent Document Processing Platform (Research & Development) | 140.80 | - | - | 140.80 | 6.12 | 13.38 | - | 19.50 | 121.30 | 134.68 |
| | TOTAL RUPEES (B) | 293.03 | - | - | 293.03 | 10.86 | 17.90 | - | 28.76 | 264.27 | 282.17 |
| | TOTAL RUPEES (A+B) | 933.21 | 44.46 | - | 977.67 | 462.55 | 72.62 | - | 535.18 | 442.49 | 470.65 |
| | PREVIOUS YEAR | 751.92 | 181.28 | - | 933.21 | 405.47 | 57.09 | - | 462.55 | 470.65 | 346.46 |

| SNO. | PARTICULARS | GROSS BLOCK | | | | DEPRECIATION /AMORTIZATION | | | | NET BLOCK | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | As at 1-4-2025 | Additions | Disposals/ Tfd. To PPE | As at 31-03-2026 | As at 1-4-2025 | For the year | Disposals | As at 31-03-2026 | As at 31-03-2026 | As at 31-3-2025 |
| 6C. | **Capital Work-In-Progress** | | | | | | | | | | |
| 1 | Acquisition of Assets at 9th Floor, IT Park | | | | | | | | | | |
| | - Furniture & Fixtures | - | 5.59 | - | 5.59 | - | - | - | - | 5.59 | - |
| | - Electric Fittings | - | 2.88 | - | 2.88 | - | - | - | - | 2.88 | - |
| | - Air Conditioner | - | 0.40 | - | 0.40 | - | - | - | - | 0.40 | - |
| | - Office Equipments | - | 0.11 | - | 0.11 | - | - | - | - | 0.11 | - |
| | - Inverter & Batteries | - | 0.01 | - | 0.01 | - | - | - | - | 0.01 | - |
| | TOTAL RUPEES | - | 9.00 | - | 9.00 | - | - | - | - | 9.00 | - |
| | PREVIOUS YEAR | - | - | - | - | - | - | - | - | - | - |

## NOTE - 7 - NON-CURRENT INVESTMENTS

[Amount - Rs. in Lakhs]

| Particulars | | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|---|
| A. Investment in Unquoted Equity Instruments | | | |
| Wholly Owned Subsidiaries | | | |
| (i) 6 [Previous Year 6 ] Equity Shares of Face Value of GBP 1 each, Fully Paid-up in Isystango Ltd.,UK | | 269<br>-<br>- | 269<br>-<br>- |
| (ii) 1500 [Previous Year 1500] Shares of Face Value of $ 0.0100 each, Fully Paid-up in Systango INC, USA | | 0 | 0 |
| | (A) | 269 | 269 |
| B. Investment in Quoted Equity Instruments | | | |
| (i) 9,000 [Previous Year 9,000] Equity Shares of Face Value of Rs. 10/- each, Fully Paid up of Gujarat Narmada Valley Fertilizers & Chemicals Limited | | 45<br>- | 45<br>- |
| (ii) 50,000 [Previous Year 50,000] Equity Shares of Face Value of Rs. 10/-each, Fully Paid up of Mahindra Logistics Limited | | -<br>214<br>- | -<br>214<br>- |
| (iii) 12,000 [Previous Year 12,000] Equity Shares of Face Value of Rs. 2/- each, Fully Paid up of TCI Express Limited | | -<br>102<br>- | -<br>102<br>- |
| (iv) 11,000 [Previous Year 11,000] Equity Shares of Face Value of Rs. 2/- each, Fully Paid up of Mafatlal Industries Ltd | | -<br>20<br>- | -<br>20<br>- |
| (v) 11,000 [Previous Year 11,000] Equity Shares of Face Value of Rs. 10/- each, Fully Paid up of Mahindra Holidays & Resorts India Ltd | | -<br>45<br>- | -<br>45<br>- |
| (vi) 21,000 [Previous Year 21,000] Equity Shares of Face Value of Rs. 10/- each, Fully Paid up of Reliance Chemotex Industries Limited | | -<br>47<br>- | -<br>47<br>- |
| (vii) 26,000 [Previous Year 7,000] Equity Shares of Face Value of Rs. 2/- each, Fully Paid up of Advanced Enzyme Technologies Limited | | -<br>89<br>- | -<br>29<br>- |
| (viii) 11,000 [Previous Year Nil] Equity Shares of Face Value of Rs. 2/- each, Fully Paid up of Sterling Tools Limited | | -<br>40 | -<br>- |
| | (B) | 603 | 502 |
| C. Investment in Partnership Firm | | | |
| (i) M/s. Systango Account Aggregator Services LLP | | 21 | 33 |
| | (C) | 21 | 33 |
| D. Investment in Fixed Deposits [Deposits with more than 12 months maturity as on the reporting date] | | 2,658 | 621 |
| | (D) | 2,658 | 621 |
| TOTAL RUPEES | (A+B+C+D) | 3,550 | 1,425 |

## NOTE - 7.1 - Investments in Equity Instruments

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Aggregate amount of Quoted Investments | 0 | 0 |
| Market Value of Quoted Investments | 398 | 346 |
| Aggregate amount of Unquoted Investments | 0 | 0 |
| Aggregate amount of Impairment in Value of Investments | N.A. | N.A. |

## NOTE - 7.2 - Investments in Partnership Firm

| Name of the Firm | Name of the Partner | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|---|
| | | Share in the Firm | Share in the Firm |
| M/s. Systango Account Aggregator Services LLP<br>[Converted from Systango Account Aggregator Services Private Limited w.e.f. 10-04-2024] | Systango Technologies Ltd.<br>Smt. Vinita Rathi | 99.999%<br>0.001% | 99.999%<br>0.001% |
| | Total | 100.00% | 100.00% |
| | | | |
| | Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
| | Capital Contribution<br>Share in Profit<br>Interest on Capital | 20<br>1<br>- | 20<br>13<br>- |
| | Total Capital Contribution | 21 | 33 |

## NOTE - 8 - DEFERRED TAX ASSETS (NET)

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Balance as per last year | 6 | 18 |
| Less : Reversal during the year | (4) | (13) |
| TOTAL RUPEES | 1 | 6 |

## NOTE - 9 - OTHER NON-CURRENT ASSETS

[Unsecured, considered good]

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Security Deposits | 33 | 71 |
| TOTAL RUPEES | 33 | 71 |

## NOTE - 10 - CURRENT INVESTMENTS

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| A. Investment in Units of Mutual Funds | 4,517 | 2,072 |
| (A) | 4,517 | 2,072 |
| B. Investment in Fixed Deposits<br>[Deposits with maturity of 3 months or more but 12 months or less as on the reporting date] | 2,247 | 2,530 |
| (B) | 2,247 | 2,530 |
| TOTAL RUPEES (A + B) | 6,764 | 4,602 |

## NOTE - 10.1 - Investments in Units of Mutual Funds

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Aggregate amount of Quoted Investments | 0 | 0 |
| Market Value of Quoted Investments | 4,558 | 2,076 |
| Aggregate amount of Unquoted Investments | - | - |
| Aggregate amount of Impairment in Value of Investments | 0 | 0 |

| Note: | Investments in Units of Mututal Funds have been carried at lower of cost and fair value of each item individually, after making adjustment for impairment loss |
|---|---|

**NOTE - 11 - TRADE RECEIVABLES**

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Secured, considered good | - | - |
| Unsecured, considered good | 1,459 | 1,547 |
| Doubtful | 106 | 98 |
| Less: Provision for Doubtful Debts | (75) | (46) |
| | 1,491 | 1,598 |

Note: Refer Note 20 for related party transaction details.

**NOTE - 11.1- TRADE RECEIVABLES AGEING SCHEDULE AS AT 31ST MARCH, 2026**

[Amount - Rs. in Lakhs]

| S.No | Particulars | Outstanding for following periods from due date of Payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months to 1 year | 1 to 2 years | 2 to 3 years | More than 3 years | |
| 1 | Undisputed Trade receivables — considered good | 1426.91 | 15.69 | 16.89 | 0 | 0 | 1,459 |
| | | 0 | 0 | 0 | 0 | 0 | |
| 2 | Undisputed Trade Receivables — considered doubtful | 0 | 0 | 17.04 | 88.54 | 0 | 106 |
| | | 0 | 0 | 0 | 0 | 0 | |
| 3 | Disputed Trade Receivables — considered good | 0 | 0 | 0 | 0 | 0 | - |
| | | 0 | 0 | 0 | 0 | 0 | |
| 4 | Disputed Trade Receivables — considered doubtful | 0 | 0 | 0 | 0 | 0 | - |
| | | 0 | 0 | 0 | 0 | 0 | |
| | | - | - | - | - | - | |
| | Less: Provision for Doubtful Debts | - | - | (9) | (66) | - | (75) |
| | TOTAL RUPEES | 1,427 | 16 | 25 | 23 | - | 1,490.54 |

**NOTE - 11.2- TRADE RECEIVABLES AGEING SCHEDULE AS AT 31ST MARCH, 2025**

[Amount - Rs. in Lakhs]

| S.No | Particulars | Outstanding for following periods from due date of Payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months to 1 year | 1 to 2 years | 2 to 3 years | More than 3 years | |
| 1 | Undisputed Trade receivables — considered good | 1,463 | 22 | 61 | - | - | 1,547 |
| | | - | - | - | - | - | |
| 2 | Undisputed Trade Receivables — considered doubtful | - | 8 | 90 | - | - | 98 |
| | | - | - | - | - | - | |
| 3 | Disputed Trade Receivables — considered good | - | - | - | - | - | - |
| | | - | - | - | - | - | |
| 4 | Disputed Trade Receivables — considered doubtful | - | - | - | - | - | - |
| | | - | - | - | - | - | |
| | Less: Provision for Doubtful Debts | - | (4) | (42) | - | - | (46) |
| | TOTAL RUPEES | 1,463 | 26 | 109 | - | - | 1,598 |

**NOTE - 12 - CASH AND CASH EQUIVALENTS**

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| A. Balances with Banks | | |
| - On Current Accounts | 497 | 370 |
| - On Deposits Accounts with due Matuity of less than 3 Months as on the reporting date | 68 | 1,237 |
| | - | - |
| B. Cash on Hand | 1 | 3 |
| TOTAL RUPEES (A+B) | 566 | 1,610 |

## NOTE - 13 - SHORT-TERM LOANS AND ADVANCES

[Unsecured, considered good]

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Prepaid Expenses | 17 | 1 |
| Advance against Expenses | 0 | 0 |
| Other Loans and Advances | 223 | 530 |
| Other Receivables | 153 | 0 |
| TOTAL RUPEES | 393 | 531 |

Note

The loans and advances have been granted without stipulating any terms or period of repayment and the same are repayble on Demand along with interest.

## NOTE - 13.1 - Additional Regulatory Information required by the Companies Act, 2013 as regard to Loans or Advances

[Amount - Rs. in Lakhs]

| Type of Borrower | As at 31st March, 2026 | | As at 31st March, 2025 | |
|---|---|---|---|---|
| | Amount of Loan or Advance in the nature of loan outstanding | Percentage to the total Loans and Advances in the nature of loans | Amount of Loan or Advance in the nature of loan outstanding | Percentage to the total Loans and Advances in the nature of loans |
| Promoters | - | - | - | - |
| Directors | - | - | - | - |
| KMPs | - | - | - | - |
| Related Parties | - | - | - | - |
| Others | 0 | 100.00 | 0 | 100.00 |
| TOTAL | 0 | 100.00 | 0 | 100.00 |

## NOTE - 14 - OTHER CURRENT ASSETS

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| GST Input Tax Credit Entitlement | 8 | 7 |
| Advance Income Tax ,TDS & TCS | 732 | 553 |
| Income Tax Refund Receivable | 56 | 0 |
| TOTAL RUPEES | 796 | 560 |

## NOTE - 15 - REVENUE FROM OPERATIONS

[Amount - Rs. in Lakhs]

| Particulars | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|
| Sale of Services | | |
| Software & Development Charges | 7589 | 6133 |
| TOTAL RUPEES | 7,589 | 6,133 |

## NOTE - 16 - OTHER INCOME

[Amount - Rs. in Lakhs]

| Particulars | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|
| Interest Income | 302.93 | 258.47 |
| Foreign Currency Fluctuation Gain | 133.20 | 75.44 |
| Gain on Redemption of Units of Mutual Funds | 125.39 | 320.44 |
| Dividend Income | 5.13 | 1.08 |
| Gain on Sale of Shares of Listed Companies | 10.21 | 4.42 |
| Share of Profit from Limited Liability Partnership | 0.69 | 12.64 |
| Recovery of Softex Realization Charges | - | 0.62 |
| TOTAL RUPEES | 577.55 | 673.11 |

## NOTE - 17 - EMPLOYEE BENEFITS EXPENSE

[Amount - Rs. in Lakhs]

| Particulars | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|
| Directors' Remuneration | 180 | 180 |
| Salary & Allowances to Staff | 3633 | 3135 |
| Stipend to Interns | 22 | 17 |
| Staff Welfare Expenses | 38 | 39 |
| Insurance Expenses | 60 | 44 |
| TOTAL RUPEES | 3,933 | 3,415 |

## NOTE - 18 - FINANCE COST

[Amount - Rs. in Lakhs]

| Particulars | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|
| Bank Charges & Commission | 3 | 6 |
| Interest Expenses | 2 | 0 |
| TOTAL RUPEES | 5 | 6 |

## NOTE - 19 - OTHER EXPENSES

[Amount - Rs. in Lakhs]

| Particulars | | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|---|
| A. | **Administrative Expenses** | | |
| | Office Rent | 89 | 103 |
| | Lease Rent for Holiday Home and Recreation Center | 0 | 1 |
| | Office Operation and Maintenance Charges | 13 | 13 |
| | Stationery & Printing Expenses | 2 | 1 |
| | Postage & Courier Expenses | 0 | 0 |
| | Electricity Expenses | 13 | 14 |
| | Telephone Expenses | 0 | 0 |
| | Tour and Travelling Expenses | 21 | 42 |
| | Director's Sitting Fees | 1 | 1 |
| | Insurance | 5 | 5 |
| | Vehicle Lease Rent | 11 | 14 |
| | Car Repairs & Maintenance | 1 | 4 |
| | Computer Repairs & Maintenance | 4 | 4 |
| | Conveyance Expenses | 1 | 1 |
| | Legal & Professional Charges | 59 | 45 |
| | Auditors' Remuneration | 2 | 2 |
| | Technical Consultancy Fees | 95 | 91 |
| | Domain & Hosting Charges | 21 | 24 |
| | Foreign Currency Hedging Charges | 0 | 10 |
| | House Keeping Expenses | 7 | 6 |
| | Internet Expenses | 8 | 8 |
| | Subscription & Filing Fees | 0 | 0 |
| | Membership Fees | 8 | 11 |
| | Software operation & maintainance charges | 4 | 5 |
| | Softex Realization Charges | 1 | 0 |
| | Software Subscription Expenses | 13 | 10 |
| | Professional Tax | 0 | 0 |
| | Office Expenses | 24 | 21 |
| | (A) | 404 | 437 |
| B. | **Marketing Expenses** | | |
| | Business Promotion Expenses | 1 | 1 |
| | (B) | 1 | 1 |

| | | | | |
|---|---|---|---|---|
| C. | **Others** | | | |
| | Contribution towards Corporate Social Responsibility (CSR) | | 42.90 | 29.29 |
| | Donation | | - | 1.83 |
| | Diminution in carrying value of Investments | | 40.40 | 2.55 |
| | Provision for Doubtful Debts | | 28.86 | 3.59 |
| | Bad Debts | | - | 18.50 |
| | Sundry Balances Written off | | 2.95 | 1.59 |
| | Miscellaneous Expenses | | - | 1.10 |
| | | (C) | 115.12 | 58.45 |
| | TOTAL RUPEES | (A+B+C) | 520 | 496 |

**NOTE - 20 - SIGNIFICANT ACCOUNTING POLICIES & PRACTICES AND OTHER NOTES**

**NOTE - 20A - CORPORATE INFORMATION**

The Company was originally incorporated and titled as “Bushcare Overseas Private Limited” on September 17, 2004 under the provisions of the erstwhile Companies Act, 1956 with the Registrar of Companies, Madhya Pradesh and Chattisgarh with CIN:U51109MP2004PTC016959. Pursuant to Special Resolution passed by the shareholders at the Extra Ordinary General Meeting held on August 11, 2006, the name of the Company was changed from “Bushcare Overseas Private Limited” to “Systematix Technocrates Private Limited” and a fresh certificate of incorporation consequent upon change of name was issued by the Registrar of Companies, Madhya Pradesh and Chattisgarh vide letter dated August 18, 2006. Further, pursuant to Special Resolution passed by the shareholders at the Extra Ordinary General Meeting held on May 05, 2016, the name of the Company was again changed from “Systematix Technocrates Private Limited” to “Systango Technologies Private Limited” and a fresh certificate of incorporation consequent upon change of name was issued by the Registrar of Companies, Gwalior vide letter dated May 18, 2016. Subsequently, pursuant to Special Resolution passed by the Shareholders at the Extra Ordinary General Meeting, held on December 13, 2022 the Company was converted into a Public Limited Company and consequently the name of the Company was changed from “Systango Technologies Private Limited” to “Systango Technologies Limited” vide a fresh certificate of incorporation consequent upon conversion from private company to public company dated December 27, 2022 issued by the Registrar of Companies, Gwalior bearing CIN:L51109MP2004PLC016959. The registered office of the company is situated at 3rd Floor, LHS, STP-1, Crystal IT Park, Ring Road, Indore. The shares of the Company are listed on National Stock Exchange (Emerge Platform) w.e.f. 15th March, 2023. The Company is principally engaged in supplying Software and Development Services.

**PART- 20B - SIGNIFICANT ACCOUNTING POLICIES & PRACTICES**

1 Accounting Convention

1.1 The financial statements of the Company have been prepared in accordance with Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of the Companies Act, 2013, as applicable.

1.2 The financial statements have been prepared on the basis of historical cost convention, and on the accounting principle of a going concern.

1.3 The Company follows mercantile system of accounting and recognizes income and expenditure on accrual basis except those with significant uncertainties.

2 Use of estimates

The preparation of financial statements, in conformity with the generally accepted accounting principles [GAAP], requires management to make estimates and assumptions that are considered in the reported amounts of assets and liabilities and disclosures of contingent liabilities on the date of financial statements and reported amounts of revenues and expenses for the year. Estimates are based on historical experience , where applicable and other assumptions that management believes are reasonable under the circumstances. Actual results could vary from these estimates and any such difference are dealt within the period in which the results are known / materialize.

3 Property, Plant and Equipment and Intangible Assets

3.1 Property, Plant and Equipment are stated at cost, less accumulated depreciation and impairment, if any. Direct cost are capitalized until such assets are ready for use.

3.2 Tangible Property, Plant and Equipment, that are not yet ready for their intended use, are carried at costs, comprising direct cost, and other incidental/ attributable expenses and reflected under capital work in progress.

3.3 Intangible Assets are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortization and impairment.

4 Investments

Investments are either classified as current or non-current, based on Management's intention. Current investments are carried at lower of cost and fair value of each investment individually. Non-current investments are carried individually at cost. However, provision for diminution is made to recognize a decline, if any, other than temporary, in the carrying value of the investment.

5 Accounting for taxes on income

5.1 Provision for Income-Tax is made on the basis of the estimated taxable income for the accounting year in accordance with the Income-Tax Act, 1961.

5.2 The deferred tax for timing differences between the book profits and tax profits for the year is accounted for using the tax rates and laws that have been enacted or substantially enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is a virtual certainty that these would be realized in future and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.

5.3 Specific tax benefits are available to the Company after fulfilling certain conditions. As per section 10AA of the Income Tax Act, 1961 ("IT Act"), a deduction of an amount equal to one hundred percent of the profits and gains derived by an unit located in SEZ for a period of 5 consecutive assessment years beginning from the assessment year relevant to the previous year in which the unit begins to provide services from SEZ is available. Further, an amount equal to fifty percent of the profit and gains is deductible for the next 5 years. The Company has a unit in SEZ and accordingly, is eligible for the aforesaid deduction. However, the aforesaid deductions are not available while computing tax liability of the Company under Minimum Alternative Tax (MAT). Nonetheless, such MAT paid/payable on the book profits of the Company computed in terms of the provisions of IT Act, read with the Companies Act, 2013 would be eligible for credit against tax liability arising under normal provisions of tax post tax holiday period.

6 Depreciation and Amortization

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the Straight Line Method based on useful life and residual value as per the provisions of Schedule II of the Companies Act, 2013 . Intangible Assets are amortized on a Straight Line basis over the estimated useful economic life. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

7 Retirement Benefits

Contributions to defined contribution schemes such as Provident Fund, ESIC and NPS are charged to the Statement of Profit and Loss as incurred. However, for payment of Gratuity and Leave Encashment no provision has been made by the company and the same are accounted for on actual payments basis only.

8 Revenue Recognition

8.1 The company records revenue from services provided on periodical basis in accordance with terms of contract on accrual basis. Items of revenue are recognized in accordance with the Accounting Standard (AS-9). Accordingly, wherever there are uncertainties in the ascertainment/ realization of income, the same is not accounted for. Revenue is recognized by excluding all the taxes and cess collectible in respect of such income.

8.2 Interest income is accounted on accrual basis.

9 Provisions and Contingent Liabilities

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

10 Impairment of Assets

An asset is treated impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

11 Cash Flow Statement

Cash flow statement are reported using the indirect method, whereby profit / (loss) before extra-ordinary items / exceptional items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flow from operating, investing and financing activities of the Company are segregated based on available information.

12 Foreign Currency Transactions and Translations

(a) Transactions in foreign currencies are initially recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

(b) Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets which are capitalised as cost of assets.

13 Earnings per share

Basic Earnings Per Share and Diluted Earnings Per Share amounts are calculated by dividing the profit for the year attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

The calculation of earnings per Share (EPS) has been made in accordance with Accounting Standard (AS) -20, the details of which are as under :

| Particulars | Reference | Units | 31st March, 2026 | 31st March, 2025 |
|---|---|---|---|---|
| Profit after tax | A | ₹ | 29,88,63,377 | 23,20,32,832 |
| Weighted Average Number of Shares | B | Numbers | 1,46,68,800 | 1,46,68,800 |
| Add: Dilutive Potential Equity Shares | C | Numbers | - | - |
| Number of equity shares for dilutive EPS | D=B+C | Numbers | 1,46,68,800 | 1,46,68,800 |
| Basic Earning per Share | | A/B | 20.37 | 15.82 |
| Diluted Earning per Share | | A/D | 20.37 | 15.82 |

**PART - 20C - OTHER NOTES**

1 Initial Public Offer

The company has voluntarily got itself converted from a 'Private Limited Company' to 'Limited Company' w.e.f. 27-12-2022 vide SRN - F54671763. The Company's shares have been listed with National Stock Exchange of India Limited (NSE) EMERGE Platform consequent to a public offer of shares. During the F.Y. 2022-23, the Company came out with its maiden 'Initial Public Offering' (IPO) of 38,68,800 Equity shares of face value of ₹ 10/- each at a price of ₹ 90/- per equity share aggregating to ₹ 34,81,92,000/- . The public issue was open for subscription from 02-03-2023 till 06-03-2023. The Company got listed on 15-03-2023 on the National Stock Exchange of India Limited (NSE) Emerge Platform.

The details of the Net Proceeds are set forth below:

[Rs. In Lakhs]

| Particulars | Projected | Actuals |
|---|---|---|
| Gross Proceeds of the Issue | 3481.92 | 3481.92 |
| Less: Public Issue Expenses | 338.79 | 398.39 |
| | **3143.13** | **3083.53** |
| **Amount utilized till 31-03-2026** | | **1678.38** |

2 Figures for the previous year has been regrouped and/or rearranged wherever considered necessary.

3 In the opinion of the Board, the current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amounts at which they are stated in the Balance Sheet and that the provision for known liability is adequate and not in excess of amount considered reasonably necessary.

4 Special Economic Zone Re-Investment Reserve

The company has benefited from ceain tax incentives that the Government of India has provided for the units situated in Special Economic Zones (SEZs) under the Special Economic Zone Act, 2005, which began providing services on or after 1 April 2005. The eligible units are eligible for a deduction of 100% of profits or gains derived from the expo of services for the first five years from the year of commencement of operations and 50% of such profits and gains for the next five years. Ceain tax benefits are also available for a fuher period of five years subject to meeting reinvestment conditions.The aforesaid tax benefits will not be available to units having commenced the operations after 31 March 2021.

5 Contingent Liabilities and Commitments

| | | 31st March, 2026 | 31st March, 2025 |
|---|---|---|---|
| A. | Contingent Liabilities | | |
| i) | Claims against the Company, not acknowledged as debts | - | - |
| ii) | Guarantees | - | - |
| iii) | Other money for which the Company is contingently liable. | - | - |
| B. | Commitments | | |
| i) | Estimated amount of Contracts remaining to be executed on capital account and not provided for | - | - |
| ii) | Uncalled liability on shares and other investments partly paid | - | - |
| iii) | Other Commitments | - | - |

6 Information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

7 Corporate Social Responsibility

In accordance with the provisions on Section 135 of the Companies Act, 2013, the Board of Directors of the Company has constituted a CSR Committee. The details of CSR Activities are as follows :

[Amount - Rs. in Lakhs]

| S No. | Particulars | 31st March, 2026 | 31st March, 2025 |
|---|---|---|---|
| 1 | Brought forward of amount unspent/(excess) beyond the statutory requirement | -0.04 | -0.04 |
| 2 | Gross amount required to be spent by the company during the year as per Companies Act, 2013 | 42.90 | 29.29 |
| 3 | Amount spent by the company during the year on the following: | | |
| | (a) Construction / Acquisition of any asset | - | - |
| | (b) Promoting Health Care including Preventive Health Care and Sanitization | 3.00 | 3.01 |
| | (c) Promoting Education, Human Welfare, Women Empowerment and Food & Water Distribution | - 39.90 | - 26.28 |
| | Total (3) | 42.90 | 29.29 |
| 4 | Closing amount yet to be spent | - | - |
| 5 | Carry forward of amount spent beyond the statutory requirement | -0.04 | -0.04 |
| 6 | Shortfall at the end of the year | - | - |
| 7 | Total of Previous Year Shortfalls | - | - |
| 8 | Reasons for Shortfalls | Not Applicable | Not Applicable |

Note: No CSR amount has been paid to any related party of the Company.

8 Taxation

[Amount - Rs. in Lakhs]

A. Current Tax

Current Tax Liability of the Company is estimated in accordance with the provisions of the Income-Tax Act, 1961.

B. Deferred Tax

Deferred Tax Assets Net of the Deferred Tax Liabilities, for the year under review has been computed as under :

Net Timing Difference

i) Depreciation

| | | |
|---|---|---|
| W.D.V. of Fixed Assets as per Books of Account | | 442.49 0 |
| Less : W.D.V. of Fixed Assets as per Income-Tax Return | | 417.47 |
| Excess of Depreciation provided in the Income Tax Return over Depreciation claimed in the Books of Account | | 25.02 |

ii) Others

| | | |
|---|---|---|
| Provision for Doubtful Debts | | 28.86 |
| | Other Items | 28.86 |
| Rate applicable for the year | | 29.120% |

i) Deferred Tax Liabilities on Account of

| | |
|---|---|
| Deprecation | 7.28 |
| Others | - |

| | | | |
|---|---|---|---|
| | | | ---------- |
| | | (i) | 7.28 |
| | | | ---------- |
| ii) | Deferred Tax Assets on Account of | | |
| | Deprecation | | - |
| | Others | | 8.00 |
| | | | ---------- |
| | | (ii) | 8.00 |
| | | | ---------- |
| | Deferred Tax Assets as at the year end | (ii-i) | 0.72 |
| | Deferred Tax Assets for earlier years | | 5.55 |
| | Deferred Tax Assets Reversal for the year | | -4.83 |

9 Related Party Disclosures

| | | |
|---|---|---|
| A. | List of related parties | |
| i) | Parties where control exists | 1) Systango Account Aggregator Service LLP |
| ii) | Wholly Owned Subsidiaries | 1) Isystango Ltd.,UK<br>2) Systango Account Aggregator Services Pvt. Ltd.<br>[Converted to Systango Account Aggregator LLP w.e.f 10-04-2024]<br>3) Systango LLC, USA<br>[Liquidated w.e.f. 19-12-2024 ]<br>4) Systango INC, USA |
| iii) | Subsidiary of Subsidiary | 1) Systango Ltd.,UK |
| iv) | Associate Companies | Nil |
| v) | Related Parties | 1) Shri Nilesh Rathi HUF<br>2) M/s. NV Agro [Partnership Firm]<br>3) DBX Holdings Ltd.<br>4) M/s. Khandelwal Good Food Corporation<br>[Prop. Shri Mayur Khandelwal] |
| vi) | Directors | 1) Smt. Vinita Rathi<br>2) Shri Nilesh Rathi<br>3) Shri Narender Tulsidas Kabra<br>4) Shri Vikas Jain<br>5) Smt. Sarita Devi Khandelwal |

[Amount - Rs. in Lakhs]

| B. Transaction with related parties | 31st March, 2026 | 31st March, 2025 |
|---|---|---|
| i) Sales services and other income | | |
| a) Software & Development Charges | | |
| Systango LLC, USA | - | 161 |
| Isystango Ltd.,UK | 49 | 131 |
| Systango Ltd., UK | 3,115 | 522 |
| Systango INC, USA | 1,087 | 1,158 |
| TOTAL | 4,251 | 1,972 |
| b) Interest Income | | |
| M/s. Khandelwal Good Food Corporation [Prop. Shri Mayur Khandelwal] | 0.42 | - |
| ii) Directors' Remuneration | | |
| Mr. Nilesh Rathi | 90 | 90 |
| Mrs. Vinita Rathi | 90 | 90 |
| TOTAL | 180 | 180 |

| | | | |
|---|---|---|---|
| iv) | Rent | | |
| | Shri Nilesh Rathi HUF [Office Rent] | - | 17.25 |
| | M/s. N V Agro [Lease Rent] | - | 1.00 |
| | TOTAL | - | 18.25 |
| v) | Advances Given to | | |
| | M/s. Khandelwal Good Food Corporation [Prop. Shri Mayur Khandelwal] | 100 | - |
| vi) | Advances Refunded by | | |
| | M/s. Khandelwal Good Food Corporation [Prop. Shri Mayur Khandelwal] | 100 | - |

[Amount - Rs. in Lakhs]

| | | 31st March, 2026 | 31st March, 2025 |
|---|---|---|---|
| vii) | Loan Transactions with Related Parties | | |
| a) | Loans and Advances Taken - Systango Account Aggregator Services Pvt. Ltd. [Now converted into Systango Account Aggregator Services LLP] | | |
| | Opening Balance | - | 0.28 |
| | Received during the year | - | - |
| | Given during the year | - | 0.28 |
| | Closing Balance | - | - |
| b) | Loans and Advances Given | | |
| | Opening Balance | - | - |
| | Given during the year | 100 | - |
| | Received during the year | 100 | - |
| | Closing Balance | - | - |
| viii) | Outstanding Balances | | |
| a) | Non Current Investment | | |
| | Systango Account Aggregator Services LLP | 21 | 33 |
| | Receivables | | |
| | Systango Ltd., UK | 719 | 122 |
| | DBX Holdings Ltd. | - | 32 |
| | Isystango Ltd.,UK | - | 111 |
| | Systango INC, USA | 356 | 353 |
| | Payables | | |
| | M/s. NV Agro | - | 0.90 |
| | Shri Narender Kabra | 0.18 | 0.18 |
| | Shri Vikas Jain | 0.18 | 0.18 |

10 Additional information pursuant to the Part II of Schedule III to the Companies Act, 2013.

[Amount - Rs. in Lakhs]

| | | 31st March, 2026 | 31st March, 2025 |
|---|---|---|---|
| A. | Directors' Remuneration | | |
| i) | Salaries | 180 | 180 |
| ii) | Allowances | - | - |
| | TOTAL | 180 | 180 |
| B. | Auditors' Remuneration | | |
| i) | Audit Fees | 2.00 | 1.50 |
| ii) | Tax Audit Fees | 0.25 | 0.25 |
| iii) | Other Services | - | - |

| | | | |
|---|---|---|---|
| | TOTAL | 2.25 | 1.75 |
| C. | Foreign Currency Transactions | | |
| i) | Value of Imports calculated on CIF Basis | | |
| | Raw Material | - | - |
| | Components and spare parts | - | - |
| | Capital Goods | - | - |
| ii) | Expenditure in Foreign Currency | - | - |
| iii) | Earning in Foreign Currency | | |
| | Export of goods on calculated on FOB Basis | - | - |
| | Royalty, Know how, professional & consultation fees | 7,589 | 6,117 |
| | Interest and Dividend | - | - |
| | Other Income | - | - |

**NOTE - 21 - ADDITIONAL REGULATORY INFORMATION**

(i) 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.

(ii) The company has not revalued any of its Property, Plant and Equipment during the year.

(iii) The company has not granted any loans to promoters, directors, KMPs and related parties, either severally or jointly with any other person during the year.

(iv) During the financial year 2025-26, no proceeding has 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.

(v) The Company has not availed any working capital facilities and accordingly, it is not required to furnish any quarterly returns or statements with the banks or financial institutions.

(vi) The company is not declared a wilful defaulter by any bank or financial institution or any other lender.

(vii) The company has not entered into any material transaction with the companies struck-off under s. 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

(viii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(ix) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

(x) The company has not applied for any Scheme of Arrangements in terms of Sections 230 to 237 of the Companies Act, 2013.

(xi) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding,whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(xii) The Company has no 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).

(xiii) The company has not traded or invested in Crypto Currency or Virtual Currency during the Financial Year 2025-26.

(xiv) **Disclosure relating to various ratios**

[Amount - Rs. in Lakhs]

| Sno. | Particulars | As at 31st March, 2026 | As at 31st March, 2025 | % of Changes compared to preceding year | Remarks (mandatory if Variation>25%) |
|---|---|---|---|---|---|
| (a) | **Current Ratio** (in times)<br>[Current Assets / Current Liabilities] | | | | |
| | Current Assets | 10,010 | 8,902 | | Not Applicable |
| | Current Liabilities | 1,007 | 825 | | |
| | Current Ratio | 9.94 | 10.79 | (7.93%) | |
| (b) | **Debt Equity Ratio** (in times)<br>[Total Debts / Total Equity ] | | | | |
| | Total Debts<br>[Non Current Borrowings+Current Borrowings] | - | - | | Not Applicable |
| | Total Equity | 13,038 | 10,049 | | |
| | Debt Equity Ratio | - | - | - | |
| (c) | **Debt Service Coverage Ratio** (in times)<br>[Earnings available for Debt Service / Debt Service] | | | | |
| | Earnings available for Debt Service<br>[Profit after Taxes + Depreciation/ Amortisation + Finance Cost] | 3,066 | 2,384 | | Not Applicable |
| | Debt Service<br>[Finance Costs + Scheduled principal repayment of Non-Current Borrowings (Current Maturities of Long Term Debts of previous year) + principal repayment of Lease Liabilities] | - | - | | |
| | Debt Service Ratio | N.A. | N.A. | N.A. | |
| (d) | **Return on Equity Ratio** (in percentage)<br>[Profit after Tax / Average Total Equity] | | | | |
| | Profit after Tax | 2,989 | 2,320 | | Not Applicable |
| | Average Total Equity | 11,543 | 8,889 | | |
| | [(Opening Total Equity+Closing Total Equity)/2] | - | | | |
| | Return on Equity Ratio | 25.89% | 26.10% | (0.82%) | |
| (e) | **Inventory Turnover Ratio** (in times)<br>[Sale of Products / Average Inventory] | | | | |
| | Sale of Products | - | - | | Not Applicable |
| | Average Inventory | - | - | | |
| | [(Opening Inventory+Closing Inventory)/2] | | | | |
| | Inventory Turnover Ratio | N.A. | N.A. | N.A. | |
| (f) | **Trade Receivable Turnover Ratio** (in times)<br>[Turnover/ Average Trade Receivables] | | | | |
| | Turnover (Revenue from Operations) | 7,589 | 6,133 | | Not Applicable |
| | Average Trade Recievables | 1,545 | 1,253 | | |
| | [(Opening Trade Receivables + Closing Trade Receivables)/2] | | | | |
| | Trade Receivable Turnover Ratio | 4.91 | 4.90 | 0.35% | |
| (g) | **Trade Payable Turnover Ratio** (in times)<br>[Net Purchases / Average Trade Payables] | | | | |
| | Net Purchases | - | - | | Not Applicable |
| | Average Trade Payables | - | - | | |
| | [(Opening Trade Payables + Closing Trade Payables)/2] | | | | |
| | Trade Payable Turnover Ratio | - | - | - | |

| | | | | |
|---|---|---|---|---|
| (h) **Net Capital Turnover Ratio** (in times)<br>[Turnover / Working Capital] | | | | |
| Turnover (Revenue from Operations) | 7,589 | 6,133 | | Not Applicable |
| Working Capital<br>[Current Assets (-) Current Liabilities] | 9,002 | 8,077 | | |
| Net Capital Turnover Ratio | 0.84 | 0.76 | 11.02% | |
| (i) **Net Profit Ratio** (in percentage)<br>[Profit after Tax / Turnover] | | | | |
| Profit after Tax | 2,989 | 2,320 | | Not Applicable |
| Turnover (Revenue from Operations) | 7,589 | 6,133 | | |
| Net Profit Ratio | 39.38% | 37.83% | 4.09% | |
| (j) **Return on Capital Employed** (in percentage)<br>[Earnings Before Interest & Taxes/ Capital Employed] | | | | |
| Earnings Before Interest & Taxes<br>[Profit before Tax + Finance Costs] | 3,641 | 2,838 | | Not Applicable |
| Capital Employed<br>[Total Equity + Total Borrowings] | 13,038 | 10,049 | | |
| Return on Capital Employed | 27.92% | 28.24% | (1.13%) | |
| (k) **Return on Investment Ratio** (in percentage)<br>[Net Gain on Investment/ Investment] | | | | |
| Net Gain on Investment [Mutual Funds] | 125 | 320 | | Due to decrease in Net gain on investment and increase in investments during the year |
| Investment [Mutual Funds] | 4,517 | 2,072 | | |
| Return of Investment Ratio | 2.78% | 15.46% | (82.05%) | |

The accompanying Notes form an integral part of these Standalone Financial Statements

In terms of our report of even date attached

For **Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No. 004186C

**(CA. Aayush Garg)**
Partner
Membership No. 434485
**ICAI UDIN: 26434485MNTHWN1096**

Place : Indore
Dated : May 14th, 2026

**For and on the behalf of the Board of Directors**

(Vinita Rathi)
Managing Director
DIN : 00427239

(Nilesh Rathi)
Whole Time Director
DIN : 00430725

(Ayushi Solanki)
Company Secretary

Place : Indore
Dated : May 14th, 2026

# Independent Auditors' Report on Consolidated Financial Statements

**To**
**The Members,**
**Systango Technologies Ltd.**

## Report on the Audit of the Consolidated Financial Statements

## Opinion

We have audited the accompanying Consolidated Financial Statements of **Systango Technologies Ltd**("the Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprises the Consolidated Balance Sheet as at March 31st, 2026, the ConsolidatedStatement of Profit and Loss, the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the 'Consolidated financial statements').

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of report of other auditors on separate financial statements of the subsidiaries as was audited by other auditors, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31st 2026, of its consolidated profit/loss and consolidated cash flows for the year then ended.

## Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the "*Auditors' 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 Consolidated 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 along with the consideration of report of the other auditors referred to in the *Other Matter* section below, is sufficient and appropriate to provide a basis for our 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 financial statements of the current period. 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.

## Information Other than the Consolidated Financial Statements and Auditors' Report Thereon

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the Consolidated Financial Statements, Standalone Financial Statements and our Auditors' Report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's and Board of Directors' Responsibility for the Consolidated Financial Statements**

The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of each company.

**Auditors' Responsibility 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 Company has adequate internal financial controls 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 in the consolidated financial statements made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 Company 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 and business activities within the Group 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 or business activities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities or business activities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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 Matter**

(a) We did not carry out the audit of the financial statements of one subsidiary, whose financial statements reflect total assets of Rs. 49.33 Lakhs, as at 31st March, 2026, total revenues (including other income) of Rs3.52 Lakhs, total Net Profit after tax of Rs. 3.42 Lakhs for the year ended 31st March, 2026 as considered in the consolidated financial statements. These financial statements have been audited by the other auditors whose report has been furnished to us by the management, and in our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, and our report in terms of sub-section (3) of section 143 of the Act, in so far as it relates to these subsidiaries is based solely on the report of the other auditors.

(b) We did not carry out the audit of the financial statements of two subsidiaries, whose financial statements reflect total assets of Rs. 2272.84 Lakhs as at 31st March, 2026, total revenues (including other income) of Rs.5713.17 Lakhs and total Net Profit after Tax of Rs. 263.13 Lakhs for the year ended 31st March, 2026 as considered in the consolidated financial statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the aforesaid subsidiary and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

All of the aforesaid three subsidiaries are 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 prepared by the Management under generally accepted auditing standards applicable in their respective countries. The Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Company's management.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory requirements below, is not modified in respect of the above matters.

**Report on Other Legal and Regulatory Requirements**

1. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of 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, as per the information and explanation provided to us by the management of the Holding Company, we report that the auditor of the Indian subsidiary company included in the consolidated financial statements have not made any reporting in the respective Order report of such company.

2. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of other auditors on separate financial statements of subsidiaries, referred in the Other Matters paragraph above, we report, to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors, *except in relation to compliance with the requirements of audit trail, refer paragraph (h)(vi) below.*

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31st, 2026, taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary companies, none of the directors of the Group is disqualified as on March 31st, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate report in “Annexure-A”;

(g) In our opinion, the managerial remuneration for the year ended March 31, 2026has been paid/provided by the Holding Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditors’ 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 and based on the consideration of the report of the other auditors on separate financial statements of the subsidiary as noted in the “Other Matter” paragraph:

(i) The Group does not have any pending litigation which would impact its financial position.

(ii) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.

(iv) (a) The Holding Company’s management has represented that, to the best of its knowledge and belief, 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 persons or entities, 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 Holding Company’s management has represented, that, to the best of its knowledge and belief, no funds have been received by the Holding company from any persons or entities, 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.

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

(v) The Holding Company has not declared or paid any dividend during the year.

(vi) Based on our examination, which included test checks, and that performed by the auditor of the subsidiary incorporated in India whose financial statements have been audited under the Act, Except for the instances mentioned below, the Holding Company and the subsidiary have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. Further, during the course of the audit we did not come across any instance of the audit trail feature being tampered with in respect of accounting software of the aforesaid period.

(a) In respect of the Holding Company, the accounting and payroll softwares 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.

(b) *In respect of the subsidiary Companies, the accounting software used for maintaining books of accounts for the year ended 31st March, 2026 did not have a feature of recording audit trail (edit log) facility.*

3. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Holding Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No.: 004186C

Place: Indore
Dated: May 14th, 2026

**Aayush Garg**
Partner
Membership No. :434485
ICAI UDIN: 264344BSUPWSNE9392

## ANNEXURE–A TO THE INDEPENDENT AUDITORS' REPORT

## Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

Referred to in Paragraph 1(f), under ‘Report on Other Legal and Regulatory Requirements’ section of the Independent Auditors’ Report of even date to the members of Systango Technologies Ltd on the Consolidated financial statements as of and for the year ended March 31st, 2026, we report that:

We have audited the internal financial controls over financial reporting of Systango Technologies Ltd.(“the Company or the Holding Company”) as of 31st March, 2026 in conjunction with our audit of the Consolidated financial statements of the Holding Company for the year ended on that date

### Management’s Responsibility for Internal Financial Controls

The Holding 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 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.

### Auditors’ Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**Other Matters**

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to subsidiary companies, which are companies incorporated in India or outside India, is based solely on the corresponding report of the auditors of such company incorporated in India or the representations provided by the management for the subsidiaries incorporated outside India.

Our opinion is not modified in respect of the above matters.

For **Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No.: 004186C

Place: Indore
Dated: May 14th, 2026

**Aayush Garg**
Partner
Membership No. :434485
ICAI UDIN: 264344BSUPWSNE9392

sYstango

# Consolidated Financial Statements

## CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH,2026

[Amount - Rs.in Lakhs]

| | Particulars | Note No. | As at 31st March,2026 | As at 31st March,2025 |
|---|---|---|---|---|
| **A** | **EQUITY AND LIABILITIES** | | | |
| I | SHAREHOLDERS' FUNDS | | | |
| (a) | Share Capital | 1 | 1,467 | 1,467 |
| (b) | Reserves and Surplus | 2 | 12,080 | 8,763 |
| | (I) | | 13,547 | 10,230 |
| II | Minority Interest | | 0 | 0 |
| | (II) | | 0 | 0 |
| III | NON-CURRENT LIABILITIES | | | |
| (a) | Long-Term Borrowings | 3 | 6 | 3 |
| | (III) | | 6 | 3 |
| IV | CURRENT LIABILITIES | | | |
| (a) | Trade Payables | | | |
| | -Total outstanding dues of micro enterprises & small enterprises; and | 4 | - | - |
| | -Total outstanding dues of creditors other than micro enterprises & small enterprises | | 104 | 40 |
| (b) | Other Current Liabilities | 5 | 97 | 20 |
| (c) | Short-Term Provisions | 6 | 1,296 | 949 |
| | (IV) | | 1,497 | 1,008 |
| | **TOTAL RUPEES (I + II + III + IV)** | | **15,050** | **11,242** |
| **B** | **ASSETS** | | | |
| I | NON-CURRENT ASSETS | | | |
| (a) | Property, Plant and Equipment and Intangible Assets | 7 | | |
| i) | Property, Plant and Equipment | 7A | 182 | 193 |
| ii) | Intangible Assets | 7B | 264 | 282 |
| iii) | Capital Work-in-Progress | 7C | 9 | - |
| iv) | Intangible Assets under Development | | - | - |
| | | | 455 | 475 |
| (b) | Goodwill | | 47 | 47 |
| (c) | Non-Current Investments | 8 | 3,515 | 1,325 |
| (d) | Deferred Tax Assets (Net) | 9 | 1 | 6 |
| (e) | Long Term Loans and Advances | 10 | 230 | - |
| (f) | Other Non-Current Assets | 11 | 33 | 71 |
| | (I) | | 4,281 | 1,924 |
| II | CURRENT ASSETS | | | |
| (a) | Current Investments | 12 | 6,764 | 4,655 |
| (b) | Trade Receivables | 13 | 1,177 | 1,547 |
| (c) | Cash and Cash Equivalents | 14 | 1,573 | 2,021 |
| (d) | Short-Term Loans and Advances | 15 | 458 | 533 |
| (e) | Other Current Assets | 16 | 796 | 562 |
| | (II) | | 10,769 | 9,318 |
| | **TOTAL RUPEES (I + II)** | | **15,050** | **11,242** |
| | Significant Accounting Policies & Practices and Other Notes | 23 | | |
| | Additional Regulatory Information | 24 | | |

The accompanying Notes form an integral part of these Consolidated Financial Statements

In terms of our report of even date attached

**For Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No. 004186C

**(CA. Aayush Garg)**
Partner
Membership No. 434485
ICAI UDIN: 264344BSUPWSNE9392

Place : Indore
Dated : May 14th, 2026

**For and on behalf of the Board of Directors**

(Vinita Rathi)
Managing Director
& CEO
DIN : 00427239

(Nilesh Rathi)
Whole Time Director
& CFO
DIN : 00430725

(Ayushi Solanki)
Company Secretary
& Compliance Officer

Place : Indore
Dated : May 14th, 2026

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH,2026

[Amount - Rs.in Lakhs]

| | Particulars | Note No. | Year ended 31st March,2026 | Year ended 31st March,2025 |
|---|---|---|---|---|
| | **INCOME** | | | |
| I | Revenue from Operations | 17 | 9,038 | 6,714 |
| II | Other Income | 18 | 594 | 682 |
| III | **TOTAL INCOME (I + II)** | | **9,632** | **7,397** |
| IV | **EXPENSES** | | | |
| (a) | Cost of Sales | 19 | 277 | 176 |
| (b) | Employee Benefits Expense | 20 | 3,933 | 3,497 |
| (c) | Finance Costs | 21 | 6 | 8 |
| (d) | Other Expenses | 22 | 1,424 | 749 |
| (e) | Depreciation and Amortization | | 74 | 58 |
| | **TOTAL EXPENSES (IV)** | | **5,714** | **4,487** |
| V | Profit before exceptional and extraordinary items and tax (III-IV) | | 3,918 | 2,910 |
| VI | Exceptional items | | - | - |
| VII | Profit before extraordinary items and tax (V-VI) | | 3,918 | 2,910 |
| VIII | Extraordinary items | | - | - |
| IX | Profit before Tax (VII-VIII) | | **3,918** | **2,910** |
| X | Tax Expense: | | | |
| (a) | Current Tax | | 722 | 520.05 |
| (b) | (Less) : MAT Credit | | - | - |
| (c) | Current Tax Expense relating to prior years | | 4 | 3.71 |
| (d) | Deferred Taxation | | 4 | 12.64 |
| | | | 730 | 536.40 |
| XI | Profit for the year (IX-X) | | **3,188** | **2,373.10** |
| XII | Less : Minority Interest | | 0 | 0.00 |
| XIII | Profit transferred to Consolidated Financial Statement | | **3,188** | **2,373.10** |
| XIV | Earnings per share (of ₹10/- each): | 23 | | |
| (a) | Basic | | 22 | 16.18 |
| (b) | Diluted | | 22 | 16.18 |
| | Significant Accounting Policies & Practices and Other Notes | 23 | | |
| | Additional Regulatory Information | 24 | | |

The accompanying Notes form an integral part of these Consolidated Financial Statements

In terms of our report of even date attached

**For Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No. 004186C

**(CA. Aayush Garg)**
Partner
Membership No. 434485
ICAI UDIN: 264344BSUPWSNE9392

Place : Indore
Dated : May 14th, 2026

**For and on the behalf of the Board of Directors**

(Vinita Rathi)
Managing Director
& CEO
DIN : 00427239

(Nilesh Rathi)
Whole Time Director
& CFO
DIN : 00430725

(Ayushi Solanki)
Company Secretary
& Compliance Officer

Place : Indore
Dated : May 14th, 2026

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

[Amount - Rs. in Lakhs]

| Sno. | Particulars | Year ended 31st March, 2026 | | Year ended 31st March, 2025 | |
|---|---|---|---|---|---|
| A. | **CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES** | | | | |
| | Net Profit before Tax and Exceptional Items as per Consolidated Statement of Profit and Loss | | 3,917.78 | | 2,909.51 |
| | Adjustments for : | | | | |
| | Depreciation & Amortisation | 73.87 | | 58.37 | |
| | Foreign Exchange Gain | (133.20) | | (75.44) | |
| | Interest income | (320.19) | | (280.46) | |
| | Dividend Income | (5.13) | | (1.08) | |
| | Finance Cost | 6.26 | | 7.64 | |
| | Gain on Redemption of Units of Mutual Fund | (125.39) | | (320.44) | |
| | Gain on Sale of Shares of Listed companies | (10.21) | | (4.42) | |
| | Share of Profit/(Loss) of Minority Interest | 0.00 | | 0.00 | |
| | Revaluation adjustment of PPE | - | (513.99) | 0.64 | (615.20) |
| | **Operating Profit before Working Capital Changes** | | 3,403.79 | | 2,294.31 |
| | Net change in: | | | | |
| | Trade Receivables | 369.59 | | (472.42) | |
| | Short-Term Loans and Advances | 74.98 | | (74.49) | |
| | Other Current Assets | (234.57) | | (239.87) | |
| | Trade Payables | 64.09 | | 25.64 | |
| | Other Current Liabilities | 77.25 | | (23.23) | |
| | Short-Term Provisions | 347.18 | 698.52 | 252.21 | (532.16) |
| | **Cash generated from/ (used in) Operations** | | 4,102.31 | | 1,762.16 |
| | Direct Taxes | | 725.69 | | 523.76 |
| | **Net Cash generated from/ (used in) Operating Activities** | | **3,376.62** | | **1,238.40** |
| B. | **CASH FLOW FROM INVESTING ACTIVITIES** | | | | |
| | Purchase of Property, Plant and Equipment | | (45.18) | | (31.39) |
| | Purchase of Intangible Asset | | - | | (12.20) |
| | Acquisition of Capital Work in Progress | | (9.00) | | - |
| | Purchase of Intangible Asset under Development | | - | | (39.12) |
| | Net Changes in Long Term Loans and Advances given | | (229.91) | | - |
| | Gain on Redemption of Units of Mutual Fund | | 125.39 | | 320.44 |
| | Interest Income | | 320.19 | | 280.46 |
| | Dividend Income | | 5.13 | | 1.08 |
| | Movement in Other Non-Current Assets | | 38.47 | | 0.15 |
| | Net Changes in Investments | | (4,298.59) | | (287.01) |
| | Gain on Sale of Shares of Listed companies | | 10.21 | | 4.42 |
| | **Net Cash generated from/ (used in) Investing Activities** | | **(4,083.28)** | | **236.84** |
| C. | **CASH FLOW FROM FINANCING ACTIVITIES** | | | | |
| | (Repayment)/Proceeds of Long-term Borrowings | | 3.16 | | (6.12) |
| | Finance Cost | | (6.26) | | (7.64) |
| | Foreign Exchange Gain | | 133.20 | | 75.44 |
| | Foreign Currency Translation Reserve | | 128.61 | | 17.07 |
| | Increase/ (Decrease) in Minority Interest | | (0.00) | | - |
| | **Net Cash generated from/ (used in) Financing Activities** | | **258.72** | | **78.75** |
| | **NET CHANGE IN CASH AND CASH EQUIVALENTS [A+B+C]** | | (447.95) | | 1,553.98 |
| | Cash and cash equivalents at the beginning of the year | | 2,021.38 | | 467.39 |
| | **Cash and cash equivalents at the end of the year** | | **1,573.43** | | **2,021.38** |
| | **Components of cash and cash equivalents as at year end comprise of :** | | | | |

| | | | | | |
|---|---|---|---|---|---|
| | Cash in Hand | | 1.25 | | 2.73 |
| | Balance with Banks in Current Accounts | | 1,504.48 | | 781.86 |
| | Balance with Banks in Short Term Deposits | | 67.70 | | 1,236.79 |
| | | | **1,573.43** | | **2,021.38** |

**Note:**

1 All figures in brackets are outflow.

2 Cash and cash equivalents are as per balance sheet except for fixed deposits which are not considered as cash and cash equivalents as the maturity date is beyond three months from the reporting date

3 The above Consolidated cash flow statement has been prepared under 'Indirect Method' as set out in the Accounting Standard-3 on 'Cash Flow Statement' issued by the Institute of Chartered Accountants of India.

For Anil Kamal Garg & Company
Chartered Accountants
ICAI Firm Registration No. 004186C

**(CA. Aayush Garg)**
Partner
Membership No. 434485
**ICAI UDIN: 264344BSUPWSNE9392**

Place : Indore
Dated : May 14th, 2026

**For and on the behalf of the Board of Directors**

(Vinita Rathi)
Managing Director
& CEO
DIN : 00427239

(Nilesh Rathi)
Whole Time Director
& CFO
DIN : 00430725

(Ayushi Solanki)
Company Secretary
& Compliance Officer

Place : Indore
Dated : May 14th, 2026

**NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2026 AND CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON THAT DAY**

## NOTE - 1 - SHARE CAPITAL

A Authorised and Paid-up Share Capital

[Amount - Rs.in Lakhs]

| Particulars | As at 31st March, 2026 | | As at 31st March, 2025 | |
|---|---|---|---|---|
| | No. of Shares | Amount | No. of Shares | Amount |
| **AUTHORISED** | | | | |
| Equity Shares of ₹ 10/- each | 1,50,00,000 | 1,500 | 1,50,00,000 | 1,500 |
| **ISSUED, SUBSCRIBED & PAID-UP** | | | | |
| Equity Shares of ₹ 10/- each Fully Paid-up | 1,46,68,800 | 1,467 | 1,46,68,800 | 1,467 |
| TOTAL | 1,46,68,800 | 1,467 | 1,46,68,800 | 1,467 |

B. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

[Amount - Rs.in Lakhs]

| Particulars | As at 31st March, 2026 | | As at 31st March, 2025 | |
|---|---|---|---|---|
| | No. of Shares | Amount | No. of Shares | Amount |
| Equity Share of ₹ 10/- each Fully Paidup | | | | |
| Shares outstanding at the beginning of the year | 1,46,68,800 | 14,66,88,000 | 1,46,68,800 | 14,66,88,000 |
| Shares issued during the year | - | - | - | - |
| Shares bought back during the year | - | - | - | - |
| Shares outstanding at the end of the year | 1,46,68,800 | 14,66,88,000 | 1,46,68,800 | 14,66,88,000 |

C. Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

| Particulars | As at 31st March, 2026 | | As at 31st March, 2025 | |
|---|---|---|---|---|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| Smt. Vinita Rathi | 53,34,600 | 36.37% | 53,27,400 | 36.32% |
| Shri Nilesh Rathi | 52,41,990 | 35.74% | 52,34,790 | 35.69% |
| TOTAL | 1,05,76,590 | 72.10% | 1,05,62,190 | 72.00% |

D. Details of shares held by Promoters & Promoter's Group as defined in the Companies Act, 2013 as at 31st March, 2026 and as at 31st March, 2025

| Name of the Promoter | As at 31st March, 2026 | | As at 31st March, 2025 | | % Change during the year |
|---|---|---|---|---|---|
| | No. of Shares held | % of Total Shares | No. of Shares held | % of Total Shares | |
| Smt. Vinita Rathi | 53,34,600 | 36.37% | 53,27,400 | 0 | 0.05% |
| Shri Nilesh Rathi | 52,41,990 | 35.74% | 52,34,790 | 0 | 0.05% |
| Shri Priyesh Rathi | 9,200 | 0.06% | 9,200 | 0 | - |
| Shri Suresh Chand Rathi | 10 | 0.00% | 10 | 0 | - |
| Shri Mayur Khandelwal | 1,000 | 0.01% | 1,000 | 0 | - |
| TOTAL | 1,05,86,800 | 72.17% | 1,05,72,400 | 1 | 0.10% |

E. Details of shares held by Promoters & Promoter's Group as defined in the Companies Act, 2013 as at 31st March, 2025 and as at 31st March, 2024

| Name of the Promoter | As at 31st March, 2025 | | As at 31st March, 2024 | | % Change during the year |
|---|---|---|---|---|---|
| | No. of Shares held | % of Total Shares | No. of Shares held | % of Total Shares | |
| Smt. Vinita Rathi | 53,27,400 | 36.32% | 53,21,000 | 0 | 0.05% |
| Shri Nilesh Rathi | 52,34,790 | 35.69% | 52,23,990 | 0 | 0.08% |
| Shri Priyesh Rathi | 9,200 | 0.06% | 9,200 | 0 | - |
| Shri Suresh Chand Rathi | 10 | 0.00% | 10 | 0 | - |
| Shri Mayur Khandelwal | 1,000 | 0.01% | 1,000 | 0 | - |
| TOTAL | 1,05,72,400 | 72.07% | 1,05,55,200 | 1 | 0.13% |

F. Rights, Preferences and restrictions attached to Equity Shares

The Company has issued only one class of equity shares, having face value of ₹10/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

G. Allotment of Bonus Shares/Buy Back of shares

There are no shares allotted as fully paid up by way of bonus shares or allotted as fully paid up pursuant to contract without payment being received in cash, or bought back either during the year ended 31st March, 2026 or the immediately preceding financial year ended 31st March, 2025. Further, there are no securities which are convertible into equity shares.

The Company has issued Bonus Shares in previous years, as per details given as under:

| Date of Allotment | No. of Equity Shares Alloted | Face Value per Equity Share | Issue Price per Equity Share | Nature of Allotment | Total Consideration (in Lakhs) |
|---|---|---|---|---|---|
| February 28, 2020 | 5,40,000 | 10 | Nil | Bonus Issue in the ratio of 54:1 | Nil |
| October 13, 2020 | 2,15,00,000 | 1 | Nil | Bonus Issue in the ratio of 43:11 | Nil |
| October 28, 2022 | 81,00,000 | 10 | Nil | Bonus Issue in the ratio of 3:1 | Nil |

**NOTE - 2 - RESERVES AND SURPLUS**

[Amount - Rs.in Lakhs]

| Particulars | | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|---|
| A. **Securities Premium** | | | |
| Balance as per last year | | 2,697 | 2,697 |
| | (A) | 2,697 | 2,697 |
| B. **Foreign Currency Translation Reserve** | | | |
| Balance as per last year | | 60 | 43 |
| Add : Created during the year | | 129 | 17 |
| | (B) | 189 | 60.43 |
| C. **Surplus** | | | |
| Balance as per last year | | 6,006 | 3,633 |
| Add : Net Profit transferred from Consolidated Statement of Profit and Loss | | 3,188 | 2,373 |
| Less: Transferred to Special Economic Zone Re-investment Reserve Account | | -1,632 | - |
| | (C) | 7,562 | 6,006 |
| D. **Special Economic Zone Re-investment Reserve Account** | | | |
| Balance as per last year | | - | - |
| Add : Created During the Year | | 1,632 | - |
| | (D) | 1,632 | - |
| TOTAL RUPEES | (A+B+C+D) | 12,080 | 8,763 |

Notes :

1. During the financial year ended on 31st March, 2023, the Company completed the Initial Public Offer ('IPO') of its equity shares and listed its shares on National Stock Exchange Emerge Platform on March 15th, 2023. Pursuant to the IPO, the Company has allotted 38,68,800 fresh equity shares of ₹10/- each to public at a premium of ₹ 80/- per equity share during the financial year ended on 31st March, 2023. The total share premium arising on IPO amounting to ₹ 3095.04 Lakhs has been accounted under securities premium reserve and the IPO related expenses amounting to ₹ 373.28 Lakhs has been adjusted against the premium amount during the financial year ended on 31st March, 2023. Further, during the financial year ended on 31st March, 2024, a further sum of ₹ 25.11 Lakhs has been incurred by the company towards the IPO related expenses which has also been adjusted against the premium amount.

2. The Company has created special economic zone (SEZ) re-investment reserve out of profits of the eligible SEZ Units in terms of the specific provisions of Section 10AA(1) of the Income Tax Act, 1961 (“the Act”). The said reserve needs to be utilized by the Company for acquiring plant and machinery for the purposes of its business in the terms of Section 10AA (2) of the Act for availing tax benefit. [Refer Note-20]

**NOTE - 3 - LONG-TERM BORROWINGS**

[Amount - Rs.in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| **Loans and Advances from Related Parties** | | |
| Unsecured | | |
| From Directors | 6 | 3 |
| TOTAL RUPEES | 6 | 3 |

## NOTE - 4 - TRADE PAYABLES

[Amount - Rs.in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Trade Payables | | |
| Total outstanding dues of micro enterprises & small enterprises | - | - |
| Total outstanding dues of creditors other than micro enterprises & small enterprises | 104 | 40 |
| TOTAL RUPEES | 104 | 40 |

## NOTE - 4.1 - Information to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006

The information as required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Group. The amount of principal and interest outstanding during the year is given below :

[Amount - Rs.in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| (a) Principal amount remaining unpaid to any supplier as at the end of accounting year | - | - |
| (b) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year | - | - |
| (c) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day | - | - |
| (d) The amount of interest due and payable for the year | - | - |
| (e) The amount of interest accrued and remaining unpaid at the end of the accounting year | - | - |
| (f) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid | - | - |

## NOTE - 4.2- Trade Payables Ageing Schedule as at 31st March, 2026

[Amount - Rs.in Lakhs]

| S.No | Particulars | Outstanding for following periods from due date of payment | | | | Total |
|---|---|---|---|---|---|---|
| | | Less than 1 Year | 1 to 2 years | 2 to 3 years | More than 3 years | |
| 1 | MSME | - | - | - | - | - |
| 2 | Other than MSME | 104 | - | - | - | 104 |
| 3 | Disputed dues-MSME | - | - | - | - | - |
| 4 | Disputed dues - Other than MSME | - | - | - | - | - |
| | TOTAL | 104 | - | - | - | 104 |

## NOTE - 4.3- Trade Payables Ageing Schedule as at 31st March, 2025

[Amount - Rs.in Lakhs]

| S.No | Particulars | Outstanding for following periods from due date of payment | | | | Total |
|---|---|---|---|---|---|---|
| | | Less than 1 Year | 1 to 2 years | 2 to 3 years | More than 3 years | |
| 1 | MSME | - | - | - | - | - |
| 2 | Other than MSME | 39.56 | - | - | - | 39.56 |
| 3 | Disputed dues - MSME | - | - | - | - | - |
| 4 | Disputed dues - Other than MSME | - | - | - | - | - |
| | TOTAL | 39.56 | - | - | - | 39.56 |

## NOTE - 5 - OTHER CURRENT LIABILITIES

[Amount - Rs.in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Creditors for Expenses | 50 | 8 |
| Creditors for Capital Goods | 9 | - |
| Other Payables | 13 | 12 |
| Book Overdraft with Bank | 26 | - |
| TOTAL RUPEES | 97 | 20 |

Note: Refer Note 23 for related party transaction details.

## NOTE - 6 - SHORT-TERM PROVISIONS

[Amount - Rs.in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| For Taxation | 728 | 521 |
| For Employee Benefits | 269 | 255 |
| For Others | 299 | 172 |
| TOTAL RUPEES | 1,296 | 949 |

## NOTE - 7 - PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

[Amount - Rs. in Lakhs]

| SNO. | PARTICULARS | GROSS BLOCK | | | | | DEPRECIATION / AMORTIZATION | | | | NET BLOCK | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | As at 1-4-2025 | Additions | Disposals | Revaluation | As at 31-03-2026 | As at 1-4-2025 | For the year | Disposals | As at 31-03-2026 | As at 31-03-2026 | As at 31-03-2025 |
| 7A. | **Property, Plant and Equipment** | | | | | | | | | | | |
| 1 | Furniture & Fixtures | 119 | 2 | - | - | 121 | 94 | 3 | - | 96 | 25 | 26 |
| 2 | Electric Installations and Equipments | 50 | - | - | - | 50 | 31 | 2 | - | 33 | 16 | 18 |
| 3 | Electric Fittings | 46 | - | - | - | 46 | 39 | 2 | - | 41 | 6 | 7 |
| 4 | Office Equipments | 7 | 0 | - | - | 7 | 6 | 0 | - | 7 | 1 | 1 |
| 5 | Air Conditioners | 38 | - | - | - | 38 | 35 | 0 | - | 35 | 3 | 3 |
| 6 | Mobile Phones & Tablets | 8 | 1 | - | - | 9 | 4 | 1 | - | 5 | 4 | 4 |
| 7 | Inverter & Batteries | 10 | 2 | - | - | 11 | 7 | 1 | - | 8 | 4 | 3 |
| 8 | Motor Cars | 221 | - | - | - | 221 | 128 | 26 | - | 153 | 68 | 94 |
| 9 | Computers and Printers | 164 | 41 | - | - | 204 | 127 | 22 | - | 149 | 56 | 37 |
| | TOTAL RUPEES (A) | 664 | 45 | - | - | 709 | 471 | 56 | - | 527 | 182 | 193 |
| 7B. | **Intangible Assets** | | | | | | | | | | | |
| 1 | Software | 13 | - | - | - | 13 | 1 | 1 | - | 2 | 11 | 12 |
| 2 | Right to Use Holiday Home and Recreation Center | 139 | - | - | - | 139 | 4 | 3 | - | 7 | 132 | 136 |
| 3 | Intelligent Document Processing Platform (Research & Development) | 141 | - | - | - | 141 | 6 | 13 | - | 19 | 121 | 135 |
| | TOTAL RUPEES (B) | 293 | - | - | - | 293 | 11 | 18 | - | 29 | 264 | 282 |
| | TOTAL RUPEES (A+B) | 957 | 45 | - | - | 1,002 | 482 | 74 | - | 556 | 446 | 475 |
| | PREVIOUS YEAR | 773 | 184 | - | (63,897) | (62,940) | 423 | 58 | - | 482 | 475 | 349 |

[Amount - Rs. in Lakhs]

| SNO. | PARTICULARS | GROSS BLOCK | | | | DEPRECIATION /AMORTIZATION | | | | NET BLOCK | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | As at 1-4-2025 | Additions | Disposals/ Tfd. To PPE | As at 31-03-2026 | As at 1-4-2025 | For the year | Disposals | As at 31-03-2026 | As at 31-03-2026 | As at 31-3-2025 |
| 7C. | **Capital Work-In-Progress** | | | | | | | | | | |
| 1 | Assets purchased at 9th Floor, IT Park | | | | | | | | | | |
| | - Furniture & Fixtures | - | 5.59 | - | 5.59 | - | - | - | - | 6 | - |
| | - Electric Fittings | - | 2.88 | - | 2.88 | - | - | - | - | 3 | - |
| | - Air Conditioner | - | 0.40 | - | 0.40 | - | - | - | - | 0 | - |
| | - Office Equipments | - | 0.11 | - | 0.11 | - | - | - | - | 0 | - |
| | - Inverter & Batteries | - | 0.01 | - | 0.01 | - | - | - | - | 0 | - |
| | TOTAL RUPEES | - | 9.00 | - | 9.00 | - | - | - | - | 9 | - |
| | PREVIOUS YEAR | - | - | - | - | - | - | - | - | - | - |

## NOTE - 8 - NON-CURRENT INVESTMENTS

[Amount - Rs.in Lakhs]

| Particulars | | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|---|
| A. Investment in Quoted Equity Instruments | | | |
| (i) 9,000 [Previous Year 9,000] Equity Shares of Face Value of Rs. 10/- each, Fully Paid up of Gujarat Narmada Valley Fertilizers & Chemicals Limited | | 45 | 45 |
| (ii) 50,000 [Previous Year 50,000] Equity Shares of Face Value of Rs. 10/-each, Fully Paid up of Mahindra Logistics Limited | | 214 | 214 |
| (iii) 12,000 [Previous Year 12,000] Equity Shares of Face Value of Rs. 2/- each, Fully Paid up of TCI Express Limited | | 102 | 102 |
| (iv) 11,000 [Previous Year 11,000] Equity Shares of Face Value of Rs. 2/- each, Fully Paid up of Mafatlal Industries Ltd | | 20 | 20 |
| (v) 11,000 [Previous Year 11,000] Equity Shares of Face Value of Rs. 10/- each, Fully Paid up of Mahindra Holidays & Resorts India Ltd | | 45 | 45 |
| (vi) 21,000 [Previous Year 21,000] Equity Shares of Face Value of Rs. 10/- each, Fully Paid up of Reliance Chemotex Industries Limited | | 47 | 47 |
| (vii) 26,000 [Previous Year 7,000] Equity Shares of Face Value of Rs. 2/- each, Fully Paid up of Advanced Enzyme Technologies Limited | | 89 | 29 |
| (viii) 11,000 [Previous Year Nil] Equity Shares of Face Value of Rs. 2/- each, Fully Paid up of Sterling Tools Limited | | 40 | - |
| | (A) | 603 | 502 |
| B. Investment in Unquoted Equity Instruments | | | |
| (i) 320 [Previous Year 320 ] Equity Shares of Face Value of GBP 1 each, Fully Paid-up in GreenLeaf TDG Ltd. | | 41 | 36 |
| (ii) 19,500 [Previous Year 19,500 ] Equity Shares of Face Value of GBP 0.001 each, Fully Paid-up in DBX Holding Ltd. | | 188 | 166 |
| (iii) 10,000 [Previous Year Nil] Ordinary Shares of Face Value of GBP 0.000001 each, Fully Paid-up in Kolab Social Ltd | | 25 | - |
| | (B) | 254 | 202 |
| C. Investment in Fixed Deposits [Deposits with more than 12 months maturity as on the reporting date] | | 2,658 | 621 |
| | (C) | 2,658 | 621 |
| TOTAL RUPEES | (A+B+C) | 3,515 | 1,325 |

## NOTE - 8.1 - Investments in Equity Instruments

[Amount - Rs.in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Aggregate amount of Quoted Investments | 0 | 0 |
| Market Value of Quoted Investments | 398 | 346 |
| Aggregate amount of Unquoted Investments | 0 | 0 |
| Aggregate amount of Impairment in Value of Investments | N.A. | N.A. |

## NOTE - 9 - DEFERRED TAX ASSETS (NET)

[Amount - Rs.in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Balance as per last year | 6 | 18.18 |
| | - | - |
| Less : Reversal during the year | -4 | -12.64 |
| TOTAL RUPEES | 1 | 6 |

## NOTE - 10 - LONG TERM LOANS AND ADVANCES

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Other Loans and Advances | 230 | - |
| TOTAL RUPEES | 230 | - |

## NOTE - 11 - OTHER NON-CURRENT ASSETS

[Unsecured, considered good]

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Security Deposits | 33 | 71 |
| TOTAL RUPEES | 33 | 71 |

## NOTE - 12 - CURRENT INVESTMENTS

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| A. Investment in Units of Mutual Funds | 4,517 | 2,072 |
| (A) | 4,517 | 2,072 |
| B. Investment in Fixed Deposits [Deposits with maturity of 3 months or more but 12 months or less as on the reporting date] | 2,247 | 2,582 |
| (B) | 2,247 | 2,582 |
| TOTAL RUPEES (A + B) | 6,764 | 4,655 |

## NOTE - 12.1 - Investments in Units of Mutual Funds

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Aggregate amount of Quoted Investments | 0 | 0 |
| Market Value of Quoted Investments | 4,558 | 2,076 |
| Aggregate amount of Unquoted Investments | N.A. | N.A. |
| Aggregate amount of Impairment in Value of Investments | 40 | 3 |
| Note: Investments in Units of Mututal Funds have been carried at lower of cost and fair value of each item individually, after making adjustment for impairment loss | | |

## NOTE - 13 - TRADE RECEIVABLES

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Secured, considered good | - | - |
| Unsecured, considered good | 1,086 | 1,495 |
| Doubtful | 241 | 98 |
| Less: Provision for Doubtful Debts | -150 | (46) |
| | 1,177 | 1,547 |
| Note: Refer Note 23 for related party transaction details. | | |

## NOTE - 13.1- TRADE RECEIVABLES AGEING SCHEDULE AS AT 31ST MARCH, 2026

[Amount - Rs. in Lakhs]

| S.No | Particulars | Outstanding for following periods from due date of Payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months to 1 year | 1 to 2 years | 2 to 3 years | More than 3 years | |
| 1 | Undisputed Trade receivables — considered good | 1,017 | 52 | 17 | - | - | 1,086 |
| | | - | - | - | - | | |
| 2 | Undisputed Trade Receivables — considered doubtful | - | - | 17 | 89 | - | 106 |
| | | - | 0 | - | - | | |
| 3 | Disputed Trade Receivables — considered good | - | - | - | - | - | - |
| | | - | - | - | - | | |
| 4 | Disputed Trade Receivables — considered doubtful | - | - | 136 | - | - | 136 |

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| | | - | - | - | - | | |
| | | - | - | - | - | | |
| | Less: Provision for Doubtful Debts | - | - | (84) | -66 | - | (150) |
| | TOTAL RUPEES | 1,017 | 52 | 86 | 23 | - | 1,177 |

**NOTE - 13.2- TRADE RECEIVABLES AGEING SCHEDULE AS AT 31ST MARCH, 2025**

[Amount - Rs. in Lakhs]

| S.No | Particulars | Outstanding for following periods from due date of Payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months to 1 year | 1 to 2 years | 2 to 3 years | More than 3 years | |
| 1 | Undisputed Trade receivables — considered good | 1,412 | 22 | 61 | - | - | 1,495 |
| | | - | - | - | | | |
| 2 | Undisputed Trade Receivables — considered doubtful | - | 8 | 90 | - | - | 98 |
| | | - | - | - | | | |
| 3 | Disputed Trade Receivables — considered good | - | - | - | - | - | - |
| | | - | - | - | | | |
| 4 | Disputed Trade Receivables — considered doubtful | - | - | - | - | - | - |
| | | - | - | - | | | |
| | Less: Provision for Doubtful Debts | - | (4) | (42) | - | - | (46) |
| | TOTAL RUPEES | 1,412 | 26 | 109 | - | - | 1,547 |

**NOTE - 14 - CASH AND CASH EQUIVALENTS**

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| A. Balances with Banks | | |
| - On Current Accounts | 1,504 | 782 |
| - On Deposits Accounts with due Matuity of less than 3 Months as on the reporting date | 68 | 1,237 |
| | - | - |
| B. Cash on Hand | 1 | 3 |
| TOTAL RUPEES (A+B) | 1,573 | 2,021 |

**NOTE - 15 - SHORT-TERM LOANS AND ADVANCES**

[Unsecured, considered good]

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| Advances for Acquisition of Shares | 63 | - |
| Security Deposits | 3 | 2 |
| Prepaid Expenses | 17 | 1 |
| Advance against Expenses | 0 | 0 |
| Other Loans and Advances | 223 | 530 |
| Other Receivables | 153 | - |
| TOTAL RUPEES | 458 | 533 |

Note

The loans and advances have been granted without stipulating any terms or period of repayment and the same are repayble on Demand along with interest.

**NOTE - 15.1 - Additional Regulatory Information required by the Companies Act, 2013 as regard to Loans or Advances**

[Amount - Rs. in Lakhs]

| Type of Borrower | As at 31st March, 2026 | | As at 31st March, 2025 | |
|---|---|---|---|---|
| | Amount of Loan or Advance in the nature of loan outstanding | Percentage to the total Loans and Advances in the nature of loans | Amount of Loan or Advance in the nature of loan outstanding | Percentage to the total Loans and Advances in the nature of loans |
| Promoters | - | - | - | - |
| Directors | - | - | - | - |
| KMPs | - | - | - | - |
| Related Parties | - | - | - | - |
| Others | 0 | 100.00 | 0 | 100.00 |
| TOTAL | 0 | 100.00 | 0 | 100.00 |

## NOTE - 16 - OTHER CURRENT ASSETS

[Amount - Rs. in Lakhs]

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| GST Input Tax Credit Entitlement | 8 | 7 |
| Advance Income Tax ,TDS & TCS | 732 | 554 |
| Income Tax Refund Receivable | 56 | - |
| TOTAL RUPEES | 796 | 562 |

## NOTE - 17 - REVENUE FROM OPERATIONS

[Amount - Rs. in Lakhs]

| Particulars | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|
| Sale of Services | | |
| Software & Development Charges | 9,038 | 6,714 |
| TOTAL RUPEES | 9,038 | 6,714 |

## NOTE - 18 - OTHER INCOME

[Amount - Rs. in Lakhs]

| Particulars | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|
| Interest Income | 320 | 280 |
| Foreign Currency Fluctuation Gain | 133 | 75 |
| Gain on Redemption of Units of Mutual Funds | 125 | 320 |
| Dividend Income | 5 | 1.08 |
| Gain on Sale of Shares of Listed Companies | 10 | 4 |
| Recovery of Softex Realization Charges | - | 0.62 |
| TOTAL RUPEES | 594 | 682 |

## NOTE - 19 - COST OF SALES

[Amount - Rs. in Lakhs]

| Particulars | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|
| Web Development & Hosting Costs | 277 | 176 |
| TOTAL RUPEES | 277 | 176 |

## NOTE - 20 - EMPLOYEE BENEFITS EXPENSE

[Amount - Rs. in Lakhs]

| Particulars | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|
| Directors' Remuneration | 180 | 180 |
| Salary & Allowances to Staff | 3,633 | 3,215 |
| Stipend to Interns | 22 | 17 |
| Staff Welfare Expenses | 38 | 39 |
| Insurance Expenses | 60 | 44 |
| Training & Development Expenses | - | 2 |
| TOTAL RUPEES | 3,933 | 3,497 |

## NOTE - 21 - FINANCE COST

[Amount - Rs. in Lakhs]

| Particulars | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|
| Bank Charges & Commission | 5 | 7 |
| Interest Expenses | 2 | 0 |
| TOTAL RUPEES | 6 | 8 |

## NOTE - 22 - OTHER EXPENSES

[Amount - Rs. in Lakhs]

| Particulars | | For the year ended 31st March, 2026 | For the year ended 31st March, 2025 |
|---|---|---|---|
| A. **Administrative Expenses** | | | |
| Office Rent | | 91 | 120 |
| Lease Rent for Holiday Home and Recreation Center | | - | 1 |
| Office Operation and Maintenance Charges | | 13 | 13 |
| Stationery & Printing Expenses | | 2 | 1 |
| Postage & Courier Expenses | | 0 | 0 |
| Electricity Expenses | | 13 | 14 |
| Telephone Expenses | | 1 | 1 |
| Tour and Travelling Expenses | | 51 | 60 |
| Director's Sitting Fees | | 36 | 1 |
| Insurance | | 5 | 5 |
| Vehicle Lease Rent | | 11 | 14 |
| Car Repairs & Maintenance | | 1 | 4 |
| Computer Repairs & Maintenance | | 5 | 5 |
| Conveyance Expenses | | 1 | 1 |
| Legal & Professional Charges | | 228 | 157 |
| Auditors' Remuneration | | 2 | 2 |
| Technical Consultancy Fees | | 95 | 91 |
| Domain & Hosting Charges | | 126 | 87 |
| Foreign Currency Hedging Charges | | 0 | 10 |
| House Keeping Expenses | | 7 | 6 |
| Internet Expenses | | 8 | 8 |
| Subscription & Filing Fees | | 0 | 0 |
| Membership Fees | | 31 | 14 |
| Software operation & maintainance charges | | 4 | 5 |
| Softex Realization Charges | | 1 | - |
| Software Subscription Expenses | | 13 | 10 |
| Professional Tax | | 0 | 0 |
| Office Expenses | | 24 | 22 |
| Commision Expenses | | - | 29 |
| Franchise Tax | | - | 0 |
| Revaluation adjustment of PPE | | - | 1 |
| | (A) | 770 | 682 |
| B. **Marketing Expenses** | | | |
| Business Promotion Expenses | | 7 | 8 |
| Consultancy & Commisson Expenses | | 492 | - |
| | (B) | 499 | 8 |
| C. **Others** | | | |
| Contribution towards Corporate Social Responsibility (CSR) | | 43 | 29 |
| Donation | | - | 2 |
| Diminution in carrying value of Investments | | 40 | 3 |
| Provision for Doubtful Debts | | 29 | 4 |
| Bad Debts | | 36 | 19 |
| Sundry Balances Written off | | 3 | 2 |
| Miscellaneous Expenses | | 4 | 1 |
| | (C) | 155 | 58 |
| TOTAL RUPEES | (A+B+C) | 1,424 | 749 |

## NOTE - 23 - SIGNIFICANT ACCOUNTING POLICIES & PRACTICES AND OTHER NOTES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE PERIOD ENDED 31ST MARCH, 2026
[₹ in lakhs unless specified otherwise]

## NOTE - 23A - CORPORATE INFORMATION

23A.1 The Holding Company was originally incorporated as “Bushcare Overseas Private Limited” on September 17, 2004 under the provisions of the Companies Act, 1956 with the Registrar of Companies, Madhya Pradesh and Chattisgarh with CIN:U51109MP2004PTC016959. Further, pursuant to Special Resolution passed by the shareholders at the Extra Ordinary General Meeting held on August 11, 2006, the name of the Holding Company was changed from “Bushcare Overseas Private Limited” to “Systematix Technocrates Private Limited” and a fresh certificate of incorporation consequent upon change of name was issued by the Registrar of Companies, Madhya Pradesh and Chattisgarh vide letter dated August 18, 2006. Furthermore, pursuant to Special Resolution passed by the shareholders at the Extra Ordinary General Meeting held on May 05, 2016, the name of the Holding Company was changed from “Systematix Technocrates Private Limited” to “Systango Technologies Private Limited” and a fresh certificate of incorporation consequent upon change of name was issued by the Registrar of Companies, Gwalior vide letter dated May 18, 2016. Subsequently, pursuant to Special Resolution passed by the Shareholders at the Extra Ordinary General Meeting, held on December 13, 2022 the Holding Company was converted into a Public Limited Company and consequently the name of the Holding Company was changed from “Systango Technologies Private Limited” to “Systango Technologies Limited” vide a fresh certificate of incorporation consequent upon conversion from private company to public company dated December 27, 2022 issued by the Registrar of Companies, Gwalior bearing CIN:U51109MP2004PLC016959. The registered office of the company is situated at 3rd Floor, LHS, STP-1, Crystal IT Park, Ring Road, Indore. The shares of the Holding Company are listed on National Stock Exchange (Emerge Platform) w.e.f. 15th March, 2023. The Group is principally engaged in supplying Software and Development Services.

22A. 2 Details of the subsidiaries of Holding Company are given as under:

| S.No. | Name of Company | Relation | % of Holding as on 31-03-2025 | Year of Acquisition |
|---|---|---|---|---|
| 1 | Systango Inc., USA | Wholly Owned Subsidiary | 100% | 2023-24 |
| 2 | Isystango Ltd, UK | Wholly Owned Subsidiary | 100% | 2022-23 |
| 3 | Systango Account Aggregator Services LLP<br>[Converted from Systango Account Aggregator Services Private Limited w.e..f. 10-04-2024] | Substantial Interest | 99.999% | 2021-22 |
| 4 | Systango LLC, USA [Liquidated w.e.f. 19-12-2024 ] | Substaintial Influence of Directors | N.A. | 2020-21 |

22A. 3 The Holding company and it's aforesaid subsidiaries in or outside india are collectively referred to as "the Group".

**PART- 23B - SIGNIFICANT ACCOUNTING POLICIES & PRACTICES**

1 **Basis of Preparation**

1.1 The consolidated financial statements have been prepared in accordance with Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of the Companies Act, 2013, as applicable.

1.2 The consolidated financial statements have been prepared on the basis of historical cost convention, and on the accounting principle of a going concern.

1.3 The Group follows mercantile system of accounting and recognizes income and expenditure on accrual basis except those with significant uncertainties.

1.4 The Consolidated Financial Statements have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses as per Accounting Standard 21 — "Consolidated Financial Statements" notified by Companies (Accounting Standards) Rules, 2006.

1.5 These Consolidated Financial Statements were authorised for issue in accordance with a resolution of the Board of Directors on May 14th, 2026.

2 **Basis of Consolidation**

2.1 Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full.

2.2 In case of foreign subsidiaries, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in Foreign Exchange Translation Reserve of the Financial Statements .

2.3 The difference between the proceeds from disposal of investment in subsidiary and the carrying amount of its assets less liabilities as on the date of disposal is recognised in the Consolidated Statement of Profit and Loss being the profit or loss on disposal of investment in subsidiary.

2.4 The difference between the cost of investment in the subsidiaries, and the Group's share of net assets at the time of acquisition of shares in the subsidiaries is recognised in the consolidated financial statements as Goodwill or Capital Reserve as the case may be.

2.5 Non-Controlling Interests in the net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separately from liabilities and equity of the Company's shareholders. Non-Controlling Interests in the net assets of consolidated subsidiaries consists of:

a) The amount of equity attributable to minority at the date on which investment in a subsidiary is made; and
b) The minority share of movements in equity since the date the parent subsidiary relationship came into existence.

2.6 Minority's share of net profit for the year of consolidated subsidiaries is identified and adjusted accordingly.

2.7 The financial statements of the subsidiaries used in the consolidation are drawn up to the same reporting date as that of the Holding Company i.e. 31st March, 2026.

3 Use of estimates

The preparation of consolidated financial statements, in conformity with the generally accepted accounting principles [GAAP], requires management to make estimates and assumptions that are considered in the reported amounts of assets and liabilities and disclosures of contingent liabilities on the date of financial statements and reported amounts of revenues and expenses for the year. Estimates are based on historical experience , where applicable and other assumptions that management believes are reasonable under the circumstances. Actual results could vary from these estimates and any such difference are dealt within the period in which the results are known / materialize.

4 Property, Plant and Equipment and Intangible Assets

4.1 Property, Plant and Equipment are stated at cost, less accumulated depreciation and impairment, if any. Direct cost are capitalized until such assets are ready for use.

4.2 Tangible Property, Plant and Equipment, that are not yet ready for their intended use, are carried at costs, comprising direct cost, and other incidental/ attributable expenses and reflected under capital work in progress.

4.3 Intangible Assets are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortization and impairment.

5 Investments

Investments are either classified as current or non-current, based on Management's intention. Current investments are carried at lower of cost and fair value of each investment individually. Non-current investments are carried individually at cost. However, provision for diminution is made to recognize a decline, if any, other than temporary, in the carrying value of the investment.

6 Accounting for taxes on income

6.1 Provision for Income-Tax is made on the basis of the estimated taxable income for the accounting year in accordance with the Income-Tax Act, 1961.

6.2 The deferred tax for timing differences between the book profits and tax profits for the year is accounted for using the tax rates and laws that have been enacted or substantially enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is a virtual certainty that these would be realized in future and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.

6.3 Specific tax benefits are available to the Holding Company after fulfilling certain conditions. As per section 10AA of the Income Tax Act, 1961 ("IT Act"), a deduction of an amount equal to one hundred percent of the profits and gains derived by an unit located in SEZ for a period of 5 consecutive assessment years beginning from the assessment year relevant to the previous year in which the unit begins to provide services from SEZ. Further, an amount equal to fifty percent of the profit and gains is deductible for the next 5 years. The Holding Company has a unit in SEZ and accordingly, is eligible for the aforesaid deduction. However, the aforesaid deductions are not available while computing tax liability of the Holding Company under Minimum Alternative Tax (MAT). Nonetheless, such MAT paid/payable on the book profits of the Holding Company computed in terms of the provisions of IT Act, read with the Companies Act, 2013 would be eligible for credit against tax liability arising under normal provisions of tax post tax holiday period.

7 Depreciation and Amortization

7.1 Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the Straight Line Method based on useful life and residual value as per the provisions of Schedule II of the Companies Act, 2013 . Intangible Assets are amortized on a Straight Line basis over the estimated useful economic life. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

7.2 The Intangible Assets are amortized over a period of their expected useful life which is expected to be 10 years.

7.3 Depreciation on addition to Property, Plant and Equipment are provided on pro-rata basis from the date on which assets are ready for their intended use.

8 Retirement Benefits

Contributions to defined contribution schemes such as Provident Fund, ESIC and NPS are charged to the Consolidated Statement of Profit and Loss as incurred. However, for payment of Gratuity and Leave Encashment no provision has been made by the Group and the same are accounted for on actual payments basis only.

9 Revenue Recognition

9.1 The group records revenue from services provided on periodical basis in accordance with terms of contract on accrual basis. Items of revenue are recognized in accordance with the Accounting Standard (AS-9). Accordingly, wherever there are uncertainties in the ascertainment/ realization of income, the same is not accounted for. Revenue is recognized by excluding all the taxes and cess collectible in respect of such income.

9.2 Interest income is accounted on accrual basis.

10 Provisions and Contingent Liabilities

The Group creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

11 Impairment of Assets

An asset is treated impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Consolidated Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

12 Cash Flow Statement

Cash flow statement are reported using the indirect method, whereby profit / (loss) before extra-ordinary items / exceptional items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flow from operating, investing and financing activities of the Group are segregated based on available information.

13 Foreign Currency Transactions and Translations

(a) Transactions in foreign currencies are initially recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

(b) Exchange differences arising on settlement or translation of monetary items are recognised in Consolidated Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets which are capitalised as cost of assets.

14 Earnings per share

Basic Earnings Per Share and Diluted Earnings Per Share amounts are calculated by dividing the profit for the year attributable to equity shareholders of the Group by the weighted average number of equity shares outstanding during the year.

The calculation of earnings per Share (EPS) has been made in accordance with Accounting Standard (AS) -20, the details of which are as under :

| Particulars | Reference | Units | 31st March, 2026 | 31st March, 2025 |
|---|---|---|---|---|
| Profit after tax | A | ₹ | 3,188 | 2,373 |
| Weighted Average Number of Shares | B | Numbers | 1,46,68,800 | 1,46,68,800 |
| Add: Dilutive Potential Equity Shares | C | Numbers | - | - |
| Number of equity shares for dilutive EPS | D=B+C | Numbers | 1,46,68,800 | 1,46,68,800 |
| Basic Earning per Share | | A/B | 21.73 | 16.18 |
| Diluted Earning per Share | | A/D | 21.73 | 16.18 |

## PART - 23C - OTHER NOTES

1 Initial Public Offer

The Holding company has voluntarily got itself converted from a 'Private Limited Company' to 'Limited Company' w.e.f. 27-12-2022 vide SRN - F54671763. The Holding Company's shares have been listed with National Stock Exchange of India Limited (NSE) EMERGE Platform consequent to a public offer of shares. During the F.Y. 2022-23, the Company came out with its maiden 'Initial Public Offering' (IPO) of 38,68,800 Equity shares of face value of ₹ 10/- each at a price of ₹ 90/- per equity share aggregating to ₹ 34,81,92,000/- . The public issue was open for subscription from 02-03-2023 till 06-03-2023. The Holding Company got listed on 15-03-2023 on the National Stock Exchange of India Limited (NSE) Emerge Platform.

The details of the Net Proceeds are set forth below:

[Rs. In Lakhs]

| Particulars | Projected | Actuals |
|---|---|---|
| Gross Proceeds of the Issue | 3481.92 | 3481.92 |
| Less: Public Issue Expenses | 338.79 | 398.39 |
| | **3143.13** | **3083.53** |
| **Amount utilized till 31-03-2026** | | **1678.38** |

2 Figures for the previous year has been regrouped and/or rearranged wherever considered necessary.

3 In the opinion of the Board, the current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amounts at which they are stated in the consolidated Balance Sheet and that the provision for known liability is adequate and not in excess of amount considered reasonably necessary.

4 Special Economic Zone Re-Investment Reserve

The Holding Company has benefited from ceain tax incentives that the Government of India has provided for the units situated in Special Economic Zones (SEZs) under the Special Economic Zone Act, 2005, which began providing services on or after 1 April 2005. The eligible units are eligible for a deduction of 100% of profits or gains derived from the expo of services for the first five years from the year of commencement of operations and 50% of such profits and gains for the next five years. Ceain tax benefits are also available for a fuher period of five years subject to meeting reinvestment conditions.The aforesaid tax benefits will not be available to units having commenced the operations after 31 March 2021.

5 Contingent Liabilities and Commitments

| | | 31st March,2026 | 31st March,2025 |
|---|---|---|---|
| A. | Contingent Liabilities | | |
| i) | Claims against the Group, not acknowledged as debts | - | - |
| ii) | Guarantees | - | - |
| iii) | Other money for which the Group is contingently liable. | - | - |
| B. | Commitments | | |
| i) | Estimated amount of Contracts remaining to be executed on capital account and not provided for | - | - |
| ii) | Uncalled liability on shares and other investments partly paid | - | - |
| iii) | Other Commitments | - | - |

6 Information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Group.

7 Corporate Social Responsibility

In accordance with the provisions on Section 135 of the Companies Act, 2013, the Board of Directors of the Holding Company has constituted a CSR Committee. The details of CSR Activities are as follows :

[Amount - Rs. in Lakhs]

| S No. | Particulars | 31st March,2026 | 31st March,2025 |
|---|---|---|---|
| 1 | Brought forward of amount unspent/(excess) beyond the statutory requirement | -0.04 | -0.04 |
| 2 | Gross amount required to be spent by the Holding company during the year as per Companies Act, 2013 | 43 | 29 |
| 3 | Amount spent by the company during the year on the following: | | |
| | (a) Construction / Acquisition of any asset | - | - |
| | (b) Promoting Health Care including Preventive Health Care and Sanitization | 3 | 3 |
| | (c) Promoting Education, Women Empowerment and Food & Water Distribution | 40 | 26 |
| | Total (3) | 43 | 29 |
| 4 | Closing amount yet to be spent | - | - |
| 5 | Carry forward of amount spent beyond the statutory requirement | -0.13 | -0.04 |
| 6 | Shortfall at the end of the year | - | - |
| 7 | Total of Previous Year Shortfalls | - | - |
| 8 | Reasons for Shortfalls | Not Applicable | Not Applicable |

Note: No CSR amount has been paid to any related party of the Holding Company.

8 Taxation

[Amount - Rs. in Lakhs]

A. Current Tax

Current Tax Liability of the Company is estimated in accordance with the provisions of the Income-Tax Act, 1961.

B. Deferred Tax

Deferred Tax Assets Net of the Deferred Tax Liabilities, for the year under review has been computed as under :

Net Timing Difference

i) Depreciation

| | | |
|---|---|---|
| W.D.V. of Fixed Assets as per Books of Account | | 442 |
| Less : W.D.V. of Fixed Assets as per Income-Tax Return | | 417 |
| Excess of Depreciation provided in the Income Tax Return over Depreciation claimed in the Books of Account | | 25 |

ii) Others

| | | |
|---|---|---|
| Provision for Doubtful Debts | | 28.86 |
| Other Items | | 28.86 |
| Rate applicable for the year | | 29.120% |

i) Deferred Tax Liabilities on Account of

| | | |
|---|---|---|
| Deprecation | | 7.29 |
| Others | | - |
| | (i) | 7.29 |

ii) Deferred Tax Assets on Account of

| | | |
|---|---|---|
| Deprecation | | - |
| Others | | 8.41 |
| | (ii) | 8.41 |
| Deferred Tax Liabilities as at the year end | (ii-i) | 1.11 |
| Deferred Tax Assets for earlier years | | 5.54 |
| Deferred Tax Assets Reversal for the year | | -4.42 |

9 Related Party Disclosures

A. List of related parties

| | | |
|---|---|---|
| i) | Parties where control exists | Nil |
| ii) | Subsidiary of Subsidiary | 1) Systango Ltd.,UK |
| iii) | Associate Companies | Nil |
| iv) | Related Parties | 1) Shri Nilesh Rathi HUF<br>2) M/s. NV Agro [Partnership Firm]<br>3) DBX Holdings Ltd.<br>4) M/s. Khandelwal Good Food Corporation [Prop. Shri Mayur Khandelwal] |
| v) | Directors | 1) Smt. Vinita Rathi<br>2) Shri Nilesh Rathi<br>3) Shri Narender Tulsidas Kabra<br>4) Shri Vikas Jain<br>5) Smt. Sarita Devi Khandelwal |

[Amount - Rs. in Lakhs]

| B. | Transaction with related parties | 31st March,2026 | 31st March,2025 |
|---|---|---|---|
| i) | Sales services and other income | | |
| | Interest Income | | |
| | M/s. Khandelwal Good Food Corporation [Prop. Shri Mayur Khandelwal] | 0.42 | - |
| ii) | Directors' Remuneration | | |
| | Mr. Nilesh Rathi | 90 | 90 |
| | Mrs. Vinita Rathi | 90 | 90 |
| | TOTAL | 180 | 180 |
| iii) | Independent Director's Sitting Fees | | |
| | Shri Vikas Jain | 0.40 | 0.40 |
| | Shri Narender Kabra | 0.40 | 0.40 |
| | TOTAL | 0.80 | 0.80 |
| iv) | Rent | | |
| | Shri Nilesh Rathi HUF [Office Rent] | - | 17.25 |
| | M/s. N V Agro [Lease Rent] | - | 1.00 |
| | TOTAL | - | 18.25 |
| v) | Advances Given to | | |
| | M/s. Khandelwal Good Food Corporation [Prop. Shri Mayur Khandelwal] | 100 | - |
| vi) | Advances Refunded by | | |
| | M/s. Khandelwal Good Food Corporation [Prop. Shri Mayur Khandelwal] | 100 | - |
| vii) | Loan Transactions with Related Parties | | |
| a) | Loans and Advances Taken | | |
| | Opening Balance | 0 | 9 |
| | Received during the year | 3 | - |
| | Given during the year | - | 6 |
| | Closing Balance | 0 | 0 |
| b) | Loans and Advances Given | | |
| | Opening Balance | 203 | 198 |
| | Given during the year | 128 | 5 |
| | Received during the year | 100 | - |
| | Closing Balance | 0 | 0 |
| viii) | Outstanding Balances | | |
| (a) | Receivables | | |
| | DBX Holdings Ltd. | - | 32 |
| | Payables | | |
| | Shri Nilesh Rathi | 19 | 2 |
| | Smt. Vinita Rathi | 19 | 2 |
| | M/s. NV Agro | - | 1 |
| | Shri Narender Kabra | 0 | 0 |
| | Shri Vikash Jain | 0 | 0 |

10 Additional information pursuant to the Part II of Schedule III to the Companies Act, 2013.

[Amount - Rs. in Lakhs]

| A. | Directors' Remuneration | 31st March,2026 | 31st March,2025 |
|---|---|---|---|
| i) | Salaries | 35 | 0 |
| ii) | Allowances | - | - |
| | TOTAL | 35 | 0 |

| | | | |
|---|---|---|---|
| B. | Auditors' Remuneration | | |
| i) | Audit Fees | 2.10 | 1.50 |
| ii) | Tax Audit Fees | 0.25 | 0.25 |
| iii) | Other Services | - | - |
| | TOTAL | 2.35 | 1.75 |
| C. | Foreign Currency Transactions | | |
| i) | Value of Imports calculated on CIF Basis | | |
| | Raw Material | - | - |
| | Components and spare parts | - | - |
| | Capital Goods | - | - |
| ii) | Expenditure in Foreign Currency | - | - |
| iii) | Earning in Foreign Currency | | |
| | Export of goods on calculated on FOB Basis | - | - |
| | Royalty, Know how, professional & consultation fees | 7,589 | 6,117 |
| | Interest and Dividend | - | - |
| | Other Income | - | - |

11 Statement of Net Assets and Profit or Loss attributable to owners and minority interest

| Name of the Entity | Net Assets, i.e., total assets minus total liabilities | | Share in profit or loss | |
|---|---|---|---|---|
| | Amount | % | Amount | % |
| **A. Holding Company** | | | | |
| M/s. Systango Technologies Limited | 12,748 | 94.44% | 2,924 | 91.72% |
| **B. Subsidiaries** | | | | |
| a) Indian | | | | |
| M/s. Systango Account Aggregator Services LLP [Converted from Systango Account Aggregator Services Pvt. Ltd.] | 47 | 0.35% | 0.69 | 0.02% |
| b) Foreign | - | - | - | - |
| M/s. Isystango Ltd.,UK | 616 | 4.56% | 179 | 5.60% |
| M/s. Systango LLC, USA | - | - | - | - |
| M/s. Systango INC, USA | 88 | 0.65% | 84 | 2.65% |
| **C. Non-Controlling Interest in Subsidiaries** | | | | |
| a) Indian Subsidiaries | - | - | - | - |
| M/s. Systango Account Aggregator Services LLP [Converted from Systango Account Aggregator Services Pvt. Ltd.] | (0) | (0) | (0) | (0) |
| b) Foreign | | | | |
| M/s. Isystango Ltd.,UK | - | - | - | - |
| M/s. Systango LLC, USA | - | - | - | - |
| **D. Associates** | | | | |
| a) Indian | - | - | - | - |
| b) Foreign | - | - | - | - |
| **E. Joint Ventures** | | | | |
| a) Indian | - | - | - | - |
| b) Foreign | - | - | - | - |

The accompanying Notes form an integral part of these Standalone Financial Statements

In terms of our report of even date attached

For **Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No. 004186C

**For and on the behalf of the Board of Directors**

**(CA. Aayush Garg)**
Partner
Membership No. 434485
**ICAI UDIN: 264344BSUPWSNE9392**

(Vinita Rathi)
Managing Director
DIN : 00427239

(Nilesh Rathi)
Whole Time Director
DIN : 00430725

(Ayushi Solanki)
Company Secretary

Place : Indore
Dated : May 14th, 2026

Place : Indore
Dated : May 14th, 2026

## NOTE - 24 - ADDITIONAL REGULATORY INFORMATION

(i) The title deeds of all the immovable properties (other than properties where the Holding Company is the lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the Holding Company.

(ii) The Group Companies has not revalued any of its Property, Plant and Equipment during the year.

(iii) The Group Companies has not granted any loans to promoters, directors, KMPs and related parties, either severally or jointly with any other person during the year.

(iv) During the financial year 2025-26, no proceeding has been initiated or pending against the Group Companies for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(v) The Group Companies has not availed any working capital facilities and accordingly, it is not required to furnish any quarterly returns or statements with the banks or financial institutions.

(vi) The Group Companies is not declared a wilful defaulter by any bank or financial institution or any other lender.

(vii) The Group Companies has not entered into any material transaction with the companies struck-off under s. 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

(viii) The Group Companies does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(ix) The Group Companies has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

(x) The Group Companies has not applied for any Scheme of Arrangements in terms of Sections 230 to 237 of the Companies Act, 2013.

(xi) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group Companies to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding,whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Group Companies has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(xii) The Group Companies has no 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).

(xiii) The Group Companies has not traded or invested in Crypto Currency or Virtual Currency during the Financial Year 2025-26.

(xiv) **Disclosure relating to various ratios**

[Amount - Rs. in Lakhs]

| Sno. | Particulars | As at 31st March, 2026 | As at 31st March, 2025 | % of Changes compared to preceding year | Remarks (mandatory if Variation>25%) |
|---|---|---|---|---|---|
| (a) | **Current Ratio** (in times)<br>[Current Assets / Current Liabilities] | | | | Not Applicable |
| | Current Assets | 10,769 | 9,318 | | |
| | Current Liabilities | 1,497 | 1,008 | | |
| | Current Ratio | 7.19 | 9.24 | -0 | |
| (b) | **Debt Equity Ratio** (in times)<br>[Total Debts / Total Equity ] | | | | Not Applicable |
| | Total Debts<br>[Non Current Borrowings+Current Borrowings] | - | - | | |
| | Total Equity | 13,547 | 10,230 | | |
| | Debt Equity Ratio | - | - | - | |
| (c) | **Debt Service Coverage Ratio** (in times)<br>[Earnings available for Debt Service / Debt Service] | | | | Not Applicable |
| | Earnings available for Debt Service<br>[Profit after Taxes + Depreciation/ Amortisation + Finance Cost] | 3,268 | 2,439 | | |
| | Debt Service<br>[Finance Costs + Scheduled principal repayment of Non-Current Borrowings (Current Maturities of Long Term Debts of previous year) + principal repayment of Lease Liabilities] | - | - | | |
| | Debt Service Ratio | N.A. | N.A. | N.A. | |
| (d) | **Return on Equity Ratio** (in percentage)<br>[Profit after Tax / Average Total Equity] | | | | Not Applicable |
| | Profit after Tax | 3,188 | 2,373 | | |
| | Average Total Equity<br>[(Opening Total Equity+Closing Total Equity)/2] | 11,889<br>- | 88,88,75,451 | | |
| | Return on Equity Ratio | 26.81% | 0.00% | 1,00,430 | |

| | | | | |
|---|---|---|---|---|
| (e) **Inventory Turnover Ratio** (in times)<br>[Sale of Products / Average Inventory]<br><br>Sale of Products<br>Average Inventory<br>[(Opening Inventory+Closing Inventory)/2]<br>Inventory Turnover Ratio | <br><br><br>-<br>-<br><br>N.A. | <br><br><br>-<br>-<br><br>N.A. | <br><br><br><br><br><br>N.A. | <br><br><br>Not Applicable |
| (f) **Trade Receivable Turnover Ratio** (in times)<br>[Turnover/ Average Trade Receivables]<br><br>Turnover (Revenue from Operations)<br>Average Trade Recievables<br>[(Opening Trade Receivables + Closing Trade Receivables)/2]<br>Trade Receivable Turnover Ratio | <br><br><br>9,038<br>1,362<br><br>6.64 | <br><br><br>6,714<br>12,52,58,056<br><br>0.00 | <br><br><br><br><br>1,23,801 | <br><br><br>Not Applicable |
| (g) **Trade Payable Turnover Ratio** (in times)<br>[Net Purchases / Average Trade Payables]<br><br>Net Purchases<br>Average Trade Payables<br>[(Opening Trade Payables + Closing Trade Payables)/2]<br>Trade Payable Turnover Ratio | <br><br><br>-<br>-<br><br>- | <br><br><br>-<br>-<br><br>- | <br><br><br><br><br><br>- | <br><br><br>Not Applicable |
| (h) **Net Capital Turnover Ratio** (in times)<br>[Turnover / Working Capital]<br><br>Turnover (Revenue from Operations)<br>Working Capital<br>[Current Assets (-) Current Liabilities]<br>Net Capital Turnover Ratio | <br><br><br>9,038<br>9,272<br><br>0.97 | <br><br><br>6,714<br>8,309<br><br>0.81 | <br><br><br><br><br><br>0 | <br><br><br>Not Applicable |
| (i) **Net Profit Ratio** (in percentage)<br>[Profit after Tax / Turnover]<br><br>Profit after Tax<br>Turnover (Revenue from Operations)<br><br>Net Profit Ratio | <br><br><br>3,188<br>9,038<br><br>35.27% | <br><br><br>2,373<br>6,714<br><br>35.34% | <br><br><br><br><br><br>-0 | <br><br><br>Not Applicable |
| (j) **Return on Capital Employed** (in percentage)<br>[Earnings Before Interest & Taxes/ Capital Employed]<br><br>Earnings Before Interest & Taxes<br>[Profit before Tax + Finance Costs]<br>Capital Employed<br>[Total Equity + Total Borrowings]<br>Return on Capital Employed | <br><br><br>3,924<br><br>13,547<br><br>28.97% | <br><br><br>2,917<br><br>10,230<br><br>28.51% | <br><br><br><br><br><br>0 | <br><br><br>Not Applicable |
| (k) **Return on Investment Ratio** (in percentage)<br>[Net Gain on Investment/ Investment]<br><br>Net Gain on Investment [Mutual Funds]<br>Investment [Mutual Funds]<br>Return of Investment Ratio | <br><br><br>125<br>4,517<br>2.78% | <br><br><br>320<br>2,072<br>15.46% | <br><br><br><br><br>-1 | <br><br><br>Due to decrease in Net gain on investment and increase in investments during the year |

The accompanying Notes form an integral part of these Standalone Financial Statements

In terms of our report of even date attached

For **Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Registration No. 004186C

**For and on the behalf of the Board of Directors**

**(CA. Aayush Garg)**
Partner
Membership No. 434485
**ICAI UDIN: 264344BSUPWSNE9392**

Place : Indore
Dated : May 14th, 2026

(Vinita Rathi)
Managing Director
DIN : 00427239

Place : Indore
Dated : May 14th, 2026

(Nilesh Rathi)
Whole Time Director
DIN : 00430725

(Ayushi Solanki)
Company Secretary




**Systango Technologies Limited**

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452 010, Madhya Pradesh, India.

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