

**September 04, 2026**

To,  
The Manager,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051

**Symbol: BASILIC**  
**ISIN: INE0OCC01013**

**Dear Sir/ Madam,**

**Sub.: Notice of the 10<sup>th</sup> Annual General Meeting (“AGM”) and Annual Report 2025-26**

We wish to inform you that the 10<sup>th</sup> Annual General Meeting of the Company will be held on Monday, September 28, 2026 at 3:00 P.M. (IST), through video conferencing (“VC”) / other audio-visual means (“OAVM”).

In this regard, Pursuant to Regulation 30 read with Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we are submitting herewith the Annual Report of the Company along with the Notice of AGM for FY 2025-26 which is being sent through electronic mode to the Members. Further, in accordance with Regulation 36(1)(b) of the Listing Regulations, a letter providing web-link for accessing the Annual Report for FY 2025-26 is being sent to all those Members who have not registered their email IDs.

The Company will provide to its members the facility to cast their vote(s) on all resolutions set out in the Notice of AGM by electronic means (“e-voting”). The detailed process to join the meeting through VC / OAVM and e-voting, are set out in Notice of AGM. The Company has engaged NSDL for providing e-voting services and the VC/OAVM facility for the AGM. The details of e-voting are as follows:

| Particulars                                                                          | Date                                       |
|--------------------------------------------------------------------------------------|--------------------------------------------|
| Cut-off date for determining eligibility for remote e-voting and e-voting at the AGM | Monday, September 21, 2026                 |
| E-Voting start date and time                                                         | Friday, September 25, 2026 (9:00 A.M. IST) |
| E-Voting end date and time                                                           | Sunday, September 27, 2026 (5:00 P.M. IST) |



**Basilic Fly Studio Limited**

CIN : L92100TN2016PLC103861

044 6172 7700   
info@basilicfly.com   
www.basilicflystudio.com 

Members may access the VC/OAVM facility through the NSDL e-voting portal at <https://www.evoting.nsdl.com> using their existing login credentials.

The Annual Report containing the Notice of AGM is also uploaded on the website of the Company.

Kindly take the above information on record.

Thanking you,

**Yours faithfully,**

**For Basilic Fly Studio Limited**

IKKURTHI  
CHANDRAMOHAN

Digitally signed by IKKURTHI  
CHANDRAMOHAN  
Date: 2026.09.04 14:52:28  
+05'30'

**Ikkurthi Chandramohan**

**Company Secretary & Compliance Officer**

**M.No: F10194**





ANNUAL REPORT  
2025-26

# Building the FUTURE OF GLOBAL VISUAL EFFECTS

Powered by Technology.  
Scaled from India. Trusted worldwide



## What's Inside...

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#### Forward-looking statement

Some information in this report may contain forward-looking statements. We have based these forward-looking statements on our current beliefs, expectations and intentions as to facts, actions and events that will or may occur in the future. Such statements are identified by forward-looking words such as “believe,” “plan,” “anticipate,” “continue,” “estimate,” “expect,” “may,” “will”, or other similar words. A forward-looking statement may include a statement of the assumptions or basis underlying the forward-looking statement. We have chosen these assumptions or bases in good faith, and we believe that they are reasonable in all material respects. However, we caution you that forward-looking statements and assumed facts or bases almost always vary from actual results, and the differences between the results implied by the forward-looking statements and assumed facts or bases and actual results can be material, depending on the circumstances.

Designed and Concept by

The world no longer watches stories. It enters them.

The storm that swallowed the city. The creature that felt warm-blooded. The face that aged across decades in the space of a single scene.

Realism that cannot be questioned. Scale that cannot be faked. Delivered faster than ever, at a cost that still makes sense.

Look closely at the last film that moved you. None of it was real. But all of it was believed.

That gap, between what never happened and what an audience accepts without a flicker of doubt, is where we live.

Someone has to build that world. Frame by frame. Pixel by pixel.

## We do !

Basilic Fly Studio began its journey in Chennai in 2013 with one big dream: that India would not merely service the world's visual effects, it would help imagine them.

Thirteen years later, that idea wears a number. **12,000+ projects.** **500+ clients.** Films, series and commercials seen on every continent on Earth.

**We are not at the edge of the frame anymore. We are inside it.**



# THE FUTURE WE ARE BUILDING STANDS ON THREE FOUNDATIONS.

**Powered by Technology**, because innovation is no longer an enabler; it is the foundation of modern visual storytelling. From AI-assisted production pipelines to next-generation creative tools, technology empowers our artists to deliver greater quality, speed and efficiency without compromising imagination.

**Scaled from India**, because our greatest strength is blending top-tier creative talent with operational excellence. India's vast pool of skilled professionals, backed by a growing AVGC ecosystem, enables us to deliver globally competitive solutions while remaining agile, scalable, and cost-effective.

**Trusted Worldwide**, because in a business where every frame counts and deadlines are crucial, trust is the most valuable asset. It is built through consistency, reinforced by execution, and maintained through long-term relationships with top global studios, production houses, and content creators who depend on our expertise.

## Three foundations. One trajectory.

Yet, the future we envision extends beyond visual effects.

We envision a future where technology enhances creativity instead of replacing it. Artificial intelligence

enables artists to concentrate on imagination rather than repetitive tasks. Indian creative excellence continues to gain international recognition. Basilic Fly Studio is poised to contribute significantly to the next phase of the global visual entertainment industry.

Each project we take on is a chance to expand creative limits. Every partnership allows us to build stronger trust. Each innovation offers a new way to reimagine possibilities.

As we continue this journey, we remain guided by a simple belief:

The future of visual effects will not be inherited. It will be imagined, created and built.

**Frame by frame  
- innovation by innovation.**





# BY THE NUMBERS

## Building the Future of Global Visual Effects

Numbers do not embellish. They confirm.  
This was the year Basilic Fly Studio crossed ₹4,000 million in revenue.  
The year a Chennai studio became a six-location network spanning four countries.  
The world’s largest streamers and the year’s most awarded films were, in part, built by us.  
Here is FY26 measured for BFSL.

### The Headline

₹4,078 million

Revenue from Operations  
Up 34.1% over FY25. A fourth consecutive year of growth.

₹852 million

Operating EBITDA  
Up 19.2% over FY25.

₹506 million

Profit After Tax  
Up 13.2% over FY25.

₹20.78

Diluted EPS. The highest in the Company's listed history.

### Numbers that define BFSL

Since 2016. How do you measure nine years of craft? In titles delivered.

12,000+

Projects Delivered

1,300+

Movies

2,500+

Series

8,000+

Commercials

500+

Clients Served

13+

Years of Experience

Every number above is a frame the world chose to believe.

### Powered by Technology

In visual effects, technology decides who delivers and who falls behind.  
We invested to stay at the front.

₹850 million

QIP raised in September 2025, directed at AI, technology and capacity building - the foundation of the next decade.

30% – 40%

Structural cost advantage built through India-led delivery and migration of roles from the UK and EU.

35+

Collaborating with partner studios globally. An asset-light network that flexes capacity without a fixed-cost burden.

AI-led

production workflows, now live and deployed across active pipelines, compressing cost per shot while accelerating turnaround time.

TPN Gold

Content-security certification, Chennai & Pune, through 2028. Backed by red-team assessment and real-time dark-web monitoring, the standard major studios demand.

### Scaled from India

Scale is not a slogan. It is a structure, and ours is engineered to compound.

6

Delivery locations across 4 countries – India, the United Kingdom, France and Canada - with business development in New York and Los Angeles.

775+

Team members, 60% - 70% based out of India.

90%

Talent absorption rate through internal bootcamps and university partnerships - reducing dependence on expensive external hiring.

73%

CAGR growth in revenue over the last three years.

Established a new Creative hub in Bengaluru to support our UK studio, One of Us, enabling scalable delivery with Indian economics.



# BY THE NUMBERS CONT.

## Building the Future of Global Visual Effects

### Trusted Worldwide

Trust is the rarest currency this industry trades in. It earned one delivery at a time and FY26 was a year of earning it at scale.

**81%**

Growing international revenue base: Europe (60%) and North America (21%).

**108**

Global clients served in FY26 across 410 projects and 624 movies and series.

**£35** million

Active bid pipeline into FY27, with ~55% already at an advanced stage of conversion.

**Netflix | Disney |  
Amazon | HBO**

We are collaborating with some of the key names that the world tunes into, alongside Warner Bros., Sony, Paramount, Universal, Prime Video, Apple TV+, and BBC.

**3**

Academy Award nomination listings.

### Strength Beneath the Growth

Growth is only as good as the balance sheet it rests on. Ours is built to fund the next phase from within.

**₹3,441** million

Net Worth | A 121% three-year CAGR.

**(0.03)x**

Net Debt to Equity, effectively net-cash, financed by internal accruals and the FY26 equity raise, not leverage.

**24% | 18%**

RoCE | RoE  
Capital efficiency that places the Company ahead of most media and entertainment peers.

**₹739** million

Cash and bank balances, the key ingredients for organic and inorganic expansion.





About Us

# BASILIC FLY STUDIO LIMITED

A global visual effects studio built in India.

We make the unreal believable.

A storm that never came. A creature that never lived. A city that never fell.

Basilic Fly Studio builds the images the world accepts without question, frame by frame, pixel by pixel, for the films, series and commercials watched across continents.

We are a global visual effects studio. Headquartered in Chennai. Delivering from six locations across four countries. Trusted by the names that define what the world watches.

Our legacy

Every great studio begins with a conviction. Ours began with identifying an opportunity.

In 2013, our founder, Balakrishnan, noticed a problem: the world needed high-quality visual effects that were also affordable. At that time, India wasn't producing these effects on a large scale.

Thus, began the journey of Basilic Fly Studio Limited.

Today, at Basilic Fly Studio Limited, we blend creativity, technology, and execution to bring compelling stories to life. As a global VFX studio, we deliver high-quality

digital content for films, TV, streaming, and advertising, partnering with top international creators to redefine visual storytelling.

From our India roots, we've become a global VFX enterprise, blending artistic skill with tech-enabled pipelines and scalable delivery. Our integrated model enables us to handle complex, high-value visual effects across genres and formats, ensuring speed, quality, and reliability for top studios.

As content consumption grows across streaming, theatrical releases, gaming, and digital media, visual effects are key to storytelling. Audiences want richer visuals; producers need faster turnaround. Technologies like AI, virtual production, and real-time rendering reshape the landscape. Basilic Fly Studio isn't just adapting but shaping these changes.

Thirteen years. A journey from identifying an opportunity, to building a company, to establishing a global visual effects studio.

What we do

We provide end-to-end visual effects: from concept to the final pixel.

Today, our expertise covers the entire value chain: pre-visualisation, asset creation, animation, effects simulation, lighting, rendering, and final compositing. We don't focus on just one part of a project; we can manage it from initial concept to the final frame.

We work across four formats, feature films, television and streaming series, web content, and commercials, for clients on nearly every continent.

How we work

A studio is only as good as its operating model. Ours is built on a single, deliberate idea: combine the world's creative proximity with India's delivery economics.

Creative leadership and client engagement are based in the UK, Europe, and North America, managing supervision, creative direction, and premium client relationships.

Execution is expanded in India, with large-scale delivery operating through Chennai, Pune, and a new creative hub in Bengaluru, benefiting from a 30–40% structural cost advantage.

This hybrid model establishes a moat that neither purely domestic nor purely overseas studios can easily replicate. It is service-oriented, asset-light, scalable, and primarily generates international revenue.

We generate income through project-based contracts via two engagement models: direct client relationships and sub-contracting partnerships. This combination helps minimize dependence on a single revenue source.

## One of Us

Some acquisitions add capacity. This one added stature. In July 2024, Basilic Fly Studio acquired a majority stake in One of Us, a well-respected and award-winning London visual effects studio known for high-end creative work.

The partnership allows both studios to bring their individual reputations for creative excellence to a broader global scale.

What it gave us was specific: deeper creative capability, access to premium clients, and a genuine seat at the table in the world's most demanding markets.

Technology integration followed in disciplined phases, Phase 1 completed in March 2025, Phase 2 well underway through FY26, knitting two studios into one global pipeline.

*We did not just acquire a name. We built a network.*





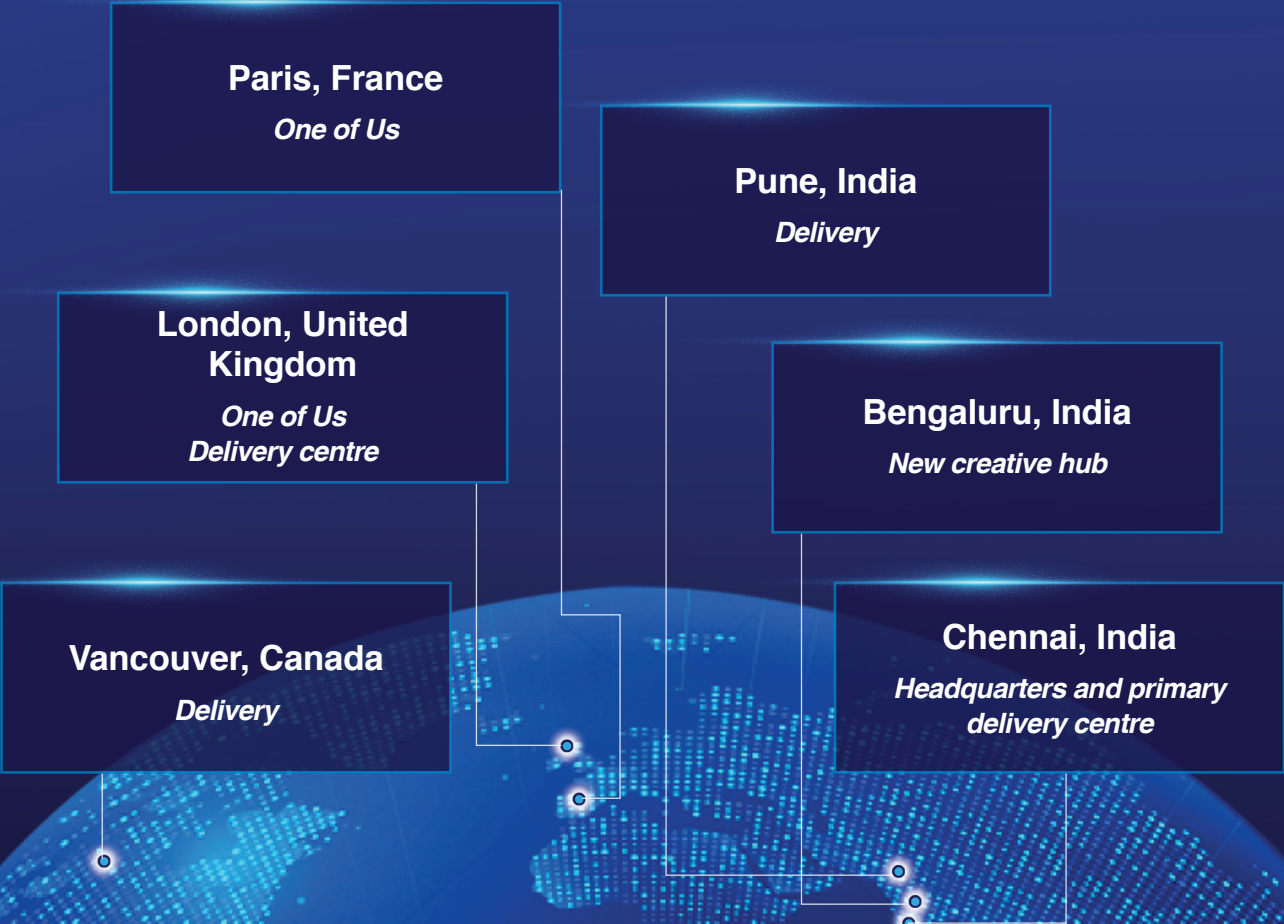


About Us

OUR NETWORK

Local touchpoints. Global delivery power.

Six delivery locations across four countries:



Business development extends further still into New York and Los Angeles, placing us where the work is commissioned and where it is made.

Who trusts us

In visual effects, trust is the rarest currency and the hardest to fake.

We are trusted by the studios and streamers that define global content: **Netflix, Disney, Amazon, HBO, Warner Bros., Sony, Paramount, Universal, Prime Video, BBC and Apple TV+** are among the major streaming platforms.

Much of this is repeat business, the truest measure of reliability.

That trust is built on more than craft. It is secured.

Our Chennai and Pune facilities have TPN Gold certification through 2028, supported by red-team assessment and dark-web monitoring, meeting top content-security standards required by major studios.

And it is recognised. In the FY26 cycle, our work featured in 3 Academy Award nomination listings within the Top 20, and we became the 6th studio globally to receive the Stella Award this year.

Our people

Visual effects are made by people. Technology only lets them do more.

Behind FY26 stood a team of 775+, with India leading the expansion and headcount crossing 900+ by year-end.

Crucially, we build talent rather than merely buy it: a 90% absorption rate through internal bootcamps and university partnerships reduces our dependence on expensive external hiring markets.

The leadership bench deepened materially in FY26, across both creative and commercial functions:



**BALAKRISHNAN**  
Chairman & Managing Director



**YOGALAKSHMI**  
Director & Chief Business Strategy Officer



**ZAMEER HUSSAIN**  
Chief Operating Officer & Global Executive Vice President



**GAURAV MEHRA**  
Chief Financial Officer

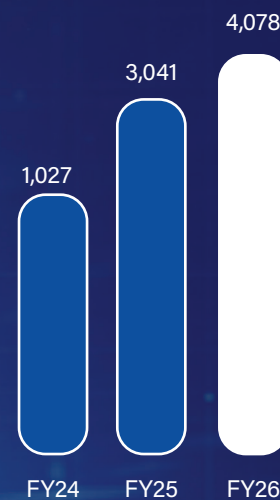
Senior creative and business development talent was brought in across London, Los Angeles, and Paris. This includes Abishek Nair, Global Creative Head from the industry's top-tier company, strengthening our leadership team as we expand in North America and Europe.



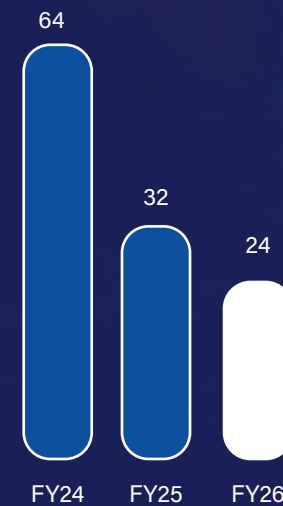
# DELIVERING RESPONSIBLY

On our commitment.

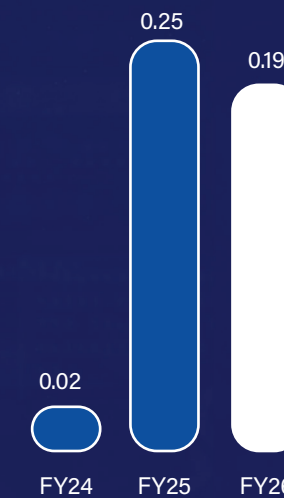
Revenue for Operations  
(₹ in million)



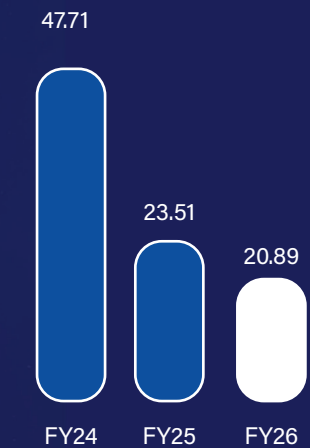
Return on Capital Employed [RoCE] (in %)



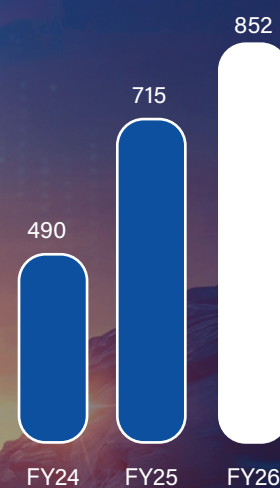
Debt-equity ratio



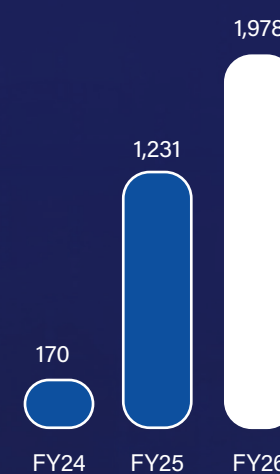
EBITDA Margin  
(in %)



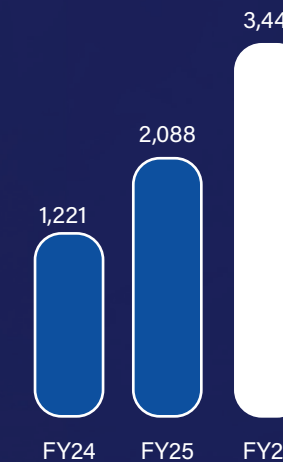
EBITDA  
(₹ in million)



Net fixed-assets  
(₹ in million)



Net worth  
(₹ in million)





# OUR OFFERINGS PORTFOLIO

From Sketch to screen, the complete visual effects pipeline, from the first frame to the final pixel.

We do not simply contribute to a project. We help carry it from beginning to end.

Eight capability clusters. One integrated craft.

A project can enter our studio as an idea and leave as a finished frame, progressing through a connected pipeline without unnecessary handoffs between vendors or facilities.

Our capabilities span the full visual effects value chain. Each discipline represents a specialised craft with its own expertise, technology and leadership. Together, they form an integrated production ecosystem capable of delivering everything from individual shots to complete sequences, or even an entire production.

Whether supporting feature films, episodic series, streaming content or television commercials, this breadth of capability allows us to adapt to the needs of each client while maintaining consistency in quality, efficiency and creative execution.



## Pre-Production

- Storyboarding
- Concept Art
- Creative Design



## Preparatory Services

- 2D Additional VFX
- Camera Matchmove
- Body Tracking
- Layout



## Asset Creation

- Modelling
- Texturing
- Surfacing
- Look development



## Production Services

- On-Set VFX Supervision
- Plate Data Management
- Virtual Production Support



## Finishing & Compositing

- Lighting
- Rendering
- Motion Graphics
- High-End Compositing



## Technical & Creative Effects

- Rigging • Creature FX
- Fluid & Particle Simulations
- Hair & Cloth FX • Animation



## R&D

- Pipeline development
- Software development
- AI & Machine learning



## Motion Graphics & Design

- Title Design
- Infographics
- Stylised Sequences



## Where it goes to work

- Feature films
- Television & streaming series
- Web content
- Commercials

In FY26, we broadened our scope by adding gaming cinematics and immersive, real-time content to our portfolio. We also entered the rapidly growing Indian streaming market through domestic OTT mandates from Netflix and Amazon, applying the same eight disciplines to entirely new formats.

This broad portfolio functions as a unified system. Creative supervision remains close to clients in the UK, Europe, and North America, while large-scale execution occurs in India through an integrated tech workflow. Studios in Chennai, Pune, Bengaluru, London, Paris, and Vancouver collaborate around the clock on the same sequences.

The pipeline is increasingly intelligent. AI-driven workflows across projects reduce costs and speed turnaround, supported by enterprise infrastructure and cross-site compatibility. Every frame passes through facilities certified to TPN Gold content-security standards.

With the acquisition of 'One of Us', our London and Paris creative house, the portfolio gained two decades of designed artistry and premium credits.

**Capability at scale, married to creative pedigree.**





# THE JOURNEY SO FAR

## Building the Future

Starting with a five-person team in Chennai and growing into a worldwide visual-effects network, the journey has been thrilling and full of challenges.

Every studio begins with a conviction.

Ours began with identifying an opportunity and the belief that India could not merely service the world’s visual effects, but help shape them.

Thirteen years later, that belief wears a number: ₹4,078 million in revenue, six locations, four countries, one trajectory.

This is how we got here and why the next chapter is the one we are most ready to write.

## The road ahead

The arc of this journey points in one direction. Under Vision 2026–27, we are building a truly multi-location, AI-augmented VFX network, combining creative excellence, advanced automation and global delivery strength, with a clear destination: to become a globally integrated VFX powerhouse.

## 2013

### The Spark

Founder Balakrishnan saw a gap the world had not yet filled, visual effects of international quality, delivered from India at genuine cost efficiency. He began with a crew of 5 - 6 experienced artists and a conviction.

## 2016

### A Company

What began as a partnership was formalised as Basilic Fly Studio Limited, a structure built for what was to come.

## 2020

### Resilience

When the pandemic shut studios worldwide, BFS moved to remote delivery without missing a beat, growing its team from around 125 to nearly 200 professionals through the disruption, not despite it.

## 2022

### Going Global

The studio reached beyond Chennai and expanded to new locations in Pune, and toward London and Vancouver, crossing early scale with turnover approaching ₹79 crore, healthy profitability and a compounding growth rate above 60%.

## 2023

### Going Public

A record-breaking debut on the NSE Emerge platform. A ₹66-crore issue drew over ₹14,000 crore in subscriptions and 7 lakh+ applications, and listed at a 179% premium - the market’s first verdict on the model.

## 2024

### A Universe of Possibilities

BFS acquired a 70% stake in One of Us, the BAFTA- and Emmy-winning London and Paris studio. Two decades of design-led artistry, premium clients and global credibility-added in a single step.

## 2025

### A Global Powerhouse

Revenue crossed ₹304 crore as the One of Us integration took hold. The artist base scaled toward 800, the footprint deepened across Europe and North America, and Phase 1 of the technology integration was completed.

## 2026

### Building the Future

Revenue reached ₹4,078 million, up 34%. An ₹85-crore QIP funded the next phase; a new Bengaluru creative hub opened; AI-led production workflows went live; and BFS broke into domestic OTT with Netflix and Amazon — while extending into gaming cinematics and immersive content. Three Academy Award nomination listings and the Stella Award marked the year’s creative standing.



## OUR CORPORATE STRUCTURE

## One integrated group

Basilic Fly Studio Limited operates as a single, integrated group: a listed Indian parent company, with creative and delivery subsidiaries across the United Kingdom, France, and Canada. Together, they combine creative leadership close to global clients with scalable, cost-efficient execution from India.



## Basilic Fly Studio - India

The India studios serve as the foundation of our operations, housing skilled VFX artists, composers, and production teams. Equipped with advanced technology, these studios manage high-end visual effects projects across various platforms.

## Chennai

## Pune

## Bengaluru

## Basilic Fly Studio – Canada

Located in Vancouver, this subsidiary works closely with North American studios, providing expertise in VFX production and ensuring compliance with industry standards for major Hollywood projects.

## Vancouver

## Basilic Fly Studio – United Kingdom and Europe

A client-facing presence in London, one of the world's leading film and television hubs, working with top-tier production houses.

## London

Situated in one of the world's leading film and television hubs, the London studio collaborates with top-tier production houses, contributing to some of the most visually stunning projects in the industry.

## One of Us (London & Paris)

One of Us is an award-winning visual effects studio for feature films, episodic, commercial projects, as well as immersive art installations. Highly regarded for our design-led concept work, One of Us remains a key creative partner and collaborator to visionary directors.

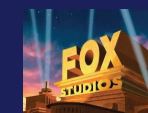
## ICONIC PROJECTS

## One integrated group

Basilic Fly Studio Limited operates as a single, integrated group: a listed Indian parent company, with creative and delivery subsidiaries across the United Kingdom, France, and Canada. Together, they combine creative leadership close to global clients with scalable, cost-efficient execution from India.



## Brands we work with





# WHY INVEST IN BASILIC FLY STUDIO?

**A technology-driven VFX platform with a strong structural advantage,  
positioned ahead of the global increase in content demand.**

The investment case for Basilic Fly Studio rests on a simple proposition: a business with a structural cost moat, a widening technology edge, and a premium client base, poised to grow into a global content boom, with the economics of that growth improving as it scales.

## 01 | A cost advantage built into the model

BFSL's India-led delivery provides a 30–40% cost advantage compared to traditional locations, thanks to the focused shift of roles into India and the Bengaluru expansion. The company is not just increasing capacity but also enhancing the financial efficiency of its growth.

## 02 | Technology that breaks the cost-per-shot equation

Visual effects costs have traditionally increased roughly in proportion to output. BFSL is changing that relationship. Its proprietary AI-powered workflows, already used in live production, such as 4K de-aging, AI-assisted 3D asset creation, and high-fidelity textures, reduce per-shot costs

and boost productivity. These advantages compound as volume increases. Additionally, a USD-based pipeline launching in FY27 will enable access to more lucrative Tier-1 projects.

## 03 | Growth with rising underlying profitability

Consolidated revenue for FY26 hit ₹408 crore, reflecting a 34% increase and a three-year CAGR of 73%. Underlying this growth, the India operations expanded by 64%, with margins improving to EBITDA of 43.1% and PAT of 24.2%, indicating successful model execution. BFSL's listing in 2023 was highly oversubscribed at 287 times.

## 04 | A visible, funded runway into FY27

The most compelling part of the story is the forward view: an order book worth ₹232 crore and a record-high bid pipeline of ₹456 crore (£35 million). A domestic OTT breakthrough with Netflix and Amazon is driving Q1 FY27 domestic revenue to already surpass twice the total of

FY26 domestic revenue. This comes amid a recovery in global content spending, with one major studio increasing its slate to approximately 20 productions, up from an historic average of eight.

## 05 | Trusted at the very top of the market

BFSL supports major studios and streamers shaping worldwide content, including Netflix, Amazon, Disney, Sony, Warner Bros., and HBO. Netflix and Amazon alone account for more than half of their revenue, with over 80% coming from Europe and North America. They hold certified trust marks: TPN Gold through 2028, a Disney on-site security audit, and the prestigious Stella Award, only the sixth facility globally to receive it. In FY26, three films from BFSL received Academy Award nominations.

## 06 | Creative pedigree and scale, in one platform

The acquisition of One of Us, a renowned London and Paris studio with 20 years of Emmy and BAFTA awards, combined top-tier creative supervision with BFSL's cost-effective and scalable execution capabilities. This integration has created a unified global platform, strengthened in FY26 by 14 senior leadership hires, including professionals from Netflix and ILM. Additional synergies are expected as the Global One Pipeline and USD architecture are implemented.

## Answering the margin question

Consolidated EBITDA and PAT margins eased in FY26 to 20.9% and 12.1%, a deliberate outcome of project rescheduling and the initial-period cost of 14 senior hires, not of the core model. The India business expanded its margins over the same period, and management expects consolidated margins to improve by 2–2.5% in FY27 as operating leverage and offshoring compound. This is an investment phase, by design.

**₹408**

crore revenue in FY26  
+34% YoY growth

**73%**

3-year CAGR growth in  
revenue

**₹232**

crore order book  
executed in FY26

₹456 crore order book pipeline

**24%**

RoCE  
30 – 40% cost  
advantage | near net-cash



# OUR APPROACH TO AI

## Deliberate, not reactive, amplifying our artists, not replacing them

Artificial intelligence is transforming the visual effects industry in ways we never anticipated. Our response is not to chase every tool, but to adopt AI with intent, where it raises quality, frees our artists for higher-value creative work, and delivers a real benefit to our clients.

### Our Philosophy | *Centered on three principles*

**Force multiplier,  
not a replacement**

AI supports and enhances our artists' capabilities rather than replacing them. Each implementation is evaluated based on whether it improves output quality or allows talent to focus on higher-value tasks.

**Pipeline-first  
thinking**

Our AI development is integrated directly into the production pipeline, ensuring tools are built into the actual workflow. This approach enhances the entire process, not just individual tasks.

**Quality over  
speed**

Speed improvements are valuable only if they do not reduce the quality of the deliverable. Each AI output is checked against production standards before being integrated into a client pipeline.

### Two Investment Tracks | *Operational and creative*

**Non-Generative AI  
Operational intelligence**

Machine-learning-driven scheduling, resource forecasting, HRMS performance analytics and resource optimisation, delivering measurable efficiency gains today.

**Generative AI  
Creative acceleration**

A ComfyUI pipeline, trained model libraries, concept art, storyboarding, previs, de-ageing and commercial content, already delivering to clients.

### What it means for Our Clients?

Every internal gain becomes a client benefit: Faster turnarounds, greater flexibility in iteration, and cost savings are achieved through well-defined workflows, ensuring consistent quality across our studios in Chennai, Pune, London, and Paris. This positions Basilic Fly as a strategic production partner rather than just an execution vendor.

|                    | Before AI                  | With AI                          |
|--------------------|----------------------------|----------------------------------|
| Concept rounds     | 3 – 5 days per revision    | Same-day AI iteration            |
| Previsualisation   | Weeks of manual setup      | AI-assisted setup in days        |
| Delivery timelines | Fixed                      | Compressed on AI-assisted stages |
| Early development  | Costly to explore & revise | Lower-cost, lower-risk           |
| Collaboration      | Limited real-time review   | Live creative iteration          |

### Our AI Roadmap | *Foundation - Scaling - Leadership*

| Phase 1 — Foundation<br>Now – FY26<br>In Progress | Phase 2 — Scaling<br>FY26 – FY27<br>In Development | Phase 3 — Leadership<br>FY27 – FY28<br>Planned |
|---------------------------------------------------|----------------------------------------------------|------------------------------------------------|
| AI/ML HRMS system — live                          | 16-bit-compatible AI compositing                   | Film-grade AI across the full pipeline         |
| ML production scheduling — live                   | Proprietary model-library expansion                | Proprietary AI tools as a client offering      |
| ComfyUI generative pipeline — live                | AI-assisted VFX for episodics                      | AI production-supervision capability           |
| AI commercial content — delivered                 | Cross-studio pipeline standardisation              | Real-time AI rendering                         |
| ShotGrid AI integration — operational             | AI upskilling across all studios                   | AI-native model for select projects            |

### Where are we going?

The world no longer just watches stories; it immerses in them.

Growing demand for visual effects exceeds current supply, driven by streaming, large-format, and immersive content. Our goal with Vision 2026–27 is to create a multi-location, AI-augmented VFX network combining creativity, automation, and global delivery.

We're expanding into gaming cinematics and immersive content, and entering India's vibrant streaming market with Netflix and Amazon, diversifying revenue. Our aim: to become a global VFX leader. We are shaping the future of visual effects, not waiting for it.

**Intelligence, applied with intent**  
**- powered by technology, scaled from India, trusted worldwide.**



# POWERED BY TECHNOLOGY

## Driving global innovation through technology integration

For many years, the cost of visual effects increased roughly in proportion to their output. We believe the future will favour studios that defy this pattern, and in FY26, we worked to develop the technology stack to put BFSL ahead of the curve.

### The FY26 Technology Stack / Five investments, one design goal

Each investment listed below was aimed at enhancing a specific capability, boosting scalability, strengthening margins, or increasing our competitive edge. Collectively, these changes fundamentally alter the economics of producing visual effects.

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                          |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p><b>01   AI-Led Production Workflows</b></p> <p>Proprietary AI-enabled workflows now run inside live delivery pipelines, 4K de-ageing and age conditioning, AI-assisted 3D asset generation, and high-fidelity texture creation, cutting per-shot cost and turnaround, with gains that compound as volume grows.</p>                                                                                                                                                               | <p><b>02   The USD Pipeline</b></p> <p>A Universal Scene Description (USD) architecture, rolling out in FY27, lets multiple departments work on the same asset at once rather than in sequence, reducing handoffs, rework and version conflicts, and qualifying us for higher-value Tier-1 mandates.</p> |
| <p><b>03   Owned Infrastructure</b></p> <p>Migration to owned NetApp enterprise infrastructure reduces long-term cloud dependency and cost, giving us the headroom to handle blockbuster-scale data and complexity on our own terms..</p>                                                                                                                                                                                                                                            | <p><b>04   The Global One Pipeline</b></p> <p>One unified environment connects Chennai, Pune, Bengaluru, London, Paris and Vancouver, shared asset libraries, synchronised data and real-time review enabling true follow-the-sun production, around the clock.</p>                                      |
| <p><b>05   Security, Engineered In</b></p> <p>Trust is built into the stack, not bolted on. Chennai and Pune renewed TPN Gold certification through 2028, validated by a Disney on-site audit, with red-team assessment and real-time dark-web monitoring in place. In FY26, we became only the sixth facility worldwide to receive the Stella Award. In premium content, security is no longer a differentiator; it is the price of entry, and we clear it at the highest tier.</p> |                                                                                                                                                                                                                                                                                                          |

### The Outcome

Lower cost per shot. Faster turnaround. Higher productivity and profitability, compounding with volume, and unlocking the next tier of global mandates.

With guidance from our recently added senior AI leaders, some of the few pioneers driving AI in the creative VFX industry, Basilic Fly’s technology is no longer just a support function. It now serves as the foundation for building the future.

# MARQUEE PROJECTS

## delivered in FY26

|                                                                                       |                                                                                                                                      |                                                                                                                                                  |
|---------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|
|    | <p><b>AVATAR: FIRE &amp; ASH</b></p> <p>IMDb Rating: <b>7.3/10</b><br/>Rotten Tomatoes (Critics): <b>66%</b></p>                     | <p><b>US\$404.3 million</b><br/>Domestic Box Office</p> <p><b>US\$1.082 billion</b><br/>(Worldwide: US\$1.486B)<br/>International Box Office</p> |
|    | <p><b>F1: THE MOVIE</b></p> <p>IMDb Rating: <b>7.9/10</b><br/>Rotten Tomatoes (Critics): <b>83%</b></p>                              | <p><b>US\$189.6 million</b><br/>Domestic Box Office</p> <p><b>US\$444.5 million</b><br/>(Worldwide: US\$634.1M)</p>                              |
|   | <p><b>SINNERS</b></p> <p>IMDb Rating: <b>7.7/10</b><br/>Rotten Tomatoes (Critics): <b>97%</b></p>                                    | <p><b>US\$278.3 million</b><br/>Domestic Box Office</p> <p><b>US\$87.1 million</b><br/>(Worldwide: US\$365.4M)</p>                               |
|  | <p><b>MISSION IMPOSSIBLE<br/>The Final Reckoning</b></p> <p>IMDb Rating: <b>7.1/10</b><br/>Rotten Tomatoes (Critics): <b>80%</b></p> | <p><b>US\$197.4 million</b><br/>Domestic Box Office</p> <p><b>US\$401.4 million</b><br/>(Worldwide: US\$598.8M)</p>                              |
|  | <p><b>THUNDERBOLTS*</b></p> <p>IMDb Rating: <b>7.5/10</b><br/>Rotten Tomatoes (Critics): <b>88%</b></p>                              | <p><b>US\$190.3 million</b><br/>Domestic Box Office</p> <p><b>US\$192.2 million</b><br/>(Worldwide: US\$382.4M)</p>                              |



# FROM THE CHAIRMAN & MANAGING DIRECTOR'S DESK

*In FY26, our work featured in three Academy Award-nominated films, and we became the sixth facility worldwide to receive the Stella Award for the year 2026.*

## Dear Shareholders,

FY26 was a defining year for Basilic Fly Studio, a year in which our industry, our company, and our ambition all shifted to a higher gear. I write to you with pride in what we achieved, and with clarity about what we are building next.

The visual effects industry sits at an inflexion point. With an unprecedented global hunger for content across various formats, streaming series, movies, gaming, and immersive experiences, the industry is shifting focus towards scale, speed, and top-tier quality. Simultaneously, artificial intelligence is transforming the economics of production. Few studios are equipped to navigate both changes simultaneously, but we aim to be among the few truly prepared.

## The year in review

Against that backdrop, we delivered our strongest year yet. Consolidated revenue grew 34% to ₹4,078 million, our fourth consecutive year of growth, and over the three years, our revenue has compounded at 73%. Operating EBITDA was ₹852 million and profit after tax ₹506 million, translating into diluted earnings of ₹20.78 per share.

Beneath the consolidated number lies the real story. Our India operations, the core of our model, increased by 64%, achieving higher margins. Additionally, the full-year integration of One of Us, our renowned London and Paris creative firm, enhanced both our reach and creative reputation, combining twenty years of award-winning work with our scalable delivery capabilities.

We closed the year with a strong portfolio of marquee projects, including Avatar: Fire & Ash, Peaky Blinders: The Immortal Man, F1: The Movie, Mission: Impossible – The Final Reckoning, Stranger Things Season 5, Bugonia, Troll 2, The Witcher - Season 4, and many more. We continue to evolve from a VFX vendor into a creative and technology partner for global filmmakers, with a presence spanning seven locations across four countries. More than 80% of our revenue now comes from Europe and North America, reflecting the growing

trust of our global clients and our expanding role in the international creative ecosystem.

We also strengthened our AI capabilities by developing infrastructure across Generative and Non-Generative AI, alongside several in-house custom AI modules in development, we remain focused on building a smarter, more agile, and future-ready creative ecosystem..

## Powered by technology

For decades, the cost of visual effects has increased almost proportionally with output, more shots, more artists, and higher expenses. We are committed to changing this trend, and in FY26, we developed the necessary technology. Our proprietary AI-powered workflows now operate within our live production pipelines, enabling 4K de-aging, age conditioning, AI-assisted 3D asset creation, and high-quality texture development. These innovations reduce the cost per shot and speed up turnaround times, with greater benefits as volume increases.

We are complementing this with a new Universal Scene Description pipeline, which will let multiple departments work on the same asset simultaneously rather than in sequence, and a migration to owned enterprise infrastructure that reduces our long-term dependence on rented cloud. For us, technology is no longer a support function. It is the platform on which the future is built.

## Scaled from India

Our second advantage is structural. India-led delivery gives us a cost advantage of 30 to 40% against traditional locations, an advantage we are deliberately widening by migrating roles offshore and scaling our new creative hub in Bengaluru. An asset-light network of more than 35 partner studios lets us flex capacity at peak without taking on fixed costs.

We are not just growing capacity. We are improving the economics of growth itself.

## Trusted worldwide

None of this would matter without trust, which in our industry is the rarest currency of all. We are privileged to serve the studios and streamers that define global content, Netflix, Amazon, Disney, Sony, Warner Bros. and HBO, much of it repeat business. In FY26, our work featured in three Academy Award-nominated films, and we became only the sixth facility worldwide to receive the Stella Award. We renewed our TPN Gold security certification through 2028, validated by an on-site Disney audit and reinforced by red-team assessments and real-time monitoring. Security is no longer a differentiator in our business; it is the price of entry, and we clear it at the highest tier.

## Our people

Behind every frame are people. In FY26, we deepened our leadership bench with fourteen senior creative and business appointments across Los Angeles, London and Paris, leaders drawn from the very top of our industry, while our team crossed 775+. Just as important, we are building talent rather than simply buying it: a 90% absorption rate through our internal academies and university partnerships is creating the next generation of artists in-house. Our culture of craft, discipline, and ambition is, ultimately, our deepest moat.

## A candid word on margins

Let me also be candid. Our consolidated margins moderated this year, to an EBITDA margin of around 21% and a PAT margin of around 12%. This was the deliberate cost of investment, the full consolidation of One of Us, senior hires whose contribution is still ramping, the Bengaluru build-out, and our investments in AI and owned infrastructure. It was not a weakening of the model; indeed, our India margins expanded over the same period. We chose to invest in the platform, and I am confident that choice will reward you. We expect consolidated margins to begin recovering in FY27.

## New markets, new formats

We also embarked on new growth avenues during the year. We entered the rapidly expanding Indian streaming market by securing full-length mandates from Netflix and Amazon. The initial results have been impressive, with FY27's first-quarter domestic revenue already more than doubling our FY26 domestic revenue. This move reduces our reliance on the fluctuating global content budgets. In addition to streaming and film, we are branching into gaming cinematics and immersive, real-time content, new markets where our current capabilities are highly applicable.

## Looking ahead

We enter FY27 from a position of strength. Our balance sheet is effectively net cash, and the ₹85 crore we raised through a qualified institutional placement in September is funding the next phase of AI, technology, and organic growth. Our forward order book and bid pipeline both stand at all-time highs, giving us strong revenue visibility, and global content spend is recovering.

Under Vision 2026–27, our goal is to create a fully integrated, multi-location VFX network enhanced by AI, blending creative mastery, cutting-edge automation, and international reach. Our aim is to establish a globally recognised VFX powerhouse. We are shaping the future of global visual effects, driven by technology, originating from India, and trusted around the world.

## With gratitude

I want to close with thanks. To our clients, thank you for trusting us with your stories. To our team around the world, thank you for the craft and commitment you bring to every frame. To our Board, thank you for your guidance and support. And to you, our shareholders, thank you for your belief in what we are building.

The future of our industry is being written now. With your continued support, we intend to write a great deal of it.

Warm regards,

**Balakrishnan**

Chairman & Managing Director





## CHIEF FINANCIAL OFFICER'S LETTER

*Our financial philosophy is simple and unchanged: every rupee we deploy must improve scalability, strengthen margins, or deepen our competitive advantage*

**Dear Shareholders,**

FY26 was a year of strong top-line growth and deliberate, forward-looking investment. I am pleased to take you through the numbers, and, just as importantly, the structure beneath them that gives me confidence in the years ahead.

### **A year of strong growth**

Consolidated revenue from operations rose 34.1% to ₹4,078 million, our fourth successive year of growth. Operating EBITDA grew 19.2% to ₹852 million, and profit after tax rose 13.2% to ₹506 million, delivering diluted earnings of ₹20.78 per share. Taking a longer-term view, the strength of our underlying momen-

tum is clear. Over the past three years, revenue delivered a 73% CAGR and book value per share compounded at 96%, establishing a strong foundation for sustained performance ahead.

### **The growth engine: our India business**

Beneath the consolidated picture lies the engine of our model. Our India business grew 63.8% to ₹1,204 million, with an operating EBITDA margin of 43.1% and a PAT margin of 24.2%, both higher than the previous year. This is the structural, high-margin profitability that our offshore-led delivery model is designed to produce, and the clearest evidence that the model is working exactly as intended.

### **Understanding our margins**

I will address our consolidated margins directly, because I know they matter to you.

Consolidated EBITDA and PAT margins eased to 20.9% and 12.1%, respectively. Almost all of the change is due to two deliberate, mostly temporary factors: the timing and rescheduling of major projects throughout the year, and the upfront costs of fourteen senior leadership hires whose

revenue impact is still developing. As those hires mature, as we migrate from rented cloud to owned infrastructure, and as more delivery shifts to India, we expect consolidated margins to improve by 2-2.5% in FY27.

### **A fortress balance sheet**

Balance sheet strength — Net worth rose to ₹3,441 million, a three-year CAGR of 121%, and we ended the year net-cash, with a net debt-to-equity ratio of (0.03)x and a return on capital employed of 24%. In September 2025 we raised ₹85 crore through a qualified institutional placement, capital earmarked squarely for AI advancement, technology and organic growth, not for funding day-to-day operations.

*Guided by a global mindset and grounded in financial discipline, our goal is to create lasting value for our shareholders by capturing the key opportunities shaping the future of the creative economy.*

### **Capital allocation and discipline**

Our financial philosophy is simple and unchanged: every rupee we deploy must improve scalability, strengthen margins, or deepen our competitive advantage. We continue to manage working capital and collections actively as the business scales across geographies and currencies, and we fund our growth from a position of balance-sheet strength rather than leverage. With a predominantly international revenue base, we manage our currency exposure prudently.

### **Revenue visibility and outlook**

Our growth is both encouraging and well-supported by visibility into future orders. We enter FY27 with a forward order book of ₹232 crore and an all-time-high bid pipeline of ₹456 crore, roughly 55% of which is already at an advanced stage of conversion. Combined with the operating leverage inherent in our model, this underpins both our revenue confidence and our expectation of margin recovery. We are building a financial platform designed not

merely to grow, but to compound.

I thank our shareholders for their continued confidence, our lenders, auditors and advisors for their partnership, and my colleagues across the finance function for their rigour and resilience through a demanding and rewarding year.

Sincerely,

Gaurav Mehra

Chief Financial Officer



# PEOPLE BEHIND THE PIXELS

Our people, the craft, the care, and the community behind every frame.

Every frame visible to the world today originates from someone’s imagination and a decision made by their hand. Prior to the pipeline, rendering, or pixels, there is always a person. This chapter focuses on our people.

Visual effects are often called a technology business. It is.

But strip away the servers and the software, and what remains is stubbornly, wonderfully human, an artist deciding how light should fall, how a creature should breathe, how a face should carry a feeling the script only hints at. More than 800 people across six studios do that work for Basilic Fly every day.

Here is how we find them, grow them, and build a place worth staying in.



## Recognised as an Outstanding Workplace

In June 2026, Basilic Fly Studio was independently certified as an Outstanding Workplace for 2026–2027. The recognition is based on a structured external evaluation that considers factors such as what truly influences a working life, employee feedback, leadership effectiveness, learning opportunities, inclusion, well-being, and daily workplace practices. For a company whose product is entirely created by its people, this external validation is important: it shows that the culture we are fostering is experienced by our employees, not just written about.

## A Team that grew with the Work

In three years, our team has more than doubled from 352 people in FY23 to over 775 today, with India leading the expansion. Growth at that pace can hollow out a company; people arrive faster than culture can hold them. We were

determined that it would not happen here. So, we grew with intent, adding people where the work was, keeping creative decisions close to our clients, and protecting the craft and camaraderie that made the studio what it is in the first place.

## We Grow Talent, We Don’t Just Hire It

Roughly nine in ten of the people who join us are grown from within, trained through our own bootcamps and long-standing university partnerships, then brought into live production. For many artists, Basilic Fly is where they take their first professional steps. For the company, this means developing and maintaining an in-house talent pipeline rather than relying on costly external sources. In FY26, we reinforced this approach by appointing a dedicated Chief Human Resources Officer to spearhead our people strategy. A studio aiming to scale must proactively invest in its people rather than reactively after the need arises.

## One Craft, Many Homes

Our people work across Chennai, Pune, Bengaluru, London, Paris and Vancouver, in different cities, languages and time zones, held together by one craft and a shared standard. As one studio hands the day’s work to the next, a single shot can travel the globe without ever stopping. In FY26, we welcomed fourteen senior leaders, including talent drawn from Netflix and Industrial Light & Magic, alongside the creative depth of our London and Paris colleagues at One of Us, widening both our bench and our horizons.

## People at the Centre

As artificial intelligence integrates into our studio, our commitment remains clear: technology is there to support the artist, not replace them. We delegate the repetitive tasks to machines, freeing our team to focus on uniquely human skills such as judgment, taste, and imagination. While tools will evolve, our core belief that great work comes from talented people remains unchanged. The world notices the pixels, but we see the people behind them, and we plan to maintain that perspective.

## BFSL’s growing people count





# CREATING VALUE BEYOND THE FRAME

## By Caring for Our Community

Our business is built on imagination and on people. Our responsibility to society flows from the same source, a belief that a company growing this fast should help others rise with it.

At Basilic Fly Studio, we channel our corporate social responsibility toward causes that are meaningful to the communities we operate in and authentic to who we are. Our efforts are guided by a Board-level CSR Committee and delivered both directly and through implementing partners.

## Two Investment Tracks | *Operational and creative*

### 01 | *Skilling for the creative economy*

Nurturing the next generation of Indian visual-effects and digital talent through training, mentorship, and partnerships with schools, colleges, and animation institutes.

### 02 | *Community health & welfare*

Supporting access to healthcare and welfare for underserved communities in and around the cities where we work.

### 03 | *Environmental responsibility*

Lowering the footprint of our studios and digital infrastructure, and supporting sustainability and conservation initiatives.

### 04 | *Arts, culture & inclusion*

Promoting the arts, protecting cultural heritage, and advancing diversity and inclusion within the wider creative industry.

## Governance & Commitment

Our CSR Committee reviews policy, approves projects, allocates funds and monitors outcomes to ensure our contribution is purposeful and measurable, not incidental. We fund our commitments from a position of financial strength, and we measure success not by rupees spent alone, but by lives and livelihoods genuinely improved.

**₹7.38 million**

*FY26 CSR obligation*

**₹7.39 million**

*Amount spent in FY26*

**9+**

*Beneficiaries*





# OUR BOARD OF DIRECTORS



**MR BALAKRISHNAN**  
Chairman & Managing Director

He has a Master's degree in Electronic Media from Anna University. In his role as a senior executive, he collaborates with the board to set strategic goals, analyze industry trends, manage teams, and promote expansion efforts. Additionally, he serves as the public-facing representative, ensures compliance with policies and regulations, and evaluates financial results.



**MRS YOGALAKSHMI SUNDARAM**  
President - Business Strategy, Whole-Time Director

She earned a Bachelor of Engineering in Electronics and Communication Engineering from Anna University. Additionally, she is a proficient business manager with expertise in assessing company performance, recommending strategic improvements, and streamlining operational procedures to maximise efficiency.



**MRS RAVICHANDRAN CHITRA**  
Independent Director

Mrs Ravichandran Chitra is a senior HR professional with over 40 years of experience in HR, payroll, and compliance. An alumna of Madurai University and Madras School of Social Work, she is the Founder & CEO of REXA Insurance Broking Services Private Limited and an Independent Director at Bafna Pharmaceuticals Limited.



**MR NANDHAGOPAL DAMODARAN**  
Independent Director

He is a CMA-certified professional with extensive leadership background in manufacturing, infrastructure, and geotechnical sectors, offering more than 30 years of expertise in finance and strategic management. Previously serving as a Group CFO, he has overseen major project funding, automation efforts, and financial transformation programs.

# OUR BOARD OF DIRECTORS



**MR VENGARAI SESHADRI SOWRIRAJAN**  
Independent Director

He earned a B.A. in Corporate Secretaryship from Madras University and is a Fellow of both the ICSI and the ICAI. Additionally, he has a postgraduate qualification in management accountancy and is a certified Insolvency Professional (IBBI and ICSI IPA). With wide-ranging expertise in legal, financial, and corporate law, he is currently practising as a Company Secretary.



**MRS THIRIPURASUNDARI. R**  
Non-Executive Director

She has a decade of experience in administrative and advisory positions, actively contributing to organizational management, employee welfare, and women's empowerment projects. Additionally, she has mentored and supported small fashion and textile businesses.

## Senior Management Personnel



**ZAMEER HUSSAIN**  
Chief Operating Officer & Global EVP



**GAURAV MEHRA**  
Chief Financial Officer



**AMIR SHAHINSHA**  
Head of Studio



**IKKURTHI CHANDRAMOHAN**  
Company Secretary & Compliance Officer



**JENNIFER HARGREAVES**  
EP/GM Business Development North America



**SAL UMERJI**  
General Manager UK & Europe



**ANBUKUMARAN R**  
Head of Production



**MANIKANDAN R**  
Associate Head of VFX Operations



**LAKSHMANAN C**  
Production Operations Manager



# MANAGEMENT DISCUSSION AND ANALYSIS

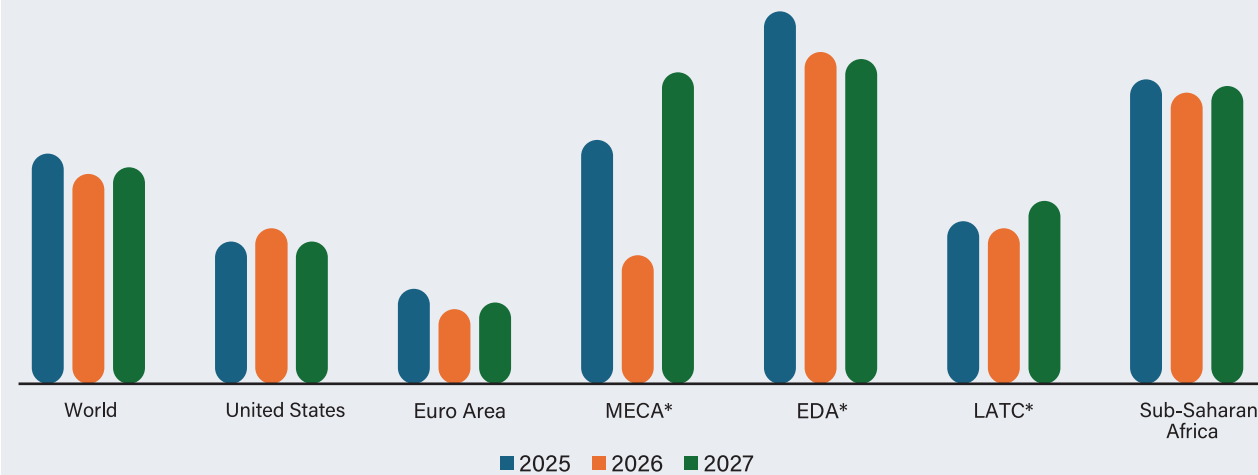
## GLOBAL ECONOMY OVERVIEW

After navigating a period of elevated trade barriers and persistent uncertainty, the global economy now faces renewed pressure from the ongoing conflict in the Middle East. Assuming the situation remains contained, global growth is projected to moderate to 3.1% in 2026, then improve marginally to 3.2% in 2027. Inflation is expected to rise modestly in the near term before easing again, with emerging and developing economies likely to experience sharper growth slowdowns and more persistent inflationary pressures.<sup>1</sup>

The global outlook remains fragile due to risks posed by ongoing geopolitical conflicts, renewed trade disputes, financial market volatility, and declining confidence in institutions. Although faster productivity growth driven by AI and easing trade tensions might boost the economy, increased defence spending and geopolitical fragmentation could amplify inflation and fiscal challenges. In this context, flexible policies, trustworthy governance, and enhanced international collaboration will be essential to maintain

<sup>1</sup> <https://www.imf.org/en/publications/weo/issues/2026/04/14/world-economic-outlook-april-2026>

## GLOBAL ECONOMIC GROWTH



(Source: <https://www.imf.org/en/publications/weo/issues/2026/04/14/world-economic-outlook-april-2026>) [\* MECA – Middle East & Central Asia | EDA – Emerging & Developing Asia | LATC – Latin America & The Caribbean]

stability and foster long-term economic resilience.

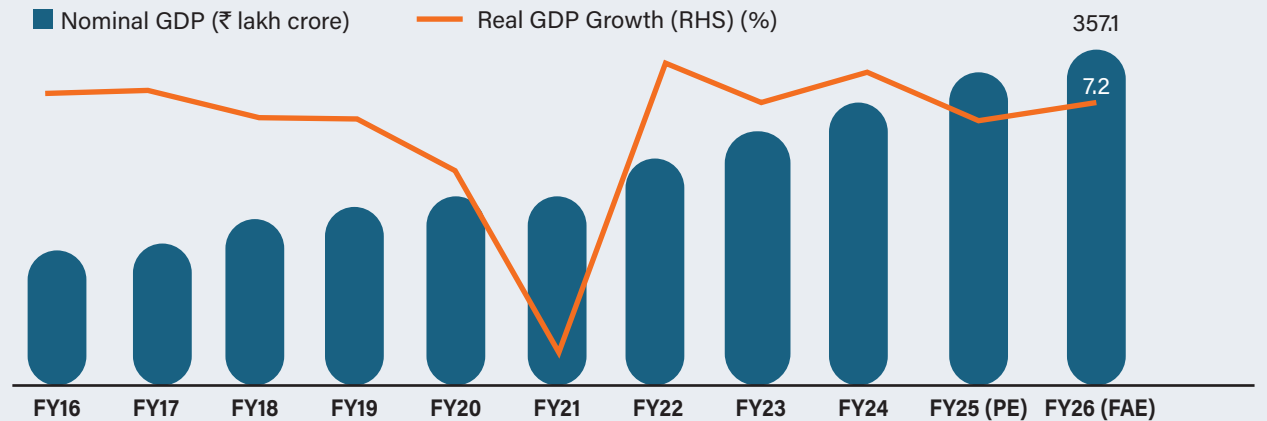
## INDIAN ECONOMY OVERVIEW

India reaffirmed its status as the world's fastest-growing major economy in FY26, with an estimated GDP growth of 7.4%, driven by robust domestic consumption and sustained investment. The Economic Survey 2025-26 projects FY27 GDP growth between 6.8% and 7.2%, with a long-term growth outlook of around 7%. Domestic demand continues to be the primary driver of economic growth, supported by low inflation, stable employment, and rising purchasing power. Rural consumption has benefited from strong agricultural performance, while urban demand has gradually strengthened following tax reforms. Investment remains resilient, with Gross Fixed Capital Formation estimated at 30% of GDP, and growth in the first half of FY26 surpassing both last year's figures and pre-pandemic levels.

## 61.5%

The share of Final Private Consumption Expenditure (PFCE) in GDP is expected to increase to 61.5% in FY26.

## INDIA'S ECONOMIC GROWTH



(Source: <https://www.indiabudget.gov.in/economicsurvey/doc/Infographics%20English.pdf>) [PE: Provisional Estimates | FAE: First Advanced Estimates]

## 30%

Gross Fixed Capital Formation (GFCF) is estimated to account for approximately 30.0% of GDP.

## 3.1%

The agriculture and allied sectors are estimated to grow by 3.1% in FY26.

In FY26, domestic demand continued to be the primary driver of India's economic growth, buoyed by resilient private consumption, stable inflation, improved employment, and increased purchasing power. Rural demand was supported by robust agricultural performance, while urban consumption saw gains following tax rationalisation measures, leading to widespread growth driven by consumption across the economy. Investment also remained vigorous, with Gross Fixed Capital Formation estimated at about 30% of GDP. The investment cycle gained speed in the first half of FY26, fuelled by sustained infrastructure investments and rising business activity.

The agriculture and related sectors are expected to grow by 3.1% in FY26, supported by a good monsoon and steady growth in livestock and fisheries. Meanwhile, the industrial sector showed consistent progress, with manufacturing and construction benefiting from strong demand, increased

**Rural demand was supported by robust agricultural performance, while urban consumption saw gains following tax rationalisation measures, leading to widespread growth driven by consumption across the economy. Investment also remained vigorous, with Gross Fixed Capital Formation estimated at about 30% of GDP.**

public capital spending, and infrastructure projects. Overall, industrial growth is projected at 6.2% for the year. The services sector continued to drive economic growth, showing broad-based expansion across various segments and remaining the main contributor to total GVA growth in FY26.<sup>2</sup>

<sup>2</sup> <https://www.pib.gov.in/>



India's domestic consumption remained robust in FY2025-26, cementing its role as the main growth engine. PFCE is expected to grow by 7.7% in FY26, up from 5.8% in FY25, increasing its share of GDP to 56.7%, according to the Second Advance Estimates by the National Statistics Office. In Q3 FY26, PFCE rebounded to 8.7% after slowing to 8% in Q2, showing momentum. Gross Fixed Capital Formation also rose to 7.1% from 6.4%, indicating private investment is strengthening on robust consumer demand. Economists agree private consumption is the key growth driver, with a positive outlook for FY27. This domestic demand growth supports volume expansion, pricing power, and long-term consumption fundamentals for the Company.<sup>3</sup>

#### ENGINES OF INDIA'S ECONOMIC GROWTH<sup>4</sup>

**Digital public infrastructure:** India's expanding digital public infrastructure (DPI) speeds up digital economy adoption. With DPIs like UPI and DigiLocker enhancing transparency and convenience, more citizens and businesses use digital services. Additionally, DPIs such as GeM and ONDC empower MSMEs by giving them access to platforms to sell domestically and globally.

### 22.6 billion

Unified Payments Interface (UPI) transactions recorded in Mar'26 (27% y-o-y growth)

**Growing talent base:** India's workforce continues to strengthen as its talent base expands rapidly, supported by the addition of more than 2.5 million STEM graduates each year. This growing pool of skilled professionals is reinforcing the country's position as a global hub for technology and innovation. Reflecting this momentum, India today accounts for nearly 16% of the world's AI talent pool, marking a threefold increase since 2016.

### 6+ million

People are employed across the technology and AI

<sup>3</sup> [https://www.business-standard.com/economy/news/consumption-demand-rises-while-govt-spending-stays-flat-in-fy26-data-126022701184\\_1.html](https://www.business-standard.com/economy/news/consumption-demand-rises-while-govt-spending-stays-flat-in-fy26-data-126022701184_1.html)  
<sup>4</sup> <https://assets.kpmg.com/content/dam/kpmgsites/in/pdf/2026/04/decoding-the-indian-economy-2026.pdf>

**India's workforce continues to strengthen as its talent base expands rapidly, supported by the addition of more than 2.5 million STEM graduates each year. This growing pool of skilled professionals is reinforcing the country's position as a global hub for technology and innovation.**

ecosystem, as of Feb'26

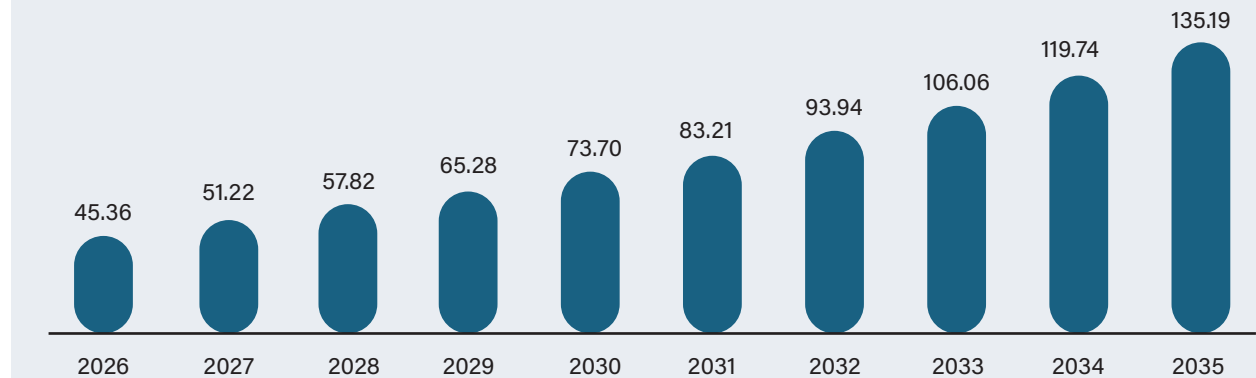
**Growing focus on India's MSME sector:** The Indian MSME sector remains crucial to the country's economy, contributing about 31.1% to GDP and driving employment, entrepreneurship, and industrial growth. To support this, the Government raised the FY27 budget for MSMEs to USD 2.6 billion, a nearly 6% increase year-over-year, demonstrating ongoing commitment to strengthening the MSME ecosystem.

### 1,73,350

#### MSMES ACTIVELY ENGAGED IN GLOBAL EXPORT MARKETS IN FY25 (3.3X INCREASE FROM FY21)

**India is emerging as the new destination for Global Capability Centres (GCCs):** India's GCC ecosystem remains robust, with over 1,700 centres employing nearly 1.9 million skilled professionals in engineering, R&D, analytics, design, and digital operations. As global demand for technology and innovation-driven services increases, the sector is anticipated to grow substantially, reaching nearly 2,400 GCCs and providing employment to over 2.8 million

#### GLOBAL VFX MARKET (IN USD BILLION)



(Source: <https://www.precedenceresearch.com/visual-effects-market>)



professionals by 2030. Additionally, the market is expected to expand to around USD 105 billion, solidifying India's status as a leading global hub for talent, technology, and enterprise transformation.

### 400+

Number of new GCCs established in the last five years (till 2025)

#### OUTLOOK

India's economic outlook continues to be resilient, bolstered by strong macroeconomic fundamentals and widespread demand. In FY26, real GDP is expected to grow by 7.4%,

and GVA by 7.3%, driven by solid agricultural performance and rising urban consumption. The country's medium-term growth remains steady, with forecasts for FY27 ranging between 6.8% and 7.2%. Inflation has decreased considerably, with average headline inflation at just 1.7% from April to December 2025, marking some of the lowest levels. The RBI has adjusted its FY26 inflation forecast to 2.0%, supported by favorable agricultural output, while IMF projections for FY26 and FY27 remain moderate.

Looking ahead, inflation is likely to stay low, creating a stable macroeconomic environment that supports ongoing growth and investment.

#### INDUSTRY OVERVIEW

##### Global VFX industry

Visual effects (VFX) combine creativity and technology to produce imagery beyond what cameras can capture. Originally limited to major blockbuster films, VFX now plays a vital role in feature films, streaming shows, advertising, gaming, and immersive media. This expansion has



made VFX a fundamental part of the global media and entertainment sector, which is also the primary market for Basilic Fly Studio.

The global Visual Effects (VFX) industry continues to demonstrate strong long-term growth potential. Valued at approximately USD 40.18 billion in 2025, the market is projected to grow at a CAGR of around 12.9% over the next decade, reaching an estimated USD 135.19 billion by 2035. The industry is entering a renewed phase of expansion, driven by the increasing adoption of generative AI, the growing use of virtual production technologies, rising demand for streaming content, and the expanding role of VFX across advertising, gaming and digital media. Together, these trends are reshaping the creative landscape and creating significant opportunities for VFX studios worldwide. The market is mainly centered in established hubs, North America holds the largest share, exceeding 40%, while Asia-Pacific is expected to be the fastest-growing region. Demand is driven primarily by the world's major studios and streaming services, whose post-production schedules and procurement criteria influence capacity planning across global vendors.<sup>5</sup>

#### GLOBAL VFX MARKET SIZE

The global VFX industry experienced a slowdown after a notable cyclical decline. Following the 2023 Hollywood writers' and actors' strikes, production volumes worldwide dropped by about 10% in 2024. This decline resulted in decreased VFX demand in all major regions: the Americas (-24%), APAC (-15%), and EMEA (-7%). Consequently, outsourcing volumes worldwide were also affected.

By 2025, industry conditions started stabilising, and they became more stable in 2026. Industry experts say the sector is now in a phase of structural normalisation. During this period, content output is expected to recover, and service providers are adjusting their pricing strategies to match more streamlined workflows, shorter delivery times, and a stronger focus on profitability, favouring efficient and scalable studio operations.

<sup>5</sup> <https://www.precedenceresearch.com/visual-effects-market>

**The global VFX industry experienced a slowdown after a notable cyclical decline. Following the 2023 Hollywood writers' and actors' strikes, production volumes worldwide dropped by about 10% in 2024. This decline resulted in decreased VFX demand in all major regions: the Americas (-24%), APAC (-15%), and EMEA (-7%).**

#### KEY MARKET TRENDS

- Asia Pacific is projected to grow at a compound annual rate of 14.6% over the coming years, boosted by India's attractive 40% VFX incentive, a large pool of skilled artists, and increasing regional investment in content.
- The software sector is also set to expand at a CAGR of 13.7%, fueled by advancements in AI plug-ins, real-time rendering tools, and Foundry's Nuke 17 with its generative AI capabilities.
- Meanwhile, the movie industry is expected to see a 12.5% growth during this period, supported by major streaming productions and a rebound in theatrical releases.

#### KEY GROWTH DRIVERS FOR THE INDUSTRY

The global visual effects industry is driven by a combination of demand and technological factors, indicating ongoing growth. These drivers are rooted in structural changes rather than short-term cycles.

**Streaming and content investment:** OTT platforms drive

most VFX demand, fuelling a pipeline of effects-heavy projects. As platforms compete with visually ambitious content, VFX has become a key budget line, not just an add-on.

**Artificial intelligence and machine learning:** AI is transforming the craft's economics by automating labour-heavy tasks like rotoscoping, tracking, and compositing. This reduces turnaround times and enhances profit margins. Instead of reducing demand, AI is increasing it by making complex shots more affordable and enabling more productions to access high-end effects.

**Growing gaming sector:** The demand for high-quality cinematic visuals in video games has created a sizable and expanding market for VFX artists, especially those proficient in real-time rendering. As the lines between games and films blur through shared tools and game-engine pipelines, the scope of the visual effects market has significantly grown beyond its traditional domain in cinema.

**Premiumisation of content:** Audience expectations for cinematic-quality visuals now span various formats, including feature films, episodic series, advertising, and short-form content. This growing standard of visual excellence is increasing the complexity of VFX in each production and expanding its application throughout the broader media and entertainment industry.

**Real-time and virtual production:** Game-engine workflows, LED volumes, and in-camera VFX are transforming production pipelines, expanding the scope of work, and changing how effects are conceived and delivered. Adoption of real-time tools is rising fast, especially among mid-sized studios.

**Government incentives and production hubs:** Production tax credits and subsidies in Canada, the UK, and India attract international work and establish competitive VFX hubs. These policies reduce studios' costs and affect where global work is routed.

**Globalisation of production:** The growing demand for local-language content, along with more cross-border co-productions, is spreading work across various regions. This

expansion creates more opportunities for cost-effective, high-quality delivery centers.

#### OUTLOOK

The global VFX industry is entering a new phase with strong fundamentals. After recent disruptions, demand has stabilized and is expected to grow at double-digit rates over the next decade. North America will continue to lead growth, while Asia-Pacific is the fastest-growing region due to its cost benefits, talent pool, and policies.

Key market drivers remain resilient. Investment in streaming stays strong, merging film and gaming broadens the market, and AI makes effects faster and more cost-efficient. The industry now favours disciplined operators focusing on efficiency, streamlined pipelines, and quality. Scale, tech strength, and cost-competitive delivery are key advantages. For studios balancing global demand and efficient output, the environment offers a compelling, multi-year opportunity. The Company's strategy to build scale, expand international partnerships, and invest in tech pipelines aligns with industry trends, positioning it for long-term value.

**AI is transforming the craft's economics by automating labour-heavy tasks like rotoscoping, tracking, and compositing. This reduces turnaround times and enhances profit margins. Instead of reducing demand, AI is increasing it by making complex shots more affordable and enabling more productions to access high-end effects.**



## INDIAN VFX INDUSTRY

The global visual effects (VFX) and animation industry continues to be reshaped by the growth of premium streaming content, large-budget theatrical franchises, and the rapid adoption of artificial intelligence ("AI") across production pipelines. Within this landscape, India has evolved from a low-cost outsourcing destination into an integral creative and technical partner for global studios. Mumbai is now recognised as the single largest VFX hub in the world in terms of headcount, and six of the world's ten fastest-growing VFX and animation hubs are located in India.

India ranks among the world's leading VFX delivery hubs, valued for its extensive, cost-effective talent pool and increasing technical expertise. A significant portion of revenue for Indian studios comes from international collaborations, firmly establishing India within the global production chain.

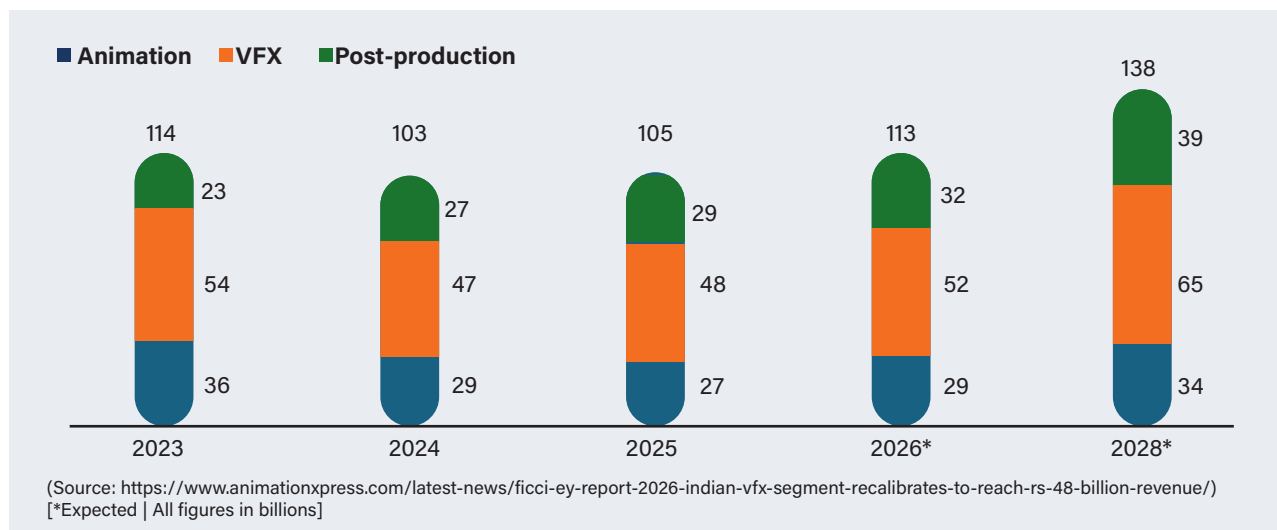
As per the FICCI-EY Media & Entertainment Report 2026, India's combined Animation, VFX and Post-Production segment generated revenue of ₹105 billion in calendar year 2025, a modest 1.6% increase over ₹103 billion in 2024. This marks an early stabilisation after the segment had contracted by 9% in 2024, when global production volumes fell sharply following the Hollywood writers' strike and a broader pull-back by international studios. The segment is

projected to grow at an approximate 10% CAGR to reach ₹138 billion by 2028.

### GROWTH OF THE INDIAN VFX INDUSTRY

#### Key growth drivers

- I. Growing domestic demand:** Indian filmmakers are increasingly incorporating visual effects and post-production enhancements across both large-scale and mid-budget productions, making domestic content creation a more consistent source of demand for VFX studios.
- II. OTT-led expansion:** The continued growth of streaming platforms is driving demand for high-quality, VFX-intensive episodic content, creating longer-term, recurring engagement opportunities and strengthening the premium content ecosystem.
- III. India's competitive advantage:** A large pool of skilled, English-proficient creative and technical professionals, combined with cost-efficient delivery capabilities, continues to position India as a preferred global destination for VFX and post-production services.
- IV. AI-driven efficiency gains:** The integration of artificial intelligence across production workflows is enhancing productivity, reducing turnaround times and enabling studios to allocate more resources towards higher-value creative work.



**V. Emerging growth avenues:** Demand from advertising films, short-form content, animation, anime and gaming is expanding the industry's addressable market and creating new revenue streams for content creation companies.

**VI. Supportive policy environment:** Government initiatives, AVGC-focused policies, production incentives and investments in talent development infrastructure are strengthening India's position as a global hub for digital content creation and entertainment services.

### OUTLOOK

The medium-term outlook suggests a cautious recovery, with experts forecasting steady growth in animation, VFX, and post-production sectors over the next few years. Growth depends on the global content cycle, especially in the US, which leads international content spending and has seen a decline in commissioning. The industry's future will rely on Western market resilience. Other estimates indicate the Indian animation and VFX industry could grow significantly, though definitions and scopes vary.

Two key trends will determine industry leaders: first, consolidation favours large, well-capitalized studios with strong creative credentials; second, as AI automates routine tasks, value shifts toward studios that focus on higher-level, creative mandates rather than sub-contracted work. The company's strategy—featuring a globally distributed delivery model that leverages India's cost advantage and enhances creative expertise through operations in the UK and Europe, along with early AI adoption, direct relationships with global streaming platforms, and an emphasis on primary-vendor projects, is well-positioned to capitalise on these developments as the industry recovers.

### COMPANY OVERVIEW

Founded in 2016, Basilic Fly Studio Limited ('Basilic Fly' or 'the Company') has grown into an internationally recognised visual effects (VFX) studio, delivering creative and technical support across feature films, episodic television, digital content, and advertising. The Company follows an integrated, asset-light operating model under

which creative leadership and client engagement are based in Europe and the United Kingdom, complemented by a North American presence in Canada, while large-scale production execution is carried out cost-effectively from its facilities in Chennai (corporate headquarters), Pune, and Bengaluru in India.

This structure enables BFSL to manage the entire visual effects value chain in-house, spanning pre-visualisation, digital asset creation, animation, effects simulation, lighting, rendering, and final compositing. In FY25, as part of its global expansion strategy, the Company made a significant move by acquiring a 70% stake in One of Us (OoU), a highly regarded VFX studio located in London. In FY26, the focus shifted to streamlining collaboration processes.

As at March 31, 2026, Basilic Fly's operations spanned six locations worldwide, supported by a workforce of over 775 professionals who had, between them, delivered over 11,700 projects for over 490 clients, including leading global studios, streaming platforms, and production houses. This scale of delivery, together with industry-recognised content-security credentials, including Trusted Partner Network (TPN) Gold certification, valid through 2028, for

**The Company follows an integrated, asset-light operating model under which creative leadership and client engagement are based in Europe and the United Kingdom, complemented by a North American presence in Canada, while large-scale production execution is carried out cost-effectively from its facilities in Chennai (corporate headquarters), Pune, and Bengaluru in India.**



its Chennai and Pune facilities, continues to underpin the Company's long-standing and repeat client relationships.

The Company continues to strengthen its India-led global delivery model by integrating creative leadership and client-facing teams in key international markets with scalable production capabilities in India. This operating model enables cost efficiencies, enhances delivery flexibility and supports margin expansion while maintaining global quality standards.

## REVIEW OF OPERATIONS

### Business overview

BFS is a creative visual effects studio from Chennai, India, known worldwide for its storytelling, artistry, and technical skill. With offices in the UK, Canada, and Europe, its diverse team of artists and technologists craft stunning content for top entertainment platforms. Driven by innovation and creativity, BFS continually pushes the boundaries of visual storytelling.

### Operational highlights

Financial year 2025–26 was a year of disciplined scale-up for BFSL, marked by continued growth in project delivery, deepening client relationships, strengthening of the Company's global delivery infrastructure, and meaningful progress on technology, talent, and security credentials.

The key operational developments during the year are summarised below.

**Delivery Scale and client engagement:** During FY26, Basilic Fly completed 410 projects for 108 global clients and produced 624 movies and TV series, showcasing its ability to deliver visual effects at scale. This solidified its role as a trusted Tier-1 VFX partner for diverse budgets, formats, and content.

**Global delivery model and cost efficiency:** The Company used its India-led delivery model to maintain a 30–40% cost advantage over UK and EU-based execution. During the year, some roles moved from the UK and EU to India, with Bengaluru expanding to support this. During FY26, the

Company expanded its Bengaluru facility, strengthening offshore production capacity and supporting the continued scaling of its global delivery model. Management predicts this shift will boost margins long-term.

**Strategic Integration of One of Us:** During FY26, the Company successfully advanced the integration of One of Us, its UK-based subsidiary, strengthening collaboration across creative, production, and business development functions. The integration enhanced access to premium global studios, improved bidding capabilities for larger and more complex projects, expanded the Company's European market presence, and broadened its pool of creative and supervisory talent. The combined platform further strengthened Basilic Fly's ability to deliver high-quality visual effects services through a globally integrated delivery model.

**Technology and production innovation:** Basilic Fly improved its production tech in FY26 by adopting AI workflows with ComfyUI to reduce costs and speed up processes. It migrated to its own NetApp storage, reducing reliance on third-party clouds. Additionally, it is testing a USD-based pipeline to improve cross-application compatibility, with

**The Company continues to strengthen its India-led global delivery model by integrating creative leadership and client-facing teams in key international markets with scalable production capabilities in India. This operating model enables cost efficiencies, enhances delivery flexibility and supports margin expansion while maintaining global quality standards.**

**The Company integrated AI-driven workflows using ComfyUI to automate selected production processes, improve efficiency, reduce costs, and accelerate project execution. In parallel, it migrated to a proprietary NetApp storage environment, reducing dependence on third-party cloud platforms while enhancing data management and operational control.**

deployment planned for early FY27. During FY26, Basilic Fly strengthened its technology infrastructure and production capabilities through the adoption of AI-enabled workflows, the migration to its own NetApp storage infrastructure, and the development of a Universal Scene Description (USD)-based pipeline architecture. The Company integrated AI-driven workflows using ComfyUI to automate selected production processes, improve efficiency, reduce costs, and accelerate project execution. In parallel, it migrated to a proprietary NetApp storage environment, reducing dependence on third-party cloud platforms while enhancing data management and operational control. The Company also progressed the development and testing of its USD-based pipeline, which is expected to be deployed in early FY27. Designed to improve cross-application interoperability and workflow standardization, the platform will enable multiple teams across Basilic Fly's global studio network to collaborate simultaneously within a unified production environment. The initiative is expected to reduce rework, accelerate production timelines, enhance scalability, and strengthen the Company's ability to execute larger and more

complex Tier-1 projects through a more integrated global delivery framework.

**Quality, security and industry recognition:** Basilic Fly's commitment to content security is exemplified by its Trusted Partner Network (TPN) Gold certification for Chennai and Pune, valid through 2028, supported by regular security assessments and dark-web monitoring. The Company also received the Stella Award, becoming the sixth studio worldwide to do so, and completed a Disney security audit, confirming its Tier-1 security. Creatively, Basilic Fly's work featured in three Academy Award shortlists (Top 20) during FY26, strengthening its reputation and future Tier-1 studio prospects.

**Talent and organisational strength:** Basilic Fly's workforce strength crossed 780 employees by FY26-end, led by strong expansion in India. A 90% talent absorption rate through internal bootcamps and university partnerships significantly reduced external hiring costs. The company also strengthened its leadership bench with 14 senior hires during the year, including industry veterans such as Adrian De Wet (ex-Netflix) and Abhishek Nair (ex-ILM), enhancing its capability to execute larger, more complex, and higher-value projects.

**Revenue diversification:** BFSL onboarded Netflix and Amazon for long-form OTT in India, entering a high-growth market. This diversifies revenue and lessens reliance on volatile streaming cycles. The company grew its partner studio network to over 35 globally, adopting an asset-light strategy that enables flexible capacity scaling without fixed costs.

**Subsequent developments and near-term pipeline:** As the Company entered FY27, it had a £35 million active bid pipeline, with 55% in advanced stages. Company's confirmed order book for FY27 currently stands at a robust ₹232 crores, providing excellent revenue visibility for the upcoming year. Additionally, domestic sales in Q1 FY27 already doubled FY26, showing early success of the OTT diversification strategy. These figures are post-March 31, 2026, and are for context only, not part of FY26 audited results.

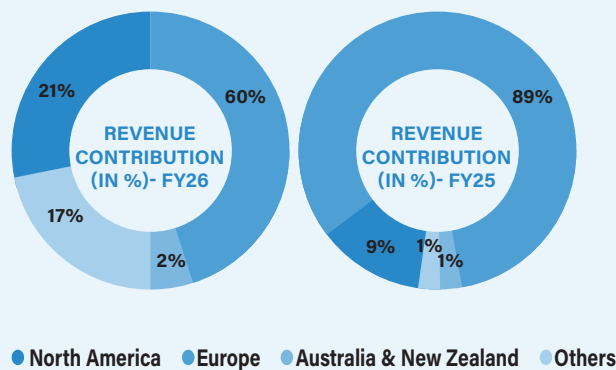


## FINANCIAL REVIEW

### P&L analysis

| Particulars               | FY26<br>(₹ in million) | FY25<br>(₹ in million) | Growth<br>(change in %) |
|---------------------------|------------------------|------------------------|-------------------------|
| Revenue from operations   | 4,078                  | 3,041                  | 34.1%                   |
| Raw-material cost         | -                      | -                      | 0%                      |
| Employee Benefits Expense | 2,596                  | 1,902                  | 36.5%                   |
| Interest cost             | 101                    | 63                     | 60.3%                   |
| EBITDA                    | 852                    | 715                    | 19.2%                   |
| PBT                       | 662                    | 511                    | 29.5%                   |
| PAT                       | 506                    | 447                    | 13.2%                   |
| EPS (in ₹)                | 20.78                  | 19.20                  | 8.2%                    |

### REVENUE BREAKDOWN BY GEOGRAPHY



The company posted an operational revenue of ₹4,078 million in FY26 as against ₹3,041 million in FY25, recording an impressive y-o-y growth of 34.1%. The growth can be primarily attributed to The growth can be primarily attributed to the full-year consolidation of the One of Us acquisition, a broader industry revival, and higher project winnings.

Profit before tax (PBT) was recorded at ₹662 million in FY26 against ₹511 million during the previous year. Profit after tax (PAT) for the year stood at ₹506 million against ₹447 million in the previous year. For FY26, EBITDA grew by 19.2% YoY to ₹852 million in FY2026, compared to ₹715 million in FY2025. EBITDA margin for FY26 stood at 20.89%, declined by (262) bps on a YoY basis.

On the expenditure front, employee cost rose from ₹1,902 million in FY25 to ₹2,596 million owing to the expansion

of the global workforce to over 775 professionals, the strategic onboarding of 14 senior leadership hires across creative and business development & the scaling of the new Bengaluru delivery center. Other expenses also rose considerably from ₹424 million in FY25 to ₹630 million in FY26, up by 48.6% on a y-o-y basis, owing to transitional and integration costs related to the full-year consolidation of the One of Us acquisition, operational investments in technology infrastructure such as AI workflow tools, and one-off organizational restructuring costs.

### ANALYSIS OF BALANCE SHEET

| Particulars               | FY26<br>(₹ in million) | FY25<br>(₹ in million) | Growth<br>(change in %) |
|---------------------------|------------------------|------------------------|-------------------------|
| Total equity              | 3,339                  | 2,004                  | 66.6%                   |
| Long-term borrowings      | 263                    | 357                    | (26.3) %                |
| Short-term borrowings     | 384                    | 155                    | 147.7%                  |
| Total non-current assets  | 2,129                  | 1,297                  | 64.1%                   |
| Trade receivables         | 1,382                  | 772                    | 79.0%                   |
| Cash and cash equivalents | 739                    | 428                    | 72.7%                   |

As of 31st March 2026, the Company's Equity Capital stood at ₹253 million compared to ₹232 million as of 31st March 2025.

Total long-term borrowings as of 31st March 2026 stood at ₹263 million vis-à-vis ₹357 million as on 31st March 2025.

Our tangible assets as of 31st March 2026 stood at ₹1,203 million vis-à-vis ₹456 million as on 31st March, 2025, an increase of 163.8%.

Cash and cash equivalents as of 31st March 2026 stood at ₹739 million vis-à-vis ₹428 million as on 31st March 2025, an increase of 72.7%.

### KEY FINANCIAL RATIOS

| Ratios                      | FY26  | FY25  | % Change | Reason for change |
|-----------------------------|-------|-------|----------|-------------------|
| Trade Receivables Turnover  | 3.79  | 4.67  | (18.9) % | Note 1            |
| Inventory Turnover Ratio    | 0     | 0     | 0%       | Note 2            |
| Interest Coverage Ratio     | 6.82  | 9.41  | (27.5) % | Note 3            |
| Current Ratio               | 2.49  | 3.38  | (26.4) % | Note 4            |
| Debt-Equity Ratio           | 0.19  | 0.25  | (23.3) % | Note 5            |
| Operating Profit Margin (%) | 18.7% | 18.9% | (0.9) %  | Note 6            |
| Net Profit Ratio            | 0.12  | 0.15  | (15.6) % | Note 7            |
| Return on Equity Ratio      | 0.18  | 0.27  | (8.7) %  | Note 8            |

Note 1 - Impacted by backend-heavy revenue in later quarters, though offset by strong post-balance sheet collections.

Note 2 - Not applicable, as the company operates a services-based model with no physical inventory.

Note 3 - Reduced by higher finance costs and temporary margin compression from leadership investments.

Note 4 - Decreased due to a rise in short-term borrowings to support rapid global operational expansion.

Note 5 - Improved primarily due to a significantly expanded equity base following the net proceeds from the QIP.

Note 6 - Compressed by the initial costs of 14 senior strategic hires and temporary project rescheduling.

Note 7 - Impacted by front-loaded investments in leadership, organizational restructuring, and localized IndAS adjustments.

Note 8 - Diluted by the substantial expansion of the underlying equity base following the ₹817 million QIP fundraise.

### OPPORTUNITIES AND THREATS

BFSL operates in a global visual effects industry that is emerging from a period of pronounced volatility into one of measured, structurally underpinned growth. The Company's own performance in FY26 reflects both the strength of its operating model and its ability to gain a share in a market that is still recalibrating.

The opportunities and threats outlined below are assessed against this backdrop.

### OPPORTUNITIES

**Global visual effects industry returning to growth:** The animation, VFX, and post-production industry is expected to grow at 10% CAGR, rebounding from 1.6% in 2025 after a 2024 downturn. Ongoing demand from streaming, theatres, and mid-budget films is expanding BFSL's market for delivery capacity.

**Growing popularity of hybrid delivery model:** The Company's network, studios in the UK, France, and Canada, with large-scale execution capabilities in Chennai and Pune, offers a 30–40% cost advantage over Western-only delivery, while maintaining client proximity that pure India studios lack. This combo is hard for single-region competitors to reproduce, boosting win rates and margins.

**Expanding creative reach and premium client access:** BFSL's acquisition of a majority stake in OOU (UK) has strengthened its creative leadership and expanded its access to high-end European and North American clients. The new Bengaluru creative division, supporting the subsidiary since October FY25, is already turning that access into cost-efficient delivery.

**Capitalizing on India's Expanding OTT Content Opportunity:** The increasing investments by global streaming platforms in premium Indian content present a significant opportunity for the Company. During FY26, the Company strengthened its engagement with leading OTT platforms and participated in high-quality domestic productions requiring sophisticated visual effects capabilities.



**Emerging domestic streaming opportunity:** The onboarding of Netflix and Amazon for full-length domestic OTT marks the Company's entry into India's high-growth streaming market, a segment where it had limited presence. In the year ahead, the Company plans to more than double its domestic OTT revenue, demonstrating early traction and reducing dependence on global streaming volumes.

**Technology-led productivity gains:** BFSL is deploying AI-driven workflows, including ComfyUI pipelines, to cut costs and reduce turnaround times, while switching to owned NetApp infrastructure to lessen cloud reliance. A USD architecture in testing aims for production by Q2 FY27, enabling cross-application interoperability across six studio locations. The company is strategically transitioning from a fully AWS-based workflow to a hybrid infrastructure model, which is expected to deliver a 50% reduction in infrastructure costs upon completion by July 2026.

**Building an asset-light model:** The Company's partner-studio ecosystem now includes over 35 global studios, enabling flexible delivery for large or unpredictable mandates without fixed headcount or infrastructure - minimizing downside and allowing rapid scaling during demand surges. The company is actively evaluating 7 to 8 M&A targets across geographies, with 2 to 3 players in advanced stages of discussion. The company is specifically targeting acquisitions with a top-line ticket size of ₹200 to ₹300 crores to accelerate its expansion into North America.

**Healthy forward revenue visibility:** BFSL delivered 410

**BFSL delivered 410 projects for 108 clients in FY26, including 624 movies and series, and begins FY27 with a £35 million bid pipeline, about 55% of which is advanced, offering good revenue visibility.**

projects for 108 clients in FY26, including 624 movies and series, and begins FY27 with a £35 million bid pipeline, about 55% of which is advanced, offering good revenue visibility.

**Strengthened credentials and creative leadership:** BFSL's positioning with major studios is reinforced by its TPN Gold certification for Chennai and Pune facilities, supported by Red Team assessments, real-time dark-web monitoring, an on-site Disney audit validating its Tier-1 security, and a Stella Award, making it the sixth studio globally to earn this year. Additionally, achieving three Academy Award nominations within the Top 20 during FY26 and hiring senior creative and business development talent further bolsters its credentials in competitive, high-value bids.

#### THREATS

**Client concentration risk:** While customer concentration has moderated compared to the previous year, a significant share of revenue continues to be derived from a limited number of clients. Any reduction in business from key customers could adversely impact revenue growth and profitability.

**Geographic and currency exposure:** Europe remains the Company's largest market, exposing performance to content production cycles in the region as well as foreign exchange fluctuations between GBP/EUR and the predominantly India-based cost structure.

**Pressure on consolidated margins:** The integration of overseas operations and their relatively higher employee cost base has increased cost pressures at the consolidated level. Sustained wage inflation in international markets could continue to impact profitability.

**Competitive industry dynamics:** The global VFX industry continues to experience pricing pressure, shorter delivery timelines and increasing competition, despite an improving demand environment. Ongoing industry consolidation may further intensify competitive challenges.

**Dependence on global content spending:** A significant portion of industry demand is linked to production budgets of major studios and streaming platforms in North

America and Europe. Any prolonged slowdown in content commissioning or production activity could affect project pipelines and revenue visibility.

**Technology disruption and AI-driven change:** While generative AI offers significant productivity benefits, it is also lowering barriers to entry and accelerating industry transformation. Companies that fail to continuously invest in technology and innovation risk losing their competitive advantage.

**Talent availability and cost inflation:** The VFX industry remains highly talent-intensive. Competition for experienced

artists, supervisors, and technology specialists remains strong globally, creating a risk of rising employee costs and talent retention challenges.

#### RISK MANAGEMENT

BFSL's risk management strategy integrates structural diversification across clients, regions, and delivery sites with operational protections centred on its accreditation system, technology upgrades, and financial discipline. The main risks recognised by management, along with the primary mitigation strategies, are summarised below.

| Risk Category                           | Nature of Risk                                                                                                                                                                                                                 | Mitigation Measures                                                                                                                                                                                                                                                           |
|-----------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Client concentration risk               | Top 5 and top 20 clients accounted for 55% and 82% of FY26 consolidated revenue respectively; loss of a key account could materially affect revenue.                                                                           | Diversified client engagement model across direct and sub-contracted relationships (12,000+ projects executed across 500+ clients); active expansion into India's domestic OTT market via Netflix and Amazon mandates; broadened international client base through One of Us. |
| Geographic and currency risk            | Europe contributed 60% of FY26 consolidated revenue, concentrating exposure to UK/EU production cycles and GBP/EUR movements against an India-centric cost base.                                                               | Targeted geographic expansion toward North America and Australia/New Zealand; growing domestic India revenue base; multi-currency studio footprint across India, the UK, France, and Canada.                                                                                  |
| Industry demand and pricing cyclicality | Global VFX demand and pricing remain sensitive to studio and streamer production budgets; the industry is still recalibrating after the 2024 downturn, with leaner pipelines and shorter delivery timelines becoming the norm. | Hybrid delivery model offering a 30-40% structural cost advantage; asset-light network of 35+ partner studios for rapid capacity flexing; £35 million FY27 bid pipeline, ~55% at an advanced conversion stage.                                                                |
| Cost and margin risk                    | Consolidated employee costs rose to 68.22% of sales in FY26 from 62.55% in FY25, compressing consolidated EBITDA margin by 262 bps and PAT margin by 250 bps.                                                                  | AI-led production workflows (ComfyUI) for per-shot cost compression; migration to owned infrastructure to reduce cloud costs; Bengaluru delivery centre supporting cost-efficient execution for the UK business.                                                              |
| Technology disruption risk              | Rapid evolution of generative AI could alter industry-wide production economics and pricing benchmarks, including for the Company's own services.                                                                              | Early and active adoption of AI tooling across production pipelines; planned Universal Scene Description (USD) architecture roll-out by Q2 FY27 for cross-site interoperability; continued reinvestment in proprietary workflow tooling.                                      |



| Risk Category                         | Nature of Risk                                                                                                                                                          | Mitigation Measures                                                                                                                                                                                   |
|---------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Talent and key-personnel risk         | Delivery quality depends on retaining experienced, creative, and pipeline talent in a globally competitive VFX labour market.                                           | Headcount grew to over 775 employees, with a 90% internal absorption rate through bootcamps and university partnerships; reinforced the senior leadership bench across creative, HR, and operations.  |
| Information and content security risk | Handling of pre-release studio content exposes the Company to significant reputational and contractual risks in the event of a breach.                                  | TPN Gold certification for Chennai and Pune through 2028; Red Team assessments and real-time dark-web monitoring; Disney on-site audit validating Tier-1 security posture; Stella Award recognition.  |
| Acquisition and integration risk      | Integration of One of Us (UK) and scale-up of the new Bengaluru creative division carry execution and cultural-integration risk.                                        | Phased roadmap covering global delivery foundation, geographic expansion and operational leverage; Bengaluru division billing since October FY25, evidencing early integration traction.              |
| Liquidity and financial risk          | Working-capital intensity reflected in elevated days sales outstanding (96 days in FY26) and declining interest coverage (96x in FY24 to 9x in FY25 and 7x in H1 FY26). | Current ratio of 2.49x at FY26-end; broadly net-cash consolidated balance sheet (net debt/equity of (0.03)x); ₹817 million of net equity proceeds raised in FY26 to fund growth.                      |
| Regulatory and compliance risk        | Operations across India, the UK, France and Canada subject the Company to multiple regulatory, tax, labour and data-protection regimes.                                 | Group-wide compliance oversight through qualified company secretarial and finance functions; adherence to international content-security and data-protection standards across all delivery locations. |

These measures are continuously evaluated as the Company grows in scale, expands its geographic presence, and diversifies its service offerings, especially as the One of Us integration advances and the domestic Indian OTT market moves beyond its early stages.

#### OUTLOOK

FY26 represented a significant milestone in the Company's evolution as a globally integrated visual effects platform. The successful integration of One of Us, expansion of offshore production capabilities, strengthening of global leadership teams, deployment of AI-enabled workflows, and continued investments in technology infrastructure have enhanced the Company's ability to execute larger and more complex projects. These initiatives position the Company to capitalize on growing demand for premium visual content across international and domestic markets while maintaining operational efficiency and scalability.

BFSL enters the new year from a position of structural

**Embracing technology with agility and confidence, our people are equipped to tackle industry and environmental challenges head-on. We recognise and reward excellence through robust performance systems, nurturing talent at every level. By fostering a supportive and collaborative environment, we drive engagement, loyalty, and productivity, ultimately powering our organisation's success.**

strength, having sustained a multi-year run of growth in revenue, profitability and net worth, supported by the equity capital raised to fund expansion. The Company's priorities ahead are closely linked: deepening an already established international footprint across India, the UK and France, backed by business-development presence in key North American markets, to further diversify the client and geographic mix beyond the concentration of recent years; and converting a healthy, well-advanced bid pipeline into revenue, with early traction in the domestic Indian OTT business emerging as a meaningful new growth lever alongside the Company's established international base.

At the same time, the management is working to restore consolidated margins toward their historical strength. Cost actions already under way, migrating roles from higher-cost overseas locations to India, scaling the new Bengaluru creative division, deploying AI-led production workflows, and rolling out a new cross-site technical architecture, are expected to drive durable margin expansion over time, even as near-term margins remain shaped by the higher-cost base acquired through the One of Us integration. This is complemented by continued investment in the leadership bench and in security and quality credentials, expected to strengthen BFSL's positioning for premium, marquee studio mandates as the broader industry recovers.

#### INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY

Your company has established strong controls, procedures, and policies to ensure smooth operations. These measures help in detecting errors and frauds, safeguarding assets, and maintaining accurate accounting records to produce reliable financial information on time. Internal auditors and statutory auditors periodically review and certify the effectiveness of these control systems. The Audit Committee is kept informed of significant findings and the

follow-up actions taken, reviewing the overall effectiveness of internal controls. Additionally, the committee oversees the implementation of audit recommendations, including efforts to strengthen risk management policies and systems.

#### HUMAN RESOURCE DEVELOPMENT

With a team of 800 professionals, we bring together youthful energy and seasoned expertise to create a culture of innovation, collaboration, and mentorship. At BFS, we are committed to building a safe, inclusive, and high-performing workplace where every individual feels valued and motivated. Continuous learning is woven into our DNA, through skill-building programmes, training modules, and career development opportunities, we ensure our workforce remains future-ready and aligned with business goals. Embracing technology with agility and confidence, our people are equipped to tackle industry and environmental challenges head-on. We recognise and reward excellence through robust performance systems, nurturing talent at every level. By fostering a supportive and collaborative environment, we drive engagement, loyalty, and productivity, ultimately powering our organisation's success.

#### CAUTIONARY STATEMENT

The statements made in this report describing the Company's objectives, estimations, expectations, projections, outlooks, constitute forward-looking statements within the meaning of applicable securities laws and regulations. Actual results may differ from such expectations, projections, among others, whether express or implied. The statements are based on certain assumptions and future events over which the Company has no direct control. The Company assumes no responsibility to publicly amend, modify and revise any of the statements based on any subsequent developments, information or events.





# BOARD'S REPORT



## BOARD'S REPORT

Dear Members,

The Directors are pleased to present to you Tenth Annual Report of the Company along with the Audited Financial Statements for the financial year ended March 31, 2026.

### FINANCIAL RESULTS

The Company's financial performance for the financial year ended March 31, 2026, is summarized below:

| Particulars                                                                         | STANDALONE   |             | CONSOLIDATED |              |
|-------------------------------------------------------------------------------------|--------------|-------------|--------------|--------------|
|                                                                                     | 2025-26      | 2024-25     | 2025-26      | 2024-25      |
| Revenue from operations                                                             | 1,204        | 735         | 4,078        | 3,041        |
| Other Income                                                                        | 100          | 19          | 106          | 21           |
| <b>Total Revenue</b>                                                                | <b>1,304</b> | <b>754</b>  | <b>4,184</b> | <b>3,062</b> |
| Employee Benefit Expenses                                                           | 404          | 229         | 2,596        | 1,902        |
| Finance Costs                                                                       | 63           | 35          | 101          | 63           |
| Depreciation & Amortization Expenses                                                | 82           | 55          | 163          | 122          |
| Other Expenses                                                                      | 281          | 193         | 630          | 424          |
| <b>Total Expenses</b>                                                               | <b>830</b>   | <b>512</b>  | <b>3,490</b> | <b>2,511</b> |
| <b>Profit Before Exceptional and Extraordinary Items and Tax</b>                    | <b>474</b>   | <b>242</b>  | <b>694</b>   | <b>551</b>   |
| Exceptional Items                                                                   | -            | 3           | 32           | 40           |
| Profit Before Tax                                                                   | 474          | 239         | 662          | 511          |
| Current Tax                                                                         | 157          | 65          | 173          | 64           |
| Prior Period Tax                                                                    | -            | 8           | -            | 7            |
| Deferred Tax                                                                        | 1            | (5)         | (17)         | (7)          |
| <b>Profit/ Loss After Tax</b>                                                       | <b>316</b>   | <b>171</b>  | <b>506</b>   | <b>447</b>   |
| <b>Profit / Loss for period before Minority Interest from continuing operations</b> | <b>316</b>   | <b>171</b>  | <b>506</b>   | <b>447</b>   |
| <b>Minority Interest</b>                                                            | <b>0</b>     | <b>0</b>    | <b>18</b>    | <b>82</b>    |
| <b>Profit / Loss for period from continuing operations</b>                          | <b>316</b>   | <b>171</b>  | <b>488</b>   | <b>365</b>   |
| <b>Earning per Share (in ₹)<br/>(Basic &amp; Diluted)</b>                           | <b>12.96</b> | <b>7.51</b> | <b>20.78</b> | <b>19.20</b> |

*Note: The above figures are extracted from the audited standalone and consolidated financial statements of the Company prepared in accordance with the Indian Accounting Standards ("Ind AS").*

### TRANSFER TO RESERVES

During the year, the Company has not transferred any amount to the General Reserves.

### COMPANY PERFORMANCE

#### Standalone

During the fiscal year, Basilic Fly Studio Limited delivered a robust financial performance, underscoring our strategic agility and operational strength. On a standalone basis:

- **Total Income** growth to ₹1,304 Mn — a **72.8% year-on-year growth** compared to ₹754 Mn in the previous year, due to strong business momentum, increased offshoring opportunities from global clients, higher project wins as a preferred vendor, and a significant rise in other income to ₹100 Mn.
- **Total Expenditure** stood at ₹830 Mn, reflecting a **62.2% increase** from ₹512 Mn, largely attributed to the parallel scale-up of operations and project delivery execution, the expansion of the new Bengaluru creative division



to support offshore mandates, higher depreciation from technology infrastructure investments.

- **Net Profit** Increased to ₹316 Mn, reflecting an 84.8% increase from ₹171 Mn, driven by **robust standalone volume growth, positive operating leverage from increased offshoring, and sharp internal cost control measures** compared to the previous year. This performance reinforces the strength of our margin-focused execution and sustained value delivery.

#### Consolidated

The fiscal year marked another chapter of strong consolidated performance and global momentum for Basilic Fly Studio Limited.

- On a **consolidated basis, Total Income** rose to ₹4,184 Mn — a robust **36.6% increase** compared to ₹3,062 Mn in the previous year, reflecting sustained demand across geographies.
- **Profit after Tax** stood at ₹506 Mn, registering an impressive **13.2% growth** over ₹447 Mn in the previous fiscal, underscoring efficient execution and disciplined financial management.

Our global footprint continues to strengthen, with **subsidiaries in Vancouver and London** playing an increasingly pivotal role. These international operations are expected to contribute significantly to both top-line and bottom-line growth in the coming years, fueled by expanded service offerings and deepening client relationships in mature markets.

#### CHANGE IN NATURE OF BUSINESS

During the year under review, there has been no change in the nature of the Company's business.

#### CREDIT RATING

During the year under review, the leading credit rating Agency CRISIL Ratings Limited has assigned a long-term rating of "CRISIL A-/Stable" and a short-term rating of "CRISIL A2+" to the Company.

#### DIVIDEND

The Directors have not recommended any Dividend on equity shares of the company for the year ended March 31, 2026.

#### TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund ("IEPF"), constituted by the Central Government. Further, the shares on which a dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the Demat account of the IEPF.

During the Year, no amount of dividend was unpaid or unclaimed for a period of seven years and therefore, no amount is required to be transferred to Investor Education and Provident Fund under the Section 125(1) and Section 125(2) of the Act.

#### SHARE CAPITAL

##### Authorised Share Capital

During the year under review, the Authorised Share Capital of the Company was increased from ₹25,00,00,000/- (Rupees Twenty-Five Crores only) to ₹30,00,00,000/- (Rupees Thirty Crores only), by obtaining the requisite approvals from the shareholders and adhered to regulatory compliances.

##### Issued, Subscribed and Paid-up Share Capital

During the year under review, the Company has raised amount aggregating to ₹84.99 crores by allotting 20,25,000 equity shares through Qualified Institutional Placement at ₹ 419.72 per share (including a premium of ₹ 409.72 per Equity Share), as determined in terms of SEBI ICDR Regulations.

Pursuant to the aforesaid Qualified Institutions Placement of Equity Shares, the paid-up Equity Share Capital of the Company stands increased from ₹23,24,00,000/- to ₹25,26,50,000/- comprising of 2,52,65,000 Equity Shares of ₹10/- each.

#### SUBSIDIARY, ASSOCIATE, JOINT VENTURE COMPANIES

As on March 31, 2026, the Company has four subsidiaries namely Basilic Fly Studio UK Private Limited (wholly owned subsidiary), Basilic Fly Studio Canada Limited (Subsidiary), One of Us Ltd (step-down subsidiary) and One of Us Paris (Step-down Subsidiary). The Company has no associate or joint venture companies. In accordance with Section 129(3) of the Companies Act, 2013, a statement containing salient features of the financial statements of the subsidiary companies in Form AOC-1 is provided as Annexure I. There has been no material change in the nature of the business of the subsidiaries.

The financial performance of the subsidiaries during FY 2025-26 is summarised below:

##### Basilic Fly Studio Canada Limited

The Canadian subsidiary continued its operations in line with its strategic objectives, focusing on expanding the Company's footprint in the North American market. The subsidiary recorded **revenue of ₹669.69 million** and a **Profit after Tax of ₹1,01.21 million** during the year.

##### Basilic Fly Studio UK Private Limited

The wholly owned subsidiary of the Company recorded **revenue of ₹99.40 million** and a **Profit after Tax of ₹5.22 million** during the year.

##### One of Us Ltd

The step-down subsidiary continued to carry on its business operations in its respective geography and delivered a stable financial performance during the year. The entity remained focused on servicing its existing clientele while pursuing opportunities for business expansion. The subsidiary recorded **revenue of ₹2,038.13 million** and a **Profit after Tax of ₹152.04 million** during the year.

##### One of Us Paris

The step-down subsidiary continued its operations in France and supported the Group's European business initiatives. During the year, the subsidiary maintained its operational activities and contributed to strengthening the Group's presence in the region. The subsidiary recorded **revenue of ₹1062.99 million** and a **Loss after Tax of ₹100.47 million** during the year.

The Board reviews the operational and financial performance

of its subsidiaries on a periodic basis and is satisfied with their overall performance during the year.

#### MATERIAL SUBSIDIARY POLICY

Pursuant to the provisions of Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a Policy for determining Material Subsidiaries laying down the criteria for identifying material subsidiaries of the Company. Accordingly, One of Us Ltd, step-down subsidiary has been determined as material subsidiary of the Company during the financial year 2025-26. The Policy may be accessed on the website of the Company at: <https://basilicflystudio.com/wp-content/uploads/2026/02/Policy-for-Determining-Material-Subsidiary.pdf>

#### DIRECTORS AND KEY MANAGERIAL PERSONNEL

##### APPOINTMENT

Ms. Ravichandran Chitra (DIN: 07749125) has been appointed as Independent Director of the Company for a term of five consecutive years i.e. from January 23, 2026 to January 22, 2031, not liable to retire by rotation.

##### RE-APPOINTMENT

During the year under review, following Directors were re-appointed:

1. Mr. Balakrishnan (DIN: 06590484) was re-appointed as the Managing Director of the Company for a period of five consecutive years i.e. from January 1, 2026 to December 31, 2031.
2. Ms. Sundaram Yogalakshmi (DIN: 07323404) was re-appointed as a whole-time Director of the Company for a period of five consecutive years i.e. from January 1, 2026 to December 31, 2031.

##### RETIRE BY ROTATION

In line with the provisions of the Act and the Articles of Association of the Company, Ms. Rajarathinam Thiripurasundari (DIN: 07323583), retires by rotation at the ensuing AGM and being eligible, offers herself for re-appointment.

##### RESIGNATION

During the year under review, Mr. Jitendra Kumar Pal (DIN: 08567622) tendered his resignation as Independent



Director of the Company with effect from May 12, 2025 due to the limitation in his new engagement to work as KMP in a company, He has confirmed that there are no material reasons for his resignation

#### COMPLETION OF TENURE

Mr. Duraiswami Prabhakar (DIN: 09831080) ceased to be a Whole-time director with effect from December 31, 2025 on completion of his tenure.

#### DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declarations from all its Independent Directors under Section 149(7) of the Companies Act, 2013, confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have confirmed that they have registered with the databank maintained by the Indian Institute of Corporate Affairs. In the opinion of the Board, the Independent Directors of the Company possess the requisite experience, expertise and proficiency required under applicable laws and the policies of the Company and that they are not disqualified from being appointed / continuing as Director in terms of Section 164(1) and 164(2) of the Act.

#### KEY MANAGERIAL PERSONNEL

The Key Managerial Personnel ('KMP') of the Company as on March 31, 2026 in terms of the Section 203 of the Act were as follows:

| Name                      | Designation                              |
|---------------------------|------------------------------------------|
| Mr. Balakrishnan          | Managing Director                        |
| Mr. Gaurav Mehra          | Chief Financial Officer                  |
| Mr. Ikkurthi Chandramohan | Company Secretary and Compliance Officer |

During the year under review, Mr. Ikkurthi Chandramohan has been appointed as the Company Secretary and Compliance Officer of the Company w.e.f October 03, 2025 and Ms. Swati Sharma ceased to be the Company Secretary with effect from September 30, 2025.

#### MEETINGS OF THE BOARD

Twelve meetings of the Board were held during the year under review. The necessary quorum was present for all the meetings. The maximum interval between any two Board meetings did not exceed 120 days. For details of meetings and composition of the Board and Committees of the Board, please refer to the Corporate Governance Report, which forms part of this Report.

#### FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Pursuant to the provisions of Regulation 25(7) of the SEBI (Listing and Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule IV of the Act, the Company has in place a Familiarization Programme for its Independent Directors to acquaint them with the Company, their roles and responsibilities, the business model, operational aspects and governance framework of the Company. Through this program, the Independent Directors are provided with relevant information and insights to enable them to gain a comprehensive understanding of the Company's business and to contribute effectively to the Board and its Committees.

The familiarization sessions are conducted through presentations, briefings and interactions with senior management, as and when required. Details of the Familiarization Program for Independent Directors are also disclosed on the Company's website at <https://basilicflystudio.com/wp-content/uploads/2026/04/Familiarization-Programme-1.pdf>

#### BOARD EVALUATION

The Nomination and Remuneration Committee laid down a criteria for evaluating Board effectiveness by assessing performance of the Board as a whole, performance of individual Director and Committees of the Board namely Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee. The Board approved the criteria laid down by Nomination and Remuneration Committee for evaluating Board effectiveness and has carried out annual performance evaluation of its own performance, the Directors individually and of its Committees as mandated under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

Policy on Appointment of Directors and Board Diversity including the criteria for determining qualifications, positive attributes, independence of a director and other matters which is available on the Company's website at: <https://basilicflystudio.com/wp-content/uploads/2026/01/Remuneration-Policy.pdf>

#### DIRECTOR'S RESPONSIBILITY STATEMENT

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by the management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2025-26. Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that for the year ended March 31, 2026:

- In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- They have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- They have prepared the annual accounts on a going concern basis;
- They have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

#### CORPORATE SOCIAL RESPONSIBILITY (CSR)

The annual report on Corporate Social Responsibility ('CSR') containing details of CSR Policy and composition of CSR Committee of the Company, as required under section 135 of Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014, is set out under Annexure II of this Report. For other details regarding CSR Committee, please refer to the Report on Corporate Governance forming part of this Annual Report

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

Particulars regarding conservation of energy and technology absorption undertaken and the foreign exchange earnings and outgo is set out in Annexure III of this Report.

#### AUDIT COMMITTEE

The details of Audit Committee meetings and composition of the Committee are given in the Corporate Governance Report.

#### NOMINATION AND REMUNERATION POLICY

The Company's policy on Directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 178 (3) is annexed with this Report as Annexure IV.

#### AUDITORS

##### Statutory Auditors

At the Sixth Annual General Meeting ("AGM") of the Company held on September 30, 2022, the Members approved the appointment of M/s. L.U. Krishnan & Co., Chartered Accountants (ICAI Firm Registration No. 001527S), as the Statutory Auditors of the Company, to hold office for a period of five consecutive years from the conclusion of the said AGM till the conclusion of the Eleventh AGM of the Company to be held in the year 2027.

The Statutory Auditors have confirmed that they continue to satisfy the criteria provided under Section 141 of the Companies Act, 2013 and the Rules framed thereunder.

The Auditors' Report on the Standalone and Consolidated Financial Statements for the financial year ended March 31, 2026, forms part of this Annual Report. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.



### Secretarial Auditors and Secretarial Audit Report

During the year under review, the Members of the Company through Postal Ballot approved the appointment of M/s. Alagar & Associates LLP (Formerly known as M. Alagar & Associates), Company Secretaries (Firm Registration No. L2025TN019200), as the Secretarial Auditors of the Company for a term of five consecutive years commencing from the financial year 2025-26 up to the financial year 2029-30, pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Secretarial Audit Report for the financial year ended March 31, 2026, issued by M/s. Alagar & Associates LLP (Formerly known as M. Alagar & Associates), Company Secretaries, in Form MR-3, forming part of this Annual Report as Annexure V.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

### Cost records and Audit

The provision of Section 148 of the Act relating to maintenance of cost records and cost audit are not applicable to the Company.

### Internal Auditor

M/s KEK & Associates LLP, Chartered Accountants, have been appointed as the Internal Auditor of the Company for the FY 2025-26. The Audit Committee, on a quarterly basis, reviews the internal audit observations and, in consultation with the management, evaluates the performance of the Internal Auditor and the adequacy of the internal control systems. The Committee also reviews the adequacy of the internal audit function, including its structure, staffing, reporting framework, coverage and frequency, discusses significant audit findings and follow up actions thereon, and considers the findings of internal investigations relating to suspected frauds, irregularities or material weaknesses in internal controls, and reports the same to the Board, as appropriate.

Further, The Board has appointed M/s. Vaish & Co as an Internal Auditor to conduct the internal audit of the Company's functions and activities for financial year 2026-27.

### INTERNAL FINANCIAL CONTROL SYSTEMS AND ITS ADEQUACY

The Company's internal control systems are commensurate with the nature of its business, the size and complexity of its operations and such internal financial controls with reference to the financial statements are adequate. The details in respect of internal financial controls and its adequacy are included in the Management Discussion and Analysis, which forms part of this Report.

### REPORTING OF FRAUDS

The Auditors of the Company have not reported any instances of fraud committed against the Company by its officers or employees as specified under Section 143(12) of the Act read with Rule 13 of the Companies (Audit and Auditors) Rules, 2014.

### RISK MANAGEMENT

The Board of Directors of the Company has a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The development and implementation of risk management policy has been covered in the Management Discussion and Analysis, which forms part of this Report.

### PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

During the financial year under review, the Company granted a loan of GBP 2 million to Basilic Fly Studio UK Private Limited in accordance with the applicable provisions of the Companies Act, 2013 and other applicable laws.

Loans, guarantees and investments covered under Section 186 of the Act have been disclosed in the financial statements, which forms part of this Integrated Annual Report.

### RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during FY 2025-26 were on arm's length basis, in the ordinary course of business and were in compliance with

the applicable provisions of the Act and the SEBI Listing Regulations. There were no material significant related party transactions entered into by the Company which may have a potential conflict with the interest of the Company at large. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 is not applicable to the Company for FY 2025-26 and hence, does not form part of this Integrated Annual Report.

In terms of Regulation 23 of the SEBI Listing Regulations, the Company submits details of related party transactions on a consolidated basis as per the specified format to the stock exchanges on a half-yearly basis.

The details of the transactions with related parties are provided in the accompanying Financial Statements. Policy on Related Party Transactions ('RPT Policy') for identifying, reviewing, approving and monitoring of Related Party Transactions and the same is available on the Company's website at <https://basilicflystudio.com/wp-content/uploads/2026/02/Policy-on-Related-Party-Transactions.pdf>

### DEPOSITS

During the financial year ended March 31, 2026, the Company has not accepted any deposits from the public falling within the ambit of Section 73 of the Act and the Rules framed thereunder. Hence, the Company does not have any unclaimed deposits as on the date of the Balance Sheet. The Company complies with the requirement of filing the requisite return with respect to amount(s) not considered as deposits

### ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2026 is available on the Company's website at: <https://basilicflystudio.com/investors/>

### DISCLOSURE REQUIREMENTS

As per SEBI (Listing and Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis, the Corporate Governance Report with the Auditors' Certificate thereon forms part of this report.

### VIGIL MECHANISM

The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for Employees, Directors and Stakeholders in conformation with the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of SEBI (Listing and Obligations and Disclosure Requirements) Regulations, 2015, to report genuine concerns about unethical behaviour and to ensure strict compliance with ethical and legal standards across the Company. This Policy is available on the website of the Company at: <https://basilicflystudio.com/wp-content/uploads/2026/02/Whistle-Blower-Policy.pdf>

### PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules, forms part of this Report. Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report. Having regard to the provisions of the second proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may address their email to [cs@basilicfly.com](mailto:cs@basilicfly.com)

### DISCLOSURES UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 ["POSH ACT"]

The Company has always believed in providing a safe and harassment free workplace for every individual working in Company's premises through various interventions and practices. The Company always endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment. The Company has in place a robust Policy on Prevention of Sexual Harassment ('Policy') at workplace which is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('POSH Act'). The Company has complied with provisions relating to the constitution of Internal Complaints Committee ('ICC') under POSH Act.



ICC has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary and trainees) are covered under this Policy. The policy is gender neutral. No complaints were received during the year.

| S. No. | Particulars                                                | Number |
|--------|------------------------------------------------------------|--------|
| 1      | Number of complaints filed during the financial year       | -      |
| 2      | Number of complaints disposed of during the financial year | -      |
| 3      | Number of cases pending at the end of the financial year   | -      |
| 4      | Number of cases resolved beyond 90 days                    | -      |

#### COMPLIANCE WITH MATERNITY BENEFIT ACT, 1961

The Company remains fully committed to upholding its Maternity Policy in strict compliance with applicable laws, including the Maternity Benefit Act, 1961, and in alignment with internal human resource protocols. The policy is designed to support the health, well-being, and work-life balance of women employees during and after pregnancy.

#### SECRETARIAL STANDARDS

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

#### SIGNIFICANT AND MATERIAL ORDERS

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

#### MATERIAL CHANGES AND COMMITMENTS

There is no material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

#### PROCEEDINGS UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

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

#### THE DETAILS OF THE DIFFERENCE BETWEEN THE AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE-TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING A LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS

There was no instance of any one-time settlement or any requirement of a valuation for any loan from the banks or financial institutions during the year.

#### ACKNOWLEDGEMENTS

We take this opportunity to thank the employees for their dedicated service and contribution to the Company. We also thank our banks, business associates, members and other stakeholders for their continued support to the Company.

**For and on behalf of Board of Directors of  
Basilic Fly Studio Limited**

**Balakrishnan**  
Chairman  
DIN: 06590484

Date: August 14, 2026  
Place: Chennai

**Annexure - I (i)**

## FORM AOC-1

**(Pursuant to 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 or associate companies or joint ventures

#### Part A - Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in ₹)

Name of the Subsidiary: **Basilic Fly Studio Canada Limited (Reg. No. 1313688)**

| Sl. No. | Particulars                                                                                                                  |                                      |
|---------|------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|
| 1.      | The date since when subsidiary was acquired [Date of incorporation]                                                          | 02-07-2021                           |
| 2.      | Provisions pursuant to which the company has become a subsidiary                                                             | Section 2(87)(ii)                    |
| 3.      | Reporting period for the subsidiary concerned, if different from the holding company's reporting period.                     | 31-03-2026                           |
| 4.      | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | Canadian \$<br>Exchange rate - 67.78 |
| 5.      | Share capital                                                                                                                | 2,07,49,649                          |
| 6.      | Reserves and surplus                                                                                                         | 14,07,83,719                         |
| 7.      | Total assets                                                                                                                 | 73,57,83,834                         |
| 8.      | Total Liabilities                                                                                                            | 73,57,83,834                         |
| 9.      | Investments                                                                                                                  | --                                   |
| 10.     | Turnover                                                                                                                     | 66,96,91,648                         |
| 11.     | Profit before taxation                                                                                                       | 13,86,90,425                         |
| 12.     | Provision for taxation                                                                                                       | 3,74,78,284                          |
| 13.     | Profit after taxation                                                                                                        | 10,12,12,141                         |
| 14.     | Proposed Dividend                                                                                                            | --                                   |
| 15.     | Extent of shareholding (in percentage)                                                                                       | 90.63%                               |

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

- Names of subsidiaries which are yet to commence operations NIL
- Names of subsidiaries which have been liquidated or sold during the year. NIL

**For and on behalf of Board of Directors of  
Basilic Fly Studio Limited**

**Balakrishnan**  
Chairman  
DIN:06590484

Date: August 14, 2026  
Place: Chennai



## Annexure – I (ii)

**FORM AOC-1****(Pursuant to 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 or associate companies or joint ventures

**Part A – Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in ₹)

Name of the Subsidiary: **Basilic Fly Studio UK Private Limited (Reg. No. 14029594)**

| Sl. No. | Particulars                                                                                                                  |                                           |
|---------|------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|
| 1.      | The date since when subsidiary was acquired                                                                                  | 06-04-2022                                |
| 2.      | Provisions pursuant to which the company has become a subsidiary                                                             | Section 2(87)(ii)                         |
| 3.      | Reporting period for the subsidiary concerned, if different from the holding company's reporting period.                     | 31-03-2026                                |
| 4.      | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | Pound Sterling £ Exchange Rate - 124.6880 |
| 5.      | Share capital                                                                                                                | 44,68,53,727                              |
| 6.      | Reserves and surplus                                                                                                         | 96,66,299                                 |
| 7.      | Total assets                                                                                                                 | 72,60,74,439                              |
| 8.      | Total Liabilities                                                                                                            | 72,60,74,439                              |
| 9.      | Investments                                                                                                                  | 42,05,98,875                              |
| 10.     | Turnover                                                                                                                     | 9,94,05,495                               |
| 11.     | Profit before taxation                                                                                                       | 52,26,732                                 |
| 12.     | Provision for taxation                                                                                                       | --                                        |
| 13.     | Profit after taxation                                                                                                        | 52,26,732                                 |
| 14.     | Proposed Dividend                                                                                                            | --                                        |
| 15.     | Extent of shareholding (in percentage)                                                                                       | 100%                                      |

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

- Names of subsidiaries which are yet to commence operations: NIL
- Names of subsidiaries which have been liquidated or sold during the year: NIL

**For and on behalf of Board of Directors of  
Basilic Fly Studio Limited****Balakrishnan**

Chairman

DIN:06590484

Date: August 14, 2026

Place: Chennai

## Annexure – I (iii)

**FORM AOC-1****(Pursuant to 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 or associate companies or joint ventures

**Part A – Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in ₹)

Name of the Subsidiary: **One of Us Ltd** (subsidiary of Basilic Fly Studio UK Private Limited) (Reg. No. 5313949)

| Sl. No. | Particulars                                                                                                                  |                                                     |
|---------|------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|
| 1.      | The date since when subsidiary was acquired                                                                                  | 28-07-2024                                          |
| 2.      | Provisions pursuant to which the company has become a subsidiary                                                             | Section 2(87)(ii)                                   |
| 3.      | Reporting period for the subsidiary concerned, if different from the holding company's reporting period.                     | 31-03-2026                                          |
| 4.      | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | Pound Sterling £ Exchange Rate - 124.6880           |
| 5.      | Share capital                                                                                                                | 46,75,80,000                                        |
| 6.      | Reserves and surplus                                                                                                         | (4,25,26,962)                                       |
| 7.      | Total assets                                                                                                                 | 1,69,56,30,242                                      |
| 8.      | Total Liabilities                                                                                                            | 1,69,56,30,242                                      |
| 9.      | Investments                                                                                                                  | 80,299                                              |
| 10.     | Turnover                                                                                                                     | 2,03,81,31,444                                      |
| 11.     | Profit before taxation                                                                                                       | 15,20,40,778                                        |
| 12.     | Provision for taxation                                                                                                       | 0                                                   |
| 13.     | Profit after taxation                                                                                                        | 15,20,40,778                                        |
| 14.     | Proposed Dividend                                                                                                            | 0                                                   |
| 15.     | Extent of shareholding (in percentage)                                                                                       | 70% [held by Basilic Fly Studio UK Private Limited] |

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

- Names of subsidiaries which are yet to commence operations: NIL
- Names of subsidiaries which have been liquidated or sold during the year: NIL

**For and on behalf of Board of Directors of  
Basilic Fly Studio Limited****Balakrishnan**

Chairman

DIN:06590484

Date: August 14, 2026

Place: Chennai



## Annexure - I (iv)

**FORM AOC-1****(Pursuant to 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 or associate companies or joint ventures

**Part A – Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in ₹)

Name of the Subsidiary: **One of Us Paris (Reg. No. 900910415)**

| Sl. No. | Particulars                                                                                                                  |                                      |
|---------|------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|
| 1.      | The date since when subsidiary was acquired                                                                                  |                                      |
| 2.      | Provisions pursuant to which the company has become a subsidiary                                                             | Section 2(87)(ii)                    |
| 3.      | Reporting period for the subsidiary concerned, if different from the holding company's reporting period.                     | 31-03-2026                           |
| 4.      | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | EURO €<br>Exchange Rate-<br>108.3047 |
| 5.      | Share capital                                                                                                                | 1,08,305                             |
| 6.      | Reserves and surplus                                                                                                         | (20,96,71,698)                       |
| 7.      | Total assets                                                                                                                 | 31,05,15,543                         |
| 8.      | Total Liabilities                                                                                                            | 31,05,15,543                         |
| 9.      | Investments                                                                                                                  | 0                                    |
| 10.     | Turnover                                                                                                                     | 1,06,29,91,865                       |
| 11.     | Loss before taxation                                                                                                         | (12,14,03,842)                       |
| 12.     | Provision for taxation                                                                                                       | (2,09,33,169)                        |
| 13.     | Loss after taxation                                                                                                          | (10,04,70,674)                       |
| 14.     | Proposed Dividend                                                                                                            | 0                                    |
| 15.     | Extent of shareholding (in percentage)                                                                                       | 75% [held by One of Us ]             |

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

- Names of subsidiaries which are yet to commence operations: NIL
- Names of subsidiaries which have been liquidated or sold during the year: NIL

**For and on behalf of Board of Directors of  
Basilic Fly Studio Limited****Balakrishnan**

Chairman

DIN:06590484

Date: August 14, 2026

Place: Chennai

## ANNEXURE - II

**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES  
FOR THE FINANCIAL YEAR 2025-26**

- A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.:

The CSR of our company as outlined in our policy objective are:

To ensure that the Company is committed to operate its business in an economically, socially and environmentally sustainable manner, while recognizing the interests of all its stakeholders; take up programmes that benefit the communities in and around its work centers and over a period, results in enhancing the quality of life of the people in the area of its business operations; Generate a community goodwill for the Company and help reinforce a positive and socially responsible image of Company as a good corporate citizen of the Country.

- The Composition of CSR Committee:

The Corporate Social Responsibility (CSR) committee has been formed in conformity with Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

| Sl. No. | Name of Director                 | Designation / Nature of Directorship | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---------|----------------------------------|--------------------------------------|----------------------------------------------------------|--------------------------------------------------------------|
| 1.      | Mr. Vengarai Seshadri Sowrirajan | Chairman                             | 2                                                        | 2                                                            |
| 2.      | Mr. Balakrishnan                 | Member                               | 2                                                        | 2                                                            |
| 3.      | Ms. Sundaram Yogalakshmi         | Member                               | 2                                                        | 2                                                            |
| 4.      | Mr. Nandhagopal Damodaran        | Member                               | 2                                                        | 2                                                            |
| 5.      | Mr. Duraiswami Prabhakar*        | Member                               | 2                                                        | 0                                                            |
| 6.      | Mr. Jitendra Pal #               | Member                               | 2                                                        | 0                                                            |

\*Mr. Duraiswami Prabhakar ceased to be director of the Company w.e.f. December 31, 2025

#Mr. Jitendra Pal ceased to be director of the Company w.e.f May 12, 2025

- Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company –
  - CSR Policy: <https://basilicflystudio.com/wp-content/uploads/2026/01/3.CSR-Policy.pdf>
  - CSR Committee: <https://basilicflystudio.com/investors/#board-committees>
  - CSR Projects: <https://basilicflystudio.com/investors/#board-committees>
- Provide the executive summary along with web-link of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable – Not Applicable.

|    |    |                                                                                                     |         |
|----|----|-----------------------------------------------------------------------------------------------------|---------|
| 5. | a) | Average net profit of the company as per sub-section (5) of section 135                             | ₹369 Mn |
|    | b) | Two percent of average net profit of the company as per sub-section (5) of section 135              | ₹7 Mn   |
|    | c) | Surplus arising out of the CSR Projects or programmes or activities of the previous financial years | NIL     |
|    | d) | Amount required to be set-off for the financial year, if any                                        | NIL     |
|    | e) | Total CSR obligation for the financial year [(b)+(c)-(d)]                                           | ₹7 Mn   |



|       |                                                                                    |       |
|-------|------------------------------------------------------------------------------------|-------|
| 6. a) | Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) | ₹7 Mn |
| b)    | Amount spent in Administrative Overheads                                           | Nil   |
| c)    | Amount spent on Impact Assessment, if applicable                                   | Nil   |
| d)    | Total amount spent for the Financial Year [(a)+(b)+(c)]                            | ₹7 Mn |
| e)    | CSR amount spent or unspent for the Financial Year                                 |       |

| Total Amount Spent for the Financial Year | Amount Unspent (in ₹)                                                                  |                  |                                                                                                                      |               |                  |
|-------------------------------------------|----------------------------------------------------------------------------------------|------------------|----------------------------------------------------------------------------------------------------------------------|---------------|------------------|
|                                           | Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135. |                  | Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135. |               |                  |
|                                           | Amount (in ₹)                                                                          | Date of transfer | Name of the Fund                                                                                                     | Amount (in ₹) | Date of transfer |
| ₹7 Mn                                     | Nil                                                                                    | Nil              | NA                                                                                                                   | Nil           | NA               |

|    |                                   |     |
|----|-----------------------------------|-----|
| f) | Excess amount for set-off, if any | NIL |
|----|-----------------------------------|-----|

| S. No | Particulars                                                                                                 | Amount (in ₹) |
|-------|-------------------------------------------------------------------------------------------------------------|---------------|
| (i)   | Two percent of average net profit of the company as per sub-section (5) of section 135                      | ₹7 Mn         |
| (ii)  | Total amount spent for the Financial Year                                                                   | ₹7 Mn         |
| (iii) | Excess amount spent for the Financial Year [(ii)-(i)]                                                       | -             |
| (iv)  | Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any | -             |
| (v)   | Amount available for set off in succeeding Financial Years [(iii)-(iv)]                                     | -             |

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

| Sl. 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 |
|---------|-----------------------------|---------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|-------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|--------------------|
|         |                             |                                                                                       |                                                                                    |                                           |                                                                                                                               |                                                                   | -- NIL--           |

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the financial year - No.

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

**For and on behalf of Board of Directors of Basilic Fly Studio Limited**

**Vengarai Seshadri Sowrirajan**  
Chairman of CSR Committee  
DIN:00434044

**Balakrishnan**  
Managing Director  
DIN: 06590484

Date: August 14, 2026  
Place: Chennai

## ANNEXURE - III

The information under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 for the year ended 31<sup>st</sup> March, 2026 is given below and forms part of the Directors' Report.

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

1. The steps taken or impact on conservation of energy:

Although the Company is not engaged in manufacturing activities, it remains committed to responsible environmental practices by continuously adopting appropriate energy conservation measures. The Company strives to optimize energy usage across its post-production facilities, studios, offices, and other operational locations. It actively promotes energy efficiency by using energy-efficient computers and procuring equipment designed to minimize energy consumption. Wherever feasible, the Company uses PCs, laptops, air conditioners, and other equipment that comply with recognized environmental standards, while progressively replacing older equipment with more energy-efficient alternatives.

2. The steps taken by the Company for utilising alternate sources of energy: Not Applicable

3. The capital investment on energy conservation equipment's: Not Applicable

### B. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

#### a. The efforts made towards technology absorption

The Company continues to adopt appropriate technologies and upgrade digital tools to enhance operational efficiency and productivity. As the Company is not engaged in manufacturing activities, no specific technology absorption initiatives were undertaken during the year.

#### b. The benefits derived like product improvement, cost reduction, product development or import substitution;

Not Applicable

#### c. Imported Technology:

- the details of technology imported - Not Applicable
- the year of import - Not Applicable
- whether the technology been fully absorbed - Not Applicable
- if not fully absorbed, areas where absorption has not taken place, and the reasons thereof - Not Applicable

#### d. The expenditure incurred on Research and Development

Your company does not have any research and development facility and has not incurred any expenditure towards research and development.

### C. FOREIGN EXCHANGE EARNINGS AND OUTGO

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

|         |            |
|---------|------------|
| Inflow  | ₹678.61 Mn |
| Outflow | ₹3.65 Mn   |

**For and on behalf of Board of Directors of Basilic Fly Studio Limited**

**Balakrishnan**  
Chairperson  
DIN:06590484

Date: August 14, 2026  
Place: Chennai



## ANNEXURE IV

### REMUNERATION POLICY FOR DIRECTORS, KEY MANAGEMENT PERSONNEL, & OTHER EMPLOYEES OF BASILIC FLY STUDIO LIMITED

[Pursuant to Section 178(3) of the Companies Act, 2013, and Regulation 19, read along with Schedule II of the SEBI Listing Regulations]

The philosophy for remuneration of directors, key managerial personnel ("KMP"), and all other employees of Basilic Fly Studio Limited ("the Company") is based on the commitment to foster a culture of leadership with trust. The remuneration policy is aligned with this philosophy.

This remuneration policy has been prepared pursuant to the provisions of Section 178(3) of the Companies Act, 2013 ("Act"), and Regulation 19, read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In case of any inconsistency between the provisions of law and this remuneration policy, the provisions of the law shall prevail, and the Company shall abide by the applicable law. While formulating this policy, the Nomination and Remuneration Committee ("NRC") has considered the factors laid down under Section 178(4) of the Act, which are as follows:

- The level and composition of remuneration are reasonable and sufficient to attract, retain, and motivate directors of the quality required to run the company successfully.
- The relationship of remuneration to performance is clear and meets appropriate performance benchmarks, and
- Remuneration to directors, key managerial personnel, and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

The key principles governing this remuneration policy are as follows:

#### ► Remuneration for independent directors and non-independent non-executive directors

- Independent directors ("ID") and non-independent non-executive directors ("NED") may be paid sitting fees (for attending the meetings of the Board and of committees of which they may be members) and commissions within regulatory limits.
- Within the parameters prescribed by law, the payment of sitting fees and commission will be recommended by the NRC and approved by the Board.
- Overall remuneration (sitting fees and commission) should be reasonable and sufficient to attract, retain, and motivate directors aligned to the requirements of the company (taking into consideration the challenges faced by the company and its future growth imperatives).
- Overall remuneration should be reflective of the size of the company, the complexity of the sector/industry/ company's operations, and the company's capacity to pay the remuneration.
- Overall, remuneration practices should be consistent with recognized best practices.
- Quantum of sitting fees may be subject to review on a periodic basis, as required.

- The aggregate commission payable to all the NEDs and IDs will be recommended by the NRC to the Board based on company performance, profits, return to investors, shareholder value creation, and any other significant qualitative parameters as may be decided by the Board.
- The NRC will recommend to the Board the quantum of commission for each director based upon the outcome of the evaluation process, which is driven by various factors including attendance and time spent in the Board and committee meetings, individual contributions at the meetings, and contributions made by directors other than in meetings.
- In addition to the sitting fees and commission, the company may pay to any director such fair and reasonable expenditures as may have been incurred by the director while performing his or her role as a director of the company. This could include reasonable expenditures incurred by the director for attending Board or Board committee meetings, general meetings, court-convened meetings, meetings with shareholders, creditors, or management, site visits, induction and training (organized by the company for directors), and obtaining professional advice from independent advisors in the furtherance of his or her duties as a director.

#### ► Remuneration for the managing director ("MD"), executive directors ("ED"), KMP, and the rest of the employees

The extent of overall remuneration should be sufficient to attract and retain talented and qualified individuals suitable for every role. Hence, remuneration should be.

- Market competitive (market for every role is defined as companies from which the Company attracts talent or companies to which the Company loses talent)
- Driven by the role played by the individual,
- Reflective of the size of the company, the complexity of the sectors or industry's operations, and the company's capacity to pay,
- Consistent with recognized best practices and Aligned to any regulatory requirements.
- In terms of remuneration mix or composition,
  - The remuneration mix for the MDs and EDs is as per the contract approved by the shareholders. In the event of any change, the same would require the approval of the shareholders.
  - A basic, fixed salary is provided to all employees to ensure that there is a steady income in line with their skills and experience.
  - In addition to the basic or fixed salary, the company provides employees with certain privileges, allowances, and benefits to enable a certain level of lifestyle and to offer scope for savings and tax optimization, where possible. The company also provides all employees with a social security net (subject to limits) by covering medical expenses and hospitalization through reimbursements or insurance coverage and accidental death and dismemberment through personal accident insurance.
  - The company provides retirement benefits as applicable.
  - In addition to the basic or fixed salary, benefits, perquisites, and allowances as provided above, the company



provides MDs and EDs such remuneration by way of commission, calculated with reference to the net profits of the company in a particular financial year, as may be determined by the Board, subject to the overall ceilings stipulated in Section 197 of the Act. The specific amount payable to the MDs and EDs would be based on their performance as evaluated by the Board or the NRC and approved by the Board. o In addition to the basic or fixed salary, benefits, perquisites, and allowances as provided above, the company provides MDs and EDs such remuneration by way of an annual incentive remuneration or performance-linked bonus subject to the achievement of certain performance criteria and such other parameters as may be considered appropriate from time to time by the Board. An indicative list of factors that may be considered for determination of the extent of this component is as follows:

- ✓ Company performance on certain defined qualitative and quantitative parameters as may be decided by the Board from time to time, industry benchmarks of remuneration,
- ✓ performance of the individual.
- o The company provides the rest of the employees with a performance-linked bonus. The performance-linked bonus would be driven by the outcome of the performance appraisal process and the performance of the company.

► **Remuneration payable to the director for services rendered in another capacity.**

The remuneration payable to the directors shall be inclusive of any remuneration payable for services rendered by such director in any other capacity, unless:

- a) The services rendered are of a professional nature, and
- b) The NRC is of the opinion that the director possesses the requisite qualifications for the practice of the profession.

► **Policy implementation**

The NRC is responsible for recommending the remuneration policy to the Board. The board is responsible for approving and overseeing the implementation of the remuneration policy

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**

For the Financial Year ended March 31, 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,  
**Basilic Fly Studio Limited**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Basilic Fly Studio Limited** (hereinafter called the **"Company"**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended March 31, 2026 (**"Audit Period"**) complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended March 31, 2026 according to the provisions of:

- i) The Companies Act, 2013 ('Act') and the rules made thereunder as amended from time to time including Secretarial Standards issued by the Institute of Company Secretaries of India ('ICSI') and notified as on date;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder, as amended from time to time;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder, as amended from time to time;
- 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, as amended from time to time;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), as amended from time to time;
- vi) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- vii) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- viii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- ix) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;



- x) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- xi) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding dealing with client; **Not applicable**
- xii) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(there were no events requiring compliance during the audit period)**
- xiii) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(there were no events requiring compliance during the audit period)**
- xiv) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(there were no events requiring compliance during the audit period)**
- xv) All other relevant applicable labour and industrial laws including those specifically applicable to the Company, a list of which has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes are in place to monitor and ensure compliance with those laws.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards, etc., mentioned above to the extent where such records have been examined by us.

**We further report that** based on the explanation given, information received, and process explained, 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 labour laws, rules, regulations and guidelines.

**We further report that** the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent to them at least seven days in advance or as the case may be 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.

As per the minutes, the decisions at the Board Meetings were taken unanimously and there was no instance of dissent by any director during the period under review.

**We further report that** during the audit period, during the audit period, except the events listed below, no other specific events / actions occurred which had major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc., and that the Company has complied with such of those relevant clauses thereto which are applicable:

- i) During the year under review, the Company has altered its Memorandum of Association pursuant to increase in the Authorized Share capital of the Company from ₹25,00,00,000/- (Rupees Twenty Five Crores) to ₹30,00,00,000/- (Rupees Thirty Crores) vide shareholders approval in the Extraordinary General Meeting dated August 09,2025.
- ii) During the year under review, the Company had received a notice from the NSE dated May 20, 2025, imposing a penalty of ₹11,000/- for a delay of 11 days in submission of the Statement of Investor Grievance Report in XBRL format for the quarter ended March 31, 2025, pursuant to Regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the PDF version of the said report had been submitted within the prescribed timeline. The Company had submitted a waiver application in respect of the aforesaid penalty; however, the same had been rejected by NSE. Consequently, the Company had duly paid the penalty within the time stipulated in the notice.
- iii) During the audit period, we observed that one of the Designated Person of the company has traded in the shares of the Listed Entity during trading window period without obtaining preclearance which is in violation of SEBI (Prohibition of Insider Trading) Regulations, 2015 and Company's Code of Conduct to Regulate, Monitor and Report trading by designated persons. In relation to the same, the Board of directors in accordance with the Company's Code of Conduct to Regulate, Monitor and Report trading by designated persons has imposed a penalty of ₹15,000/- (Rupees Fifteen Thousand only) to the designated person and remitted the same to SEBI administered Investor Protection and Education Fund and reported the aforesaid violation to the stock exchanges on February 03, 2026 in compliance with SEBI circular numbered SEBI/HO/ISD/ISD/CIR/P/20 dated July 23, 2020.
- iv) During the year under review, the Company has issued equity shares for an agreement amount upto ₹100 Crores through qualified institutional placement ("QIP") vide shareholders approval in the Extraordinary General Meeting dated August 09,2025 and 20,25,000 equity shares were allotted at a price of ₹419.72/- per Equity Share (including securities premium of ₹409.72/- per Equity Share) vide Board approval dated September 11, 2025.
- v) The Company has obtained the approval of the shareholders by way of Special resolution on December 21, 2025 through Postal Ballot for the following items:
  - a) Reappointed Mr. Balakrishnan (DIN: 06590484) as the Managing Director of the Company for a further period of 5 years with effect from January 01, 2026 till December 31, 2030.
  - b) Reappointed Mrs. Sundaram Yogalakshmi (DIN: 07323404) as the Whole Time Director for a further period of 5 years with effect from January 01, 2026 till December 31, 2030.
  - c) Increase in borrowing limits of the company up to a limit not exceeding an aggregate of ₹150 Crore (Rupees One Hundred Fifty Crore Only) under Section 180(1)(c) of the Companies Act, 2013.
  - d) Creation of charges on the movable and immovable properties of the company, both present and future, in respect of borrowings under Section 180 (1)(a) of the Companies Act, 2013.



vi) The Company has obtained the approval of the shareholders on March 25, 2026 through Postal Ballot for the following items:

- Reappointed Ms. Ravichandran Chitra (DIN: 07749125) as an Independent Director of the company with effect from January 23, 2026 up to January 22, 2031.
- Appointment of Alagar & Associates LLP (formerly known as M. Alagar and Associates) as Secretarial auditors of the company for a term of five consecutive years.
- Material Related Party Transactions with Basilic Fly Studio Canada Limited for an aggregate value up to ₹75 crore exclusive of applicable taxes, for FY 2025-26.

vii) Ms. Swati Sharma has resigned from the position of Company Secretary and Compliance officer (KMP) w.e.f September 30, 2025.

viii) Mr Ikkurthi Chandramohan has been appointed as a Company Secretary and Compliance officer (KMP) w.e.f October 03, 2025.

**For Alagar & Associates LLP**

(Formerly known as M.Alagar & Associates)

Company Secretaries

Firm Registration No: L2025TN019200

Peer Review Certificate No: 6814/2025

**M. Alagar**

**Managing Partner**

**FCS No: 7488/ CoP No.: 8196**

**UDIN :** F007488H000536753

Place: Chennai

Date: May 29, 2026

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

**'Annexure A'**

**To,**

**The Members**

**Basilic Fly Studio Limited**

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

- Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- We have followed the audit practices and process 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. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
- The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
- The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
- We further report that, based on the information provided by the Company, its officers and authorised representatives during the conduct of the audit and also on the review of quarterly compliance reports issued by the respective departmental heads/Company Secretary, taken on record by the Board of the Company, in our opinion adequate systems and process and control mechanism exist in the Company to monitor compliance with applicable general laws including labour laws.

**For M/s Alagar & Associates LLP**

**(Formerly known as M.Alagar & Associates)**

**Company Secretaries**

**Firm Registration No: L2025TN019200**

**Peer Review Certificate No: 6814/2025**

**M. Alagar**

**Managing Partner**

**FCS No: 7488/ CoP No.: 8196**

**UDIN:** F007488H000536753

Place: Chennai

Date : May 29, 2026



## CORPORATE GOVERNANCE REPORT

A report for the financial year ended March 31, 2026 on compliance by the Company with the Corporate Governance requirements under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations'), is furnished below. The Company was listed on the Stock Exchanges i.e. NSE EMERGE of National Stock Exchange of India Limited ('NSE') on September 11, 2023.

### COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

We believe that Corporate Governance is a combination of voluntary practices and compliance with laws and regulations leading to effective control and better management of the organisation and is in the interest of all stakeholders. Good Corporate Governance leads to enhanced long-term stakeholder value and enhances interests of all stakeholders. It brings into focus the fiduciary and trusteeship role of the Board to align and direct the actions of the organisation towards creating wealth and stakeholder value.

The Company believes in transparency, customer satisfaction, integrity, professionalism and accountability. The Company continuously endeavours to improve on these aspects. The Board views Corporate Governance in its widest sense. The main objective is to create and adhere to a corporate culture of integrity and consciousness. Corporate Governance is a journey for constantly improving sustainable value creation and is an upward moving target. The Board fully supports and endorses the Corporate Governance practices as envisaged in the SEBI Listing Regulations.

### BOARD OF DIRECTORS

The Company endeavours to follow global best practices in Board governance to ensure effective oversight and decision making. It believes that a diverse and well-balanced Board, with a blend of experience, expertise and perspectives is critical to driving long-term stakeholder value, safeguarding stakeholder interests and upholding high standards of corporate governance. The Board comprises distinguished

professionals of proven integrity and competence, who provide strategic direction, guidance and leadership to the Company.

### COMPOSITION

As on March 31, 2026, the Company has six Directors (including three Women Directors), of which four (i.e. 66%) are Non-Executive Directors. The Company has three (i.e. 50%) Independent Directors (including one Woman Independent Director). The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Act.

None of the Directors on the Board:

- ♦ holds directorships in more than ten public companies; and
- ♦ serves as Director or as Independent Director in more than seven listed entities.

The Managing Director and Whole-time Director do not serve as an Independent Director in any listed entity.

Further, none of the Directors is a member of more than ten committees or acts as chairperson of more than five committees across all listed entities and public limited companies.

Necessary disclosures regarding Committee positions in other public companies as on March 31, 2026 have been made by the Directors. Mr. Balakrishnan, Managing Director of the Company, is the spouse of Ms. Sundaram Yogalakshmi, Whole-time Director, and son of Ms. Thiripurasundari, Non-Executive Director. Except as stated above, none of the Directors and Key Managerial Personnel of the Company are related to each other.

Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of the SEBI Listing Regulations, they have confirmed that they are not

aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Further, none

of the Independent Directors serve as Non-Independent Director of any company on the Board of which any of the Non-Independent Director is an Independent Director.

### BOARD MEETINGS

Twelve meetings of the Board were held during the year under review. The maximum interval between any two Board meetings did not exceed 120 days.

The necessary quorum was present for all the meetings. Further, video-conferencing facilities were also provided to facilitate Directors travelling or at other locations to participate in the meetings.

### Meetings and Attendance

| Name and Category                       | DIN      | 10-Apr-25 | 30-May-25 | 12-Jul-25 | 28-Aug-25 | 08-Sep-25 | 11-Sep-25 | 11-Sep-25 | 03-Oct-25 | 11-Nov-25 | 23-Jan-26 | 13-Feb-26 | 13-Mar-26 |
|-----------------------------------------|----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|
| Mr. Balakrishnan (C)                    | 06590484 | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         |
| Ms. Sundaram Yogalakshmi (ED)           | 07323404 | P         | P         | P         | LOA       | P         | P         | P         | P         | P         | P         | P         | P         |
| Mr. Vengarai Seshadri Sowrirajan (ID)   | 00434044 | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         |
| Mr. Jitendra Pal* (ID)                  | 08567622 | P         | NA        | NA        | NA        | NA        | NA        | NA        | NA        | NA        | NA        | NA        | NA        |
| Mr. Nandhagopal Damodaran (ID)          | 10697520 | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         |
| Ms. Rajarathinam Thiripurasundari (NED) | 07323583 | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         | P         | LOA       |
| Mr. Duraiswami Prabhakar** (ED)         | 09831080 | P         | P         | LOA       | LOA       | P         | LOA       | LOA       | LOA       | LOA       | NA        | NA        | NA        |
| Mr. Ravichandran Chitra# (ID)           | 07749125 | NA        | NA        | NA        | NA        | NA        | NA        | NA        | NA        | NA        | NA        | P         | P         |

(C) Chairperson, (NED) Non-Executive Director, (ED) Executive Director, (ID) Independent Director

P means present, LOA means Leave of Absence, NA means Not Applicable.

\*Mr. Jitendran Pal ceased to be an Independent Director of the Company w.e.f. May 12, 2025 on resignation.

\*\*Mr. Duraiswami Prabhakar ceased to be a Whole-time Director of the Company w.e.f. December 31, 2025 on completion of his tenure.

#Ms. Ravichandran Chitra appointed as an Independent Directors of the Company w.e.f January 23, 2026.



Details of the Board of Directors, Directorships and Committee Chairpersonships/Memberships in other companies as on March 31, 2026 are given below:

| Name of the Directors             | Category                | No. of Directorships in other Public Companies(i) | No. of Committee positions held in other Public Companies*(ii) |        | Directorships in other listed entity* (Category of Directorship) |
|-----------------------------------|-------------------------|---------------------------------------------------|----------------------------------------------------------------|--------|------------------------------------------------------------------|
|                                   |                         |                                                   | Chairperson                                                    | Member |                                                                  |
| Mr. Balakrishnan Chairman         | Executive Director      | 0                                                 | 0                                                              | 0      | Nil                                                              |
| Ms. Sundaram Yogalakshmi          | Executive Director      | 0                                                 | 0                                                              | 0      | Nil                                                              |
| Mr. Vengarai Seshadri Sowrirajan  | Independent Director    | 1                                                 | 1                                                              | 2      | Clastek Engineering Limited                                      |
| Mr. Nandhagopal Damodaran         | Independent Director    | 1                                                 | 1                                                              | 2      | Taiyo Feed Mill Limited                                          |
| Ms. Rajarathinam Thiripurasundari | Non- Executive Director | 0                                                 | 0                                                              | 1      | Nil                                                              |
| Ms. Ravichandran Chitra \$        | Independent Director    | 1                                                 | 1                                                              | 2      | Bafna Pharmaceuticals Limited                                    |

- (i) Directorships in private limited companies, foreign companies and Section 8 companies are not considered  
(ii) Chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee have been considered as per Regulation 26(1)(a)&(b) of the SEBI Listing Regulations

\$ Ms. Ravichandran Chitra was appointed as a Director of the Company w.e.f January 23, 2026

The last Annual General Meeting ("AGM") held on September 29, 2025 was attended by Balakrishnan, Sundaram Yogalakshmi, Vengarai Seshadri Sowrirajan, Nandhagopal Damodaran, Duraiswami Prabhakar and Rajarathinam Thiripurasundari. The Statutory Auditors and Secretarial Auditors were also present.

During Financial Year ("FY") 2026, information as mentioned in Part A of Schedule II to the SEBI Listing Regulations has been placed before the Board for its consideration.

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

The Board periodically reviews the compliance reports of all laws applicable to the Company.

During FY 2026, one meeting of the Independent Directors ("IDs") were held on March 13, 2026. In the above meetings, the IDs, inter alia, reviewed the overall performance of the

Company including the strategic and operational aspects. They also evaluated the performance of the Board and Chairman of the Company, taking into account the views of Executive and Non-Executive Directors.

Mr. Balakrishnan, Ms. Sundaram Yogalakshmi and Ms. Rajarathinam Thiripurasundari are related to each other. None of the other Directors are related inter-se.

Details of equity shares of the Company held by the Directors as on March 31, 2026 are given below:

| Name of Directors        | Category           | Number of equity shares |
|--------------------------|--------------------|-------------------------|
| Mr. Balakrishnan         | Executive Director | 1,05,88,250             |
| Ms. Sundaram Yogalakshmi | Executive Director | 33,83,900               |

None of the non-executive directors of the Company hold equity shares or other convertible instruments of the Company.

## SKILLS / EXPERTISE / COMPETENCIES OF THE BOARD OF DIRECTORS

The Board is satisfied that the current composition reflects an appropriate mix of knowledge, skills, experience, diversity and independence. The Board provides leadership, strategic guidance, objective and an independent view to the Company's management while discharging its fiduciary

responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure.

The following are the core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and the said skills are available with the Board Members:

| Name of the Directors             | Financial | Corporate Governance | Risk Management | Management and Leadership |
|-----------------------------------|-----------|----------------------|-----------------|---------------------------|
| Mr. Balakrishnan                  | √         | √                    | √               | √                         |
| Ms. Sundaram Yogalakshmi          | -         | √                    | √               | √                         |
| Mr. Vengarai Seshadri Sowrirajan  | √         | √                    | √               | √                         |
| Mr. Nandhagopal Damodaran         | √         | √                    | √               | √                         |
| Ms. Rajarathinam Thiripurasundari | -         | √                    | √               | √                         |
| Ms. Ravichandran Chitra           | √         | √                    | √               | √                         |

## COMMITTEES OF THE BOARD

The Committees of the Board play a significant role in the governance structure of the Company and have been instituted to transact or approve the matters as instructed by applicable regulations concerning the Company and as per the requirement of the Board. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles, as part of good governance practice. The Chairman of the respective Committees informs the Board about the summary of the discussions held in the

Committee Meetings. The minutes of the meetings of all Committees are placed before the Board for review and noting. The Board Committees request special invitees to join the meetings, as appropriate.

There are five Board Committees as on March 31, 2026, details of which are as follows:

### A. Audit Committee

The Audit Committee of the Company is constituted in accordance with Regulation 18 of the SEBI Listing Regulations and Section 177 of the Act.

### Composition, Meetings and Attendance as on March 31, 2026

| Name                            | Category             | 10-Apr-25 | 30-May-25 | 12-Jul-25 | 03-Oct-25 | 11-Nov-25 | 13-Feb-26 |
|---------------------------------|----------------------|-----------|-----------|-----------|-----------|-----------|-----------|
| Nandhagopal Damodaran# Chairman | Independent Director | P         | P         | P         | P         | P         | P         |
| Vengarai Seshadri Sowrirajan**  | Independent Director | P         | P         | P         | P         | P         | P         |
| Jitendra Kumar Pal*             | Independent Director | P         | NA        | NA        | NA        | NA        | NA        |
| Balakrishnan                    | Executive Director   | P         | P         | P         | P         | P         | P         |

\*Mr. Jitendra Pal ceased to be member of the Committee with effect from May 12, 2025

\*\*Mr. Vengarai Seshadri Sowrirajan ceased to be a chairman of the committee w.e.f. May 30, 2025 and continues to be a member.

#Mr. Nandhagopal Damodaran was appointed as the Chairman of the Committee w.e.f. May 30, 2025



The necessary quorum was present for the aforesaid meetings.

The maximum interval between any two Audit Committee meetings did not exceed 120 days

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

- Oversight of the financial reporting process; review of annual financial statements and auditors' report thereon before submission to the Board;
- Approval/Modification of related party transactions; evaluation of internal financial controls and risk management systems;
- Recommendation for appointment, remuneration and terms of appointment of auditors; and approval and supervision of policies relating to implementation of the Insider Trading Code.
- The Chairman of the Committee regularly apprises the Board on matters deliberated/recommended by the Committee. The Committee also invites

executives, representatives of the statutory auditors and internal auditors, as considered appropriate, to participate in its meetings.

- The Company Secretary acts as the Secretary to the Audit Committee.
- The Statutory Auditors and Internal Auditors are invited to attend the Audit Committee meetings as and when necessary.

Mr. Gaurav Mehra, Chief Financial Officer of the Company is the Chief Investor Relations Officer to ensure compliance and effective implementation of the Insider Trading Code.

The previous AGM of the Company was attended by Chairman of the Audit Committee.

#### B. Nomination and Remuneration Committee

The Nomination and Remuneration Committee ("NRC") is constituted in accordance with Regulation 19 of the SEBI Listing Regulations and Section 178 of the Act.

#### Composition, Meetings and Attendance as on March 31, 2026

| Name                                  | Category               | 30-May-25 | 28-Aug-25 | 03-Oct-25 | 11-Nov-25 | 23-Jan-26 | 13-Feb-26 |
|---------------------------------------|------------------------|-----------|-----------|-----------|-----------|-----------|-----------|
| Mr. Nandhagopal Damodaran ## Chairman | Independent Director   | P         | P         | P         | P         | P         | P         |
| Mr. Vengarai Seshadri Sowrirajan#     | Independent Director   | P         | P         | P         | P         | P         | P         |
| Mr. Balakrishnan *                    | Executive Director     | P         | P         | NA        | NA        | NA        | NA        |
| Ms. Rajarathinam Thiripurasundari     | Non-executive Director | P         | P         | P         | P         | P         | P         |
| Mr. Jitendra Kumar Pal**              | Independent Director   | NA        | NA        | NA        | NA        | NA        | NA        |

\*Mr. Balakrishnan ceased to be a member of the Committee w.e.f. September 01, 2025

\*\*Mr. Jitendra Pal ceased to be member of the Committee with effect from May 12, 2025

#Mr. Vengarai Seshadri Sowrirajan ceased to be a chairman of the committee w.e.f. May 30, 2025 and continues as a member.

##Mr. Nandhagopal Damodaran was appointed as the Chairman of the Committee w.e.f. May 30,2025

The terms of reference of the NRC Committee, inter alia, include:

- Recommending to the Board the setup and composition of the Board and its Committees; appointment/re-appointment of Directors and Key Managerial Personnel;
- Supporting the Board and Independent Directors in evaluation of the performance of the Board, its Committees and individual Directors;
- Recommending the Remuneration Policy for Directors, executive team, Key Managerial Personnel and other employees; and
- Overseeing familiarization programmes for Directors.

The Company does not have any employee stock option scheme.

The previous AGM of the Company was attended by Chairman of the NRC.

#### Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for Independent Directors are determined by the NRC. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality, and independence of behaviour and judgement

The annual Board evaluation process provided constructive feedback and highlighted continued improvement in effectiveness, engagement and quality of interaction with the management. Amongst other key areas identified includes further strengthening leadership depth, organisation capabilities to leverage future opportunities effectively and technology led transformation. The Board remains committed to acting on evaluation outcomes, strengthening governance standards and oversight processes. These efforts are

aimed at supporting sustained long-term value creation for the Company.

#### Remuneration Policy:

The Company's Remuneration Policy is annexed to the Board's Report and is also available on the Company's website at: <https://basilicflystudio.com/wp-content/uploads/2026/01/Remuneration-Policy.pdf>

#### Details of the Remuneration for the year ended March 31, 2026

##### a) Managing Director and Executive Directors

The remuneration of the Executive Directors is approved by the Shareholders in accordance with the applicable provisions of the Companies Act, 2013 and other applicable laws. The Company pays remuneration by way of salary, benefits and perquisites to its Managing Director and the Executive Directors. Payment of remuneration is governed as per the Company's policies and subject to the limits approved by the Shareholders from time to time.

| (₹ in million)           |              |
|--------------------------|--------------|
| Name of the Directors    | Remuneration |
| Mr. Balakrishnan         | 14.4         |
| Ms. Sundaram Yogalakshmi | 10.08        |
| Mr. Duraiswami Prabhakar | Nil          |

##### b) Non-Executive Directors

The sitting fees was increased from ₹20,000 to ₹30,000 per meeting w.e.f. November 11, 2025 to its Non-Executive Directors for attending meetings of the Board and meetings of committees of the Board.

| (₹ in million)                    |              |
|-----------------------------------|--------------|
| Name of the Directors             | Sitting Fees |
| Mr. Nandhagopal Damodaran         | 0.78         |
| Mr. Vengarai Seshadri Sowrirajan  | 0.78         |
| Ms. Rajarathinam Thiripurasundari | 0.46         |
| Mr. Jitendra Kumar Pal            | 0.06         |
| Ms. Ravichandran Chitra           | 0.09         |



### Particulars of Senior Management Personnel ("SMP")

The details of SMP as per SEBI Listing Regulations, including changes therein, since the close of the previous financial year are as under:

| Name of SMP               | Designation                               |
|---------------------------|-------------------------------------------|
| Mr. Zameer Hussain        | COO and Global EVP                        |
| Mr. Gaurav Mehra          | Chief Financial Officer                   |
| Mr. Ikkurthi Chandramohan | Company Secretary and Compliance Officer  |
| Ms. Jennifer Hargreaves   | EP/GM Business Development, North America |
| Mr. Sal Umerji            | General Manager UK & Europe               |
| Mr. Amir Shahinsha        | Head of Studio                            |
| Mr. Anbukumaran D         | Head of Production                        |
| Mr. Manikandan R          | Associate Head of VFX Operations          |
| Mr. Lakshmanan C          | Production Operations Manager             |

### C. Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee ("SRC") is constituted in accordance with Regulation 20 of the SEBI Listing Regulations and Section 178 of the Act.

Composition, Meetings and Attendance as on March 31, 2026

| Name                             | Category             | 11-Nov-25 |
|----------------------------------|----------------------|-----------|
| Mr. Vengarai Seshadri Sowrirajan | Independent Director | P         |
| Mr. Balakrishnan                 | Executive Director   | P         |
| Mr. Nandhagopal Damodaran        | Independent Director | P         |
| Mr. Jitendra Kumar Pal*          | Independent Director | NA        |

\*Mr. Jitendra Pal ceased to be member of the Committee w.e.f. May 12, 2025

The terms of reference of the Committee, inter alia, include considering and resolving the grievances of security holders including complaints related to issue of share certificates, transfer and transmission of securities and other related matters.

### Name, designation and address of Compliance Officer:

Ikkurthi Chandramohan  
Company Secretary and Compliance Officer  
Basilic Fly Studio Limited  
4th Floor, Tower A, Commerzone,  
Mount Poonamalle Road, Porur,  
Chennai -600116.

### Details of investor complaints received and redressed during FY 2026 are as follows:

| Opening as on April 1, 2025 | Received during the year | Resolved during the year | Closing as on March 31, 2026 |
|-----------------------------|--------------------------|--------------------------|------------------------------|
| 0                           | 0                        | 0                        | 0                            |

Lodging of complaint through various designated portals/forums If the concern remains unresolved, then Shareholder(s) may lodge complaint with:

- National Stock Exchange of India Limited (NSE); or
- SEBI Complaints Redress System (SCORES)  
Website: <https://scores.sebi.gov.in>

### Online Dispute Resolution (SMART ODR)

After exhausting all the available options for resolution of the grievance, if the Shareholder(s) is/are still not satisfied with the resolution, they may initiate dispute resolution through the SMART ODR Portal at <https://smartodr.in/login>

### D. Risk Management Committee

The Risk Management Committee ("RMC") is constituted in accordance with Regulation 21 of the SEBI Listing Regulations.

Composition, Meetings and Attendance as on March 31, 2026

| Name                                   | Category             | 24-Oct-25 | 13-Feb-26 |
|----------------------------------------|----------------------|-----------|-----------|
| Mr. Nandhagopal Damodaran*<br>Chairman | Independent Director | P         | P         |
| Mr. Vengarai Seshadri Sowrirajan**     | Independent Director | P         | P         |
| Mr. Balakrishnan                       | Executive Director   | P         | P         |
| Ms. Sundaram Yogalakshmi               | Executive Director   | P         | P         |

\*Mr. Nandhagopal Damodaran was appointed as the Chairman of the Committee w.e.f. May 30, 2025

\*\*Mr. Vengarai Seshadri Sowrirajan ceased to be the Chairman of the Committee w.e.f. May 30, 2025 and continues to be a member.

The terms and reference of the Risk Management Committee are as prescribed under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and includes monitoring and review of risk management plan and reporting the same to the Board of Directors periodically as it may deem fit, in addition to any other terms as may be referred by the Board of Directors, from time to time.

### E. Corporate Social Responsibility

The Corporate Social Responsibility ("CSR") Committee is constituted in accordance with Section 135 of the Act.

Composition, Meetings and Attendance as on March 31, 2026

| Name                                         | Category             | 11-Nov-25 | 13-Mar-26 |
|----------------------------------------------|----------------------|-----------|-----------|
| Mr. Vengarai Seshadri Sowrirajan<br>Chairman | Independent Director | P         | P         |
| Mr. Nandhagopal Damodaran                    | Independent Director | P         | P         |
| Mr. Balakrishnan                             | Executive Director   | P         | P         |
| Ms. Sundaram Yogalakshmi                     | Executive Director   | P         | P         |
| Mr. Jitendra Kumar Pal*                      | Independent Director | NA        | NA        |
| Mr. Duraiswami Prabhakar**                   | Executive Director   | LOA       | NA        |

\*Mr. Jitendran Pal ceased to be an Independent Director of the Company w.e.f May 12, 2025 on resignation

\*\*Mr. Duraiswami Prabhakar ceased to be a Whole-time Director of the Company w.e.f. December 31, 2025 on completion of his tenure.

The terms of reference of the Committee, inter alia, include:

- Formulate and recommend to the Board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act.
- Recommend the amount of expenditure to be incurred on the activities mentioned in the CSR Policy.
- Monitor the CSR Policy.
- Institute a transparent monitoring mechanism for implementation of the CSR projects or programmes or activities.



## GENERAL BODY MEETINGS

### a. Annual General Meeting:

| Financial Year | Date               | Time       | Venue                                                                                                                                                                                                | Special resolution passed |
|----------------|--------------------|------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|
| 2025           | September 29, 2025 | 11:00 a.m. | Meeting conducted through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") pursuant to the Ministry of Corporate Affairs ("MCA") Circular with the Registered Office as the deemed venue. | None                      |
| 2024           | September 30, 2024 | 11:30 a.m. |                                                                                                                                                                                                      | None                      |
| 2023           | August 24, 2023    | 5:00 p.m.  |                                                                                                                                                                                                      | None                      |

### b. Extraordinary General Meeting:

| Date           | Time     | Venue                                                                                                                                                                                                | Details of special resolution passed                                                                                                                                                                                          |
|----------------|----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| August 9, 2025 | 11:00 am | Meeting conducted through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") pursuant to the Ministry of Corporate Affairs ("MCA") Circular with the Registered Office as the deemed venue. | <ul style="list-style-type: none"> <li>Proposal for capital raising in one or more tranches by way of issuance of equity shares and/or equity linked securities by way of qualified institutions placement ("qip")</li> </ul> |

### Details of special resolution passed through postal ballot, the persons who conducted the postal ballot exercise, details of the voting pattern and procedure of postal ballot:

During the financial year, the following Special resolution was passed by the shareholders by the requisite majority through postal ballot conducted via e-voting:

| Date of postal ballot notice | Resolution(s)                                                                                                                                                                      | Voting Results   |                | Approval Date     | Scrutinizer                                                                                 |
|------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|----------------|-------------------|---------------------------------------------------------------------------------------------|
|                              |                                                                                                                                                                                    | Voting in favour | Voting against |                   |                                                                                             |
| November 19, 2025            | Re-Appointment of Mr. Balakrishnan (DIN: 06590484) as the Managing Director of the Company & Fix the Remuneration Payable to him                                                   | 100%             | 0%             | December 21, 2025 | V Subramaniam, V Subramaniam & Co. (Membership No. 508882) Practicing Chartered Accountants |
|                              | Re-Appointment of Mrs. Sundaram Yogalakshmi (DIN: 07323404) as the Whole-Time Director of the Company & Fix the Remuneration Payable to her                                        | 100%             | 0%             |                   |                                                                                             |
|                              | Increase in Borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013                                                                                     | 100%             | 0%             |                   |                                                                                             |
|                              | Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings under Section 180 (1) (a) of the Companies Act, 2013 | 100%             | 0%             |                   |                                                                                             |

The voting results are made available on our website at: [https://basilicflystudio.com/wp-content/uploads/2026/03/Voting-Results\\_signed-1.pdf](https://basilicflystudio.com/wp-content/uploads/2026/03/Voting-Results_signed-1.pdf)

During the financial year, the following Special resolution was passed by the shareholders by the requisite majority through postal ballot conducted via e-voting:

| Date of postal ballot notice | Resolution(s)                                                                                    | Voting Results   |                | Approval Date  | Scrutinizer                                                                     |
|------------------------------|--------------------------------------------------------------------------------------------------|------------------|----------------|----------------|---------------------------------------------------------------------------------|
|                              |                                                                                                  | Voting in favour | Voting against |                |                                                                                 |
| February 13, 2026            | Appointment of Ms. Ravichandran Chitra (DIN: 07749125) as an Independent Director of the Company | 99.98%           | 0.02%          | March 25, 2026 | M. Alagar, Alagar & Associates LLP (FCS: 7488) (COP: 8196), Company Secretaries |

The voting results are made available on our website at: [https://basilicflystudio.com/wp-content/uploads/2026/03/PB\\_Voting\\_Results\\_signed.pdf](https://basilicflystudio.com/wp-content/uploads/2026/03/PB_Voting_Results_signed.pdf)

### Procedure for postal ballot: --

The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the rules framed thereunder and read with the General Circular Nos. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 the latest circular being 03/2025 dated September 22, 2025 issued by the MCA and Regulation 44 of the SEBI Listing Regulations. The voting rights of the members have been reckoned in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off date. The detailed procedure on voting through remote e-voting was provided in the notice of postal ballot.

A certificate under Regulation 17(8) of the SEBI Listing Regulations for FY 2026 signed by Balakrishnan, MD and Gaurav Mehra, CFO, was placed before the Board at its meeting held on May 29, 2026 and forms part of this Report.

A certificate has been received from M/s. Alagar & Associates LLP (Formerly known as M. Alagar & Associates), Company Secretaries, that none of the

Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority. The Compliance Certificate on compliance of conditions of corporate governance forms part of the report.

L.U. Krishnan & Co, Chartered Accountants (ICAI Firm Registration No. 0015275) has been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees, on consolidated basis for FY 2026, are given below:

| (₹ in millions) |                                                                          |        |
|-----------------|--------------------------------------------------------------------------|--------|
| S.No.           | Particulars                                                              | Amount |
| 1               | Rendering Audit Services                                                 | 0.90   |
| 2               | Other services rendered to the Company                                   | 0.67   |
| 3               | Other services rendered to the Subsidiaries, Associates or Joint Venture | Nil    |

## OTHER DISCLOSURES

### Directors and Officers liability insurance ('D&O policy')

The Company has in place a D&O Policy, in line with the requirements of Regulation 25(10) of the SEBI Listing Regulations.

### Whistle Blower and Vigil Mechanism Policy

The Company has this policy and has established the necessary vigil mechanism for employees, Directors and stakeholders to report concerns about unethical behaviour.



The policy allows anonymous reporting and full protection to whistle blowers. No person has been denied access to the Chairman of the Audit Committee.

<https://basilicflystudio.com/wp-content/ploads/2026/02/Whistle-Blower-Policy.pdf>

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

The details have been disclosed in the Board's Report which forms part of this Annual Report. The Company upholds a culture of dignity and respect for all employees and enforces a zero-tolerance approach toward any form of harassment. [https://basilicflystudio.com/wp-content/uploads/2026/01/POSH\\_POLICY.pdf](https://basilicflystudio.com/wp-content/uploads/2026/01/POSH_POLICY.pdf)

| S. No. | Particulars                                                | Number |
|--------|------------------------------------------------------------|--------|
| 1      | Number of complaints filed during the financial year       | -      |
| 2      | Number of complaints disposed of during the financial year | -      |
| 3      | Number of cases pending at the end of the financial year   | -      |
| 4      | Number of cases resolved beyond 90 days                    | -      |

#### Code of conduct

The members of the Board and SMP have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2026. A certificate by the CEO & MD, on the compliance declarations received from the members of the Board and Senior Management forms part of this Report.

<https://basilicflystudio.com/wp-content/ploads/2026/05/Code-of-Conduct-of-Board-and-SMP-1.pdf>

#### Dividend Distribution Policy

Pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a Dividend Distribution Policy, which is available on the website of the Company at <https://basilicflystudio.com/wp-content/uploads/2026/01/DIVIDEND-DISTRIBUTION-POLICY.pdf>

#### Related Party Transactions

During the year under review, all Related Party Transactions entered into by the Company were in the ordinary course of business and on an arm's length basis, in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All such transactions were reviewed and approved by the Audit Committee in accordance with the applicable legal and regulatory requirements.

<https://basilicflystudio.com/wp-content/ploads/2026/02/Policy-on-Related-Party-Transactions.pdf>

#### Terms of Appointment of Independent Directors

Terms and conditions of appointment/re-appointment of Independent Directors are available on the Company's website <https://basilicflystudio.com/wp-content/uploads/2026/01/Terms-and-Conditions-of-Appointment-of-ID.pdf>

#### Familiarization Programme

Details of familiarization programme imparted to Independent Directors are available on the Company's website.

<https://basilicflystudio.com/wp-content/ploads/2026/04/Familiarization-Programme-1.pdf>

#### Subsidiaries

The Audit Committee reviews the consolidated financial statements of the Company and the minutes of the Board meetings along with a report on significant developments of the unlisted subsidiaries are periodically placed before the Board of Directors of the Company. One of Us Ltd is the material subsidiary of the Company. The Company was incorporated on 15 December, 2004 in England and Wales. M/s. Haysmac LLP was appointed as the Statutory Auditors of the Company on January 22, 2021. The policy for determining 'material subsidiaries' is available on the website of the Company <https://basilicflystudio.com/wp-content/uploads/2026/02/Policy-for-Determining-Material-Subsidiary.pdf>

#### CREDIT RATING

During the year under review, the leading credit rating Agency CRISIL Ratings Limited has assigned a long-term rating of "CRISIL A-/Stable" and a short-term rating of "CRISIL A2+" to the Company.

#### Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause

The Company has complied with mandatory requirements of the SEBI (LODR) Regulations, 2015.

#### Disclosure of loans and advances by the company and its subsidiaries in which the directors are interested

During the financial year under review, the Company granted a loan of GBP 2 million to Basilic Fly Studio UK Private Limited in accordance with the applicable provisions of the Companies Act, 2013 and other applicable laws.

Loans, guarantees and investments covered under Section 186 of the Act have been disclosed in the financial statements, which forms part of this Integrated Annual Report.

#### The disclosures of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 shall be made in the section on corporate governance of the annual report.

The Company has complied with all the applicable regulations of SEBI (LODR), Regulations, 2015 for the financial year 2025-26.

#### Policy on Determination of Materiality for Disclosures

<https://basilicflystudio.com/wp-content/uploads/2026/02/Policy-for-Determining-Materiality-of-Events-or-Information-for-Disclosures.pdf>

#### Policy on Archival and Preservation of Documents

The policy is available on the website of the Company at: <https://basilicflystudio.com/wp-content/uploads/2026/01/Archival-Policy-on-Disclosures-hosted-on-website.pdf>

#### Details of non-compliance, penalties, strictures imposed by the Stock Exchange(s) or SEBI or any statutory authority on any matter related to capital markets during the last 3 years

The Stock Exchange i.e, NSE Limited has imposed a penalty of ₹11,000/- for a delay of 11 days in submission of Statement of Investor Grievance Report in XBRL format for the quarter ended March 31, 2025, pursuant to Regulation 13(3) of the SEBI LODR Regulations, 2015. The Company has duly paid the fine. No other penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter relating to capital markets during the last 3 years.

#### MEANS OF COMMUNICATION

- Quarterly, half-yearly and annual financial results are published in leading national and regional newspapers such as Financial Express and Makkal Kural.
- The Company also issues press releases from time to time communicating various updates.
- Financial Results, Statutory Notices, Press Releases, Transcripts and Presentations made, if any, to the institutional investors/analysts after the declaration of the quarterly, half-yearly and annual results are submitted to the Stock Exchanges.
- The Management Discussion and Analysis, which forms part of this Annual Report, is circulated to all the Members.
- At the AGM, Shareholders are provided with an opportunity to present questions to the Board and Management, which are duly addressed.
- The web-link of the newspaper announcement as required under Schedule V(C)(8)(c) of the SEBI (LODR) Regulations, 2015 is attached: <https://basilicflystudio.com/investors/#newspaper-intimation>



#### General shareholder information,

|                                                   |                                                                                 |
|---------------------------------------------------|---------------------------------------------------------------------------------|
| <b>Annual General Meeting for FY 2026</b>         | September 28, 2026                                                              |
| <b>Venue</b>                                      | Video Conferencing / Other Audio Visual Means                                   |
| <b>Time</b>                                       | 3:00 P.M.                                                                       |
| <b>Listing on Stock Exchanges</b>                 | National Stock Exchange of India (NSE Emerge Platform)<br>Symbol Code - BASILIC |
| <b>CIN</b>                                        | L92100TN2016PLC103861                                                           |
| <b>Registrar and Share Transfer Agent ("RTA")</b> | <b>Purva Shareregistry India Pvt. Ltd.</b>                                      |
| <b>Name</b>                                       | Unit no. 9, Shiv Shakti Ind. Estt, J.R. Boricha Marg, Lower Parel (E),          |
| <b>Registered Address</b>                         | Mumbai 400 011                                                                  |

#### Financial calendar:

The Financial Year of the Company is for a period of 12 months from April 1 to March 31. Tentative Financial Calendar for the year 2026-27:

|                                   |                                |
|-----------------------------------|--------------------------------|
| First Quarter Results             | On or before August 14, 2026   |
| Half Yearly Results               | On or before November 14, 2026 |
| Third Quarter Results             | On or before February 14, 2027 |
| Fourth Quarter and Annual Results | On or before May 30, 2027      |

For FY 2026, the listing fees payable to the stock exchange have been paid in full.

#### Shareholding as on March 31, 2026

##### a) Distribution of equity shareholding

| No. of shares held | No. of Shareholders | % to Total no. of Shareholders | No. of Shares   | % to total no. of shares |
|--------------------|---------------------|--------------------------------|-----------------|--------------------------|
| 1 to 100           | 3                   | 0.06                           | 275             | 0                        |
| 101 to 200         | 6                   | 0.13                           | 900             | 0                        |
| 201 to 500         | 2010                | 43.53                          | 604408          | 2.39                     |
| 501 to 1000        | 1101                | 23.84                          | 776040          | 3.07                     |
| 1001 to 5000       | 1239                | 26.83                          | 2265204         | 8.97                     |
| 5001 to 10000      | 125                 | 2.71                           | 866023          | 3.43                     |
| 10001 to 100000    | 117                 | 2.53                           | 3091200         | 12.24                    |
| 100001 to Above    | 17                  | 0.37                           | 17660950        | 69.9                     |
| <b>Total</b>       | <b>4618</b>         | <b>100</b>                     | <b>25265000</b> | <b>100</b>               |

##### b) Categories of equity shareholding

| Description                               | Total Shares    | % Equity   |
|-------------------------------------------|-----------------|------------|
| PROMOTER                                  | 13972150        | 55.3       |
| RESIDENT INDIVIDUALS                      | 7553131         | 29.9       |
| BODIES CORPORATE                          | 926583          | 3.67       |
| FOREIGN PORTFOLIO INVESTOR (CORPORATE) I  | 879600          | 3.48       |
| HINDU UNDIVIDED FAMILY                    | 538924          | 2.13       |
| CLEARING MEMBERS                          | 441000          | 1.75       |
| ALTERNATE INVESTMENT FUND                 | 358200          | 1.42       |
| N.R.I. (REPAT)                            | 339900          | 1.35       |
| N.R.I. (NON-REPAT)                        | 174112          | 0.69       |
| LLP                                       | 72000           | 0.28       |
| FOREIGN PORTFOLIO INVESTOR (CORPORATE) II | 6000            | 0.02       |
| PROMOTER RELATIVES                        | 3400            | 0.01       |
| <b>Total</b>                              | <b>25265000</b> | <b>100</b> |

#### c) Dematerialisation of shares and liquidity

| Description  | No of Holders | % of Holders | Shares          | % To Equity |
|--------------|---------------|--------------|-----------------|-------------|
| PHYSICAL     | 1             | 0.02         | 300             | 0           |
| NSDL         | 1530          | 33.13        | 18154250        | 71.86       |
| CDSL         | 3087          | 66.85        | 7110450         | 28.14       |
| <b>Total</b> | <b>4618</b>   | <b>100</b>   | <b>25265000</b> | <b>100</b>  |

The Company's shares are compulsorily traded in dematerialized form on NSE. Equity shares of the Company representing 99.99 percent of the Company's equity share capital are dematerialized as on March 31, 2026.

##### Shareholders holding shares in physical form

As on March 31, 2026, all equity shares of the Company were held in dematerialised form, except for 300 equity shares held by one shareholder in physical form.

##### Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2026, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

##### Commodity price risk or foreign exchange risk and hedging activities

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Master Circular updated on January 30, 2026 (erstwhile SEBI Master Circular dated November 11, 2024) is not applicable. For

details on foreign exchange risk and hedging activities, please refer to Management Discussion and Analysis, which forms part of this Annual Report.

##### Equity shares in the suspense account

In accordance with the requirements of Regulation 34(3) and Part F of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company confirms that there were no equity shares lying in the suspense account as on March 31, 2026.

##### Address for correspondence

##### Corporate and Registered Office

Basilic Fly Studio Limited  
4th Floor, Tower A, Commerzone, Mount Poonamalle Road, Porur, Chennai -600116.  
Designated e-mail address  
for Investor Services: cs@basilicfly.com  
Website: <https://basilicflystudio.com/>

##### Branch Office

Basilic Fly Studio Limited  
AP81, 16th Floor, Koregaon Park Annexe, Mundhwa Pune, Maharashtra - 411001.



## DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT DECLARATION UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING COMPLIANCE WITH THE CODE OF CONDUCT

In accordance with the Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all the Directors and the Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them for the financial year ended March 31, 2026.

**For and on behalf of the Board of Directors of  
Basilic Fly Studio Limited**

**Balakrishnan**  
Managing Director  
DIN: 06590484

Date: August 14, 2026  
Place: Chennai

## COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

(Pursuant to Regulation 34(3) and Schedule V Para E of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members  
**Basilic Fly Studio Limited**  
4<sup>th</sup> Floor, Tower A, Commerzone,  
Mount Poonamalle Road, Porur,  
Chennai, Tamil Nadu -600116.

We have examined the compliance of conditions of Corporate Governance by **Basilic Fly Studio Limited** ("the Company") for the period ended March 31, 2026 as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**For Alagar & Associates LLP**  
**(Formerly known as M.Alagar & Associates)**  
**Company Secretaries**  
**Firm Registration No: L2025TN019200**  
**Peer Review Certificate No: 6814/2025**

**M Alagar**  
**Managing Partner**  
**FCS No. 7488 / CoP No. 8196**  
**UDIN: F007488H000536665**

Place: Chennai  
Date: May 29, 2026

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members  
Basilic Fly Studio Limited  
4<sup>th</sup> Floor, Tower A, Commerzone, Mount Poonamalle Road, Porur,  
Chennai, Tamil Nadu -600116.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Basilic Fly Studio Limited** having CIN : L92100TN2016PLC103861 and registered office at 4<sup>th</sup> Floor, Tower A, Commerzone, Mount Poonamalle Road, Porur, Chennai, Tamil Nadu -600116. (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of the information received and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

| S.No | Name of the Director         | DIN      | Designation                        | Date of Appointment                       |
|------|------------------------------|----------|------------------------------------|-------------------------------------------|
| 1.   | Balakrishnan                 | 06590484 | Chairman and Managing Director     | 28/01/2016<br>(Reappointed on 01/01/2026) |
| 2.   | Sundaram Yogalakshmi         | 07323404 | Whole-time director                | 07/02/2019<br>(Reappointed on 01/01/2026) |
| 3.   | Rajarithnam Thiripurasundari | 07323583 | Non- Executive Director            | 01/01/2023                                |
| 4.   | Vengarai Seshadri Sowrirajan | 00434044 | Non-Executive Independent Director | 01/01/2023                                |
| 5.   | Ravichandran Chitra          | 07749125 | Non-Executive Independent Director | 23/01/2026                                |
| 6.   | Nandhagopal Damodaran        | 10697520 | Non-Executive Independent Director | 12/07/2024                                |

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Alagar & Associates LLP**  
(Formerly known as M.Alagar & Associates)  
**Company Secretaries**  
**Firm Registration No: L2025TN019200**  
**Peer Review Certificate No: 6814/2025**

**M Alagar**  
**Managing Partner**  
**FCS No: 7488/ CoP No.: 8196**  
**UDIN: F007488H000536863**

Place: Chennai  
Date: May 29, 2026

## CEO/CFO CERTIFICATE

[Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Board of Directors  
Basilic Fly Studio Limited

We, the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Basilic Fly Studio Limited ("the Company"), to the best of our knowledge and belief certify that:

- We have reviewed the Financial Statements and cash flow statements of Basilic Fly Studio Limited for the Financial Year ended March 31, 2026 and to the best of our knowledge and belief, we state that:
  - These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws, and regulations.
- There are no transactions entered into by the listed entity during the financial year which are fraudulent, illegal, or violative of the listed entity's code of conduct.
- We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware, and the steps taken or proposed to be taken to rectify these deficiencies.
- We have indicated to the Auditors and the Audit Committee that:
  - significant changes in internal control over financial reporting during the year.
  - significant changes, if any, in accounting policies during the year and the same has been disclosed in the notes to the financial results; and
  - instances of significant fraud of which we have become aware and involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

### For Basilic Fly Studio Limited

**Balakrishnan**  
Chairman and Managing Director  
DIN: 06590484

Date: May 29, 2026  
Place: London

**Gaurav Mehra**  
Chief Financial Officer

Date: May 29, 2026  
Place: Chennai



# STANDALONE FINANCIAL STATEMENT



## INDEPENDENT AUDITOR’S REPORT

To the Members of Basilic Fly Studio Limited.,  
Report on the Audit of the Standalone Financial Statements

### OPINION

1. We have audited the accompanying financial statements of **Basilic Fly Studio Limited** (the “**Company**”), which comprise the Balance Sheet as at 31 March, 2026, the Statement of Profit and Loss including other comprehensive income, statement of changes in equity, the Statement of cashflows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information. (Hereinafter referred to as the “Financial statements”).
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements for the period ended 31st March, 2026 give the information required by the Companies Act, 2013 as amended (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, and profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### BASIS FOR OPINION

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s 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 Companies Act, 2013 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 Statements.

### KEY AUDIT MATTERS

4. 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.

| Key Audit Matters                                                                                                                                                                                                                          | Principal audit procedure performed                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| The company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts. Revenue on time-and-material contracts are recognized as the related services are performed. Sales are shown net of sales returns, if any. | <p>In view of the significance of the matter we applied the following audit procedures on selected specific and statistical samples of contracts, among others to obtain sufficient audit evidence:</p> <ol style="list-style-type: none"><li>1. Assessed the appropriateness of the revenue recognition is in accordance with the applicable accounting standard and accounting policies.</li><li>2. Verified the progress of each project in terms use of human resources and other resources and</li><li>3. Verified the contract with customers made in this regard and revenues accounted under proportionate Completion method.</li></ol> |

## INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

5. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Report but does not include the financial statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.
6. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

## RESPONSIBILITIES OF THE MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

8. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds

and other irregularities; selection and application of appropriate accounting policies; making judgements 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

9. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
10. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

## AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

11. 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.
12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - i. Identify and assess the risks of material misstatement of the 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.

- ii. 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- iv. 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.
- v. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements

represent the underlying transactions and events in a manner that achieves fair presentation.

13. Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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 financial statements.
14. 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.
15. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

16. 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 Companies Act, 2013, we give in "**Annexure - A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
17. As required by Section 143(3) of the Act, we report that:
  - i. 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.
  - ii. 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.

- iii. The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- v. On the basis of written representations received from the directors as on 31st March 2026 taken on record by the board of directors, none of the directors are disqualified as on 31<sup>st</sup> March 2026 from being appointed as directors in terms of section 164(2) of the Act.
- vi. 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"**.
- vii. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:  
  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- viii. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

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

- b) The Company do not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- ix. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in

the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- x. The Company did not declare or pay any dividend during the year.
- xi. Based on our examination, which included test checks, the Company has used accounting

**Place: Chennai**  
**Date: May 29, 2026**

software for maintaining its books of account for the financial year ended March 31, 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 and the audit trail feature has not been tampered and the audit trail has been preserved by the company as per the statutory requirements for record retention.

**For L U Krishnan & Co.**  
**Chartered Accountants**  
**Firm's Registration No: 001527S**

**P K Manoj**  
**Partner**  
**Membership No.207550**  
**UDIN: 26207550TGXAAV9433**

## ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BASILIC FLY STUDIO LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 16 under 'Report on Other Legal and Regulatory Requirements' section of our report)

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the period ended 31 March, 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) The Company has a regular program of physical verification of its Property, Plant and Equipment by which its Property, Plant and Equipment are verified at reasonable intervals. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its Property, Plant and Equipment. According to the information and explanations given to us, no material discrepancies were noticed on such verification of Property, Plant and Equipment  
  
c) According to the information and explanations given to us on the basis of our examination of the records of the Company, the Company do not have any immovable properties during the year.  
  
d) According to the information and explanations given to us on the basis of our examination of the records of the Company, the Company has not revalued any of its Property, Plant and Equipment during the financial year.  
  
e) According to the 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 activities of the Company do not involve purchase of inventory and sale of goods during the period and accordingly clause 3 (ii)(a) of the Order is not applicable to the Company for the period.  
  
b) The Company has been sanctioned working capital limit in excess of ₹ 5 Crores, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns or statements filed by the Company with such banks or financial institutions are generally in agreement with the books of account of the Company and no material discrepancies observed.  
  
iii. According to the information and explanations given to us the Company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, in respect which:  
  
(a) The Company has provided loans or advances and guarantees or security to subsidiaries during the year and details of which are given below:

| (₹ in million)                               |                  |
|----------------------------------------------|------------------|
| Particulars                                  | Loans & Advances |
| Aggregate amount provided during the year    |                  |
| - Related parties                            | 237              |
| - Others                                     | -                |
| Balance outstanding as at balance sheet date |                  |
| - Related parties                            | 246              |
| - Others                                     | -                |

- b) According to the information and explanations given to us, investment made are in the ordinary course of business and accordingly in our opinion,

are not prejudicial to the Company's interest.

- c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments or receipts are regular.  
  
d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the Balance Sheet date.  
  
e) No loans granted by the Company which had fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.  
  
f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) of the Order is not applicable.  
  
iv. According to the information and explanations given to us and on the basis of our examination of records, the Company has not given any loans, or provided guarantees or securities, as specified under section 185 and 186 of the Companies Act, 2013.  
  
v. The company has not accepted deposits and does not have any unclaimed deposits within the meaning of sections 73 to 76 of the Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.  
  
vi. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records Section 148(1) of the Act. Accordingly, clause 3(vi) of the Order is not applicable.

vii. In respect of statutory dues:

- a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have been regularly deposited with the appropriate authorities by the Company, though there have been delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.  
  
b) According to the information and explanations given to us, there were no dues in respect of income tax, sales tax, service tax, value added tax, goods and service tax, duty of custom, duty of excise, cess and other statutory dues which have not been deposited on account of any dispute.  
  
viii. According to the information and explanation given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961. Accordingly, clause 3 (viii) of the Order is not applicable.  
  
ix. In respect of loans and other borrowings:  
  
a) 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 defaulted in repayments of loans or other borrowings or in the payment of interest thereon from any lender. Hence reporting under clause 3(ix) (a) 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 declared a wilful defaulter by any bank or



- financial institution or other lender.
- c) In our opinion and according to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.
- d) On examination of the financial statements of the Company, Company has not raised any funds on short term basis which has been used for long-term purposes hence reporting under clause 3(ix) (d) of the Order is not applicable.
- e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, hence reporting on clause 3(ix)(e) of the Order is not applicable. The Company does not hold any investment in any joint venture and associate.
- f) The Company has not raised any loans on the pledge of securities held in its subsidiaries during the period and hence reporting on clause 3(ix)(f) of the Order is not applicable. The Company does not hold any investment in any joint venture and associate.
- x. a) According to the information and explanation given to us, the Company has not raised money by way of further public offer during the year. Accordingly, clause 3(x)(a) of the order is not applicable.
- b) The Company has issued 20,25,000 equity shares to the Qualified Institutional Buyers having a face value of ₹10 per share including share premium of ₹409.72 per share in compliance with section 42 of the companies Act, 2013 by way of Private Placement on 11<sup>th</sup> September 2025 . Company has not made any preferential allotment of shares or convertible debentures (fully or partly or optionally) under section 62 of the Companies Act.
- xi. a) According to the information and explanations given to us and on the basis of our examination of the books and records, no fraud by the Company or on the Company has been noticed or reported during the year.
- b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- xii. Company is not a Nidhi company. Accordingly, Clause 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us, the transactions entered by the Company with the related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been properly disclosed in the notes to the standalone financial statements as required by the applicable accounting standards.
- xiv. a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered, the internal audit reports of the company issued till date, for the period under audit.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, Clause 3(xv) of the Order for reporting the provisions of section 192 of the Companies Act is not applicable.
- xvi. a) The Company is not required to be registered

- under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, paragraph 3(xvi) (a), & (b) of the Order is not applicable.
- b) The Company is not a Core Investment Company and there is no core investment company within the group. Accordingly, paragraph 3(xvi) (c) & (d) of the Order is not applicable.
- xvii. According to the information and explanations given to us, the company has not incurred cash losses in the current and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. According to the information and explanations given to us and on the basis of our examination of the records, there are no amounts unspent in respect of corporate social responsibility towards ongoing or other than ongoing projects and hence reporting under clause 3(xx) (a) and (b) 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 of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**Place: Chennai**  
**Date: May 29, 2026**

**For L U Krishnan & Co.**  
**Chartered Accountants**  
**Firm's Registration No: 001527S**

**P K Manoj**  
**Partner**  
**Membership No.207550**  
**UDIN: 26207550TGXAAV9433**

## ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BASILIC FLY STUDIO LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 17 under ‘Report on Other Legal and Regulatory Requirements’ section of our report)

### REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 (“THE ACT”)

We have audited the internal financial controls over financial reporting of **Basilic Fly Studio Limited** (the “Company”) as of **March 31, 2026** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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.

### AUDITOR’S RESPONSIBILITY

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an

audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

### MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A Company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of 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 authorisations of management and directors of the company; and

- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

### INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the

internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 L U Krishnan & Co.**  
**Chartered Accountants**  
**Firm’s Registration No: 001527S**

**P K Manoj**  
**Partner**  
**Membership No.207550**  
**UDIN: 26207550TGXAAV9433**

**Place: Chennai**  
**Date: May 29, 2026**



CORPORATE IDENTITY NUMBER (CIN):L92100TN2016PLC103861

## STANDALONE BALANCE SHEET

AS AT MARCH 31, 2026

(All amounts are in ₹ million unless otherwise stated)

| Particulars                              | Notes | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|------------------------------------------|-------|------------------------|------------------------|------------------------|
| <b>ASSETS</b>                            |       |                        |                        |                        |
| <b>1 Non-current assets</b>              |       |                        |                        |                        |
| (a) Property, plant and equipment        | 3     | 98                     | 11                     | 18                     |
| (b) Right of use assets                  | 4     | 239                    | 104                    | 151                    |
| (c) Intangible Assets under Development  | 5     | 174                    | -                      | -                      |
| (d) Financial assets                     |       |                        |                        |                        |
| i. Investments                           | 6     | 473                    | 468                    | 63                     |
| ii. Other financial assets               | 7     | 336                    | 16                     | 41                     |
| (e) Deferred tax Asset (net)             | 8     | 9                      | 15                     | 11                     |
| <b>Total non-current assets (1)</b>      |       | <b>1,329</b>           | <b>614</b>             | <b>284</b>             |
| <b>2 Current assets</b>                  |       |                        |                        |                        |
| (a) Financial assets                     |       |                        |                        |                        |
| i. Trade receivables                     | 9     | 996                    | 861                    | 629                    |
| ii. Cash and cash equivalents            | 10    | 274                    | 44                     | 7                      |
| iii. Other bank balances                 | 10.1  | 294                    | 130                    | 398                    |
| iv. Other financial assets               | 11    | -                      | -                      | -                      |
| (b) Current Tax Asset (Net)              | 12    | -                      | -                      | -                      |
| (c) Other current assets                 | 13    | 993                    | 408                    | 291                    |
| <b>Total current assets (2)</b>          |       | <b>2,557</b>           | <b>1,443</b>           | <b>1,325</b>           |
| <b>Total assets (1+2)</b>                |       | <b>3,886</b>           | <b>2,057</b>           | <b>1,609</b>           |
| <b>EQUITY AND LIABILITIES</b>            |       |                        |                        |                        |
| <b>1 Equity</b>                          |       |                        |                        |                        |
| (a) Equity share capital                 | 14    | 253                    | 232                    | 232                    |
| (b) Other equity                         | 15    | 2,268                  | 1,147                  | 966                    |
| <b>Total equity (1)</b>                  |       | <b>2,521</b>           | <b>1,379</b>           | <b>1,198</b>           |
| <b>Liabilities</b>                       |       |                        |                        |                        |
| <b>2 Non-current liabilities</b>         |       |                        |                        |                        |
| (a) Financial liabilities                |       |                        |                        |                        |
| i. Borrowings                            | 16    | 145                    | 175                    | 6                      |
| ii. Lease liabilities                    | 17    | 184                    | 74                     | 124                    |
| (b) Provisions                           | 18    | 21                     | 33                     | 30                     |
| <b>Total non-current liabilities (2)</b> |       | <b>350</b>             | <b>282</b>             | <b>160</b>             |
| <b>3 Current liabilities</b>             |       |                        |                        |                        |
| (a) Financial liabilities                |       |                        |                        |                        |

(All amounts are in ₹ million unless otherwise stated)

| Particulars                                                                  | Notes | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|------------------------------------------------------------------------------|-------|------------------------|------------------------|------------------------|
| i. Borrowings                                                                | 19    | 382                    | 153                    | 19                     |
| ii. Lease liabilities                                                        | 20    | 71                     | 51                     | 43                     |
| iii. Trade payables                                                          | 21    |                        |                        |                        |
| - Total outstanding dues of micro and small enterprises                      |       | 9                      | 25                     | 10                     |
| - Total outstanding dues of creditors other than micro and small enterprises |       | 323                    | 59                     | 106                    |
| iv. Other financial liabilities                                              | 22    | 53                     | 28                     | 26                     |
| (b) Other current liabilities                                                | 23    | 9                      | 6                      | 6                      |
| (c) Provisions                                                               | 24    | 168                    | 73                     | 41                     |
| <b>Total current liabilities (3)</b>                                         |       | <b>1,015</b>           | <b>395</b>             | <b>251</b>             |
| <b>Total equity and liabilities (1+2+3)</b>                                  |       | <b>3,886</b>           | <b>2,057</b>           | <b>1,609</b>           |

Material Accounting Policies **2**  
See accompanying notes to the Financial Statements  
As per our report of even date attached

**For L.U.KRISHNAN & CO**  
**Chartered Accountants**  
ICAI Firm Registration Number: 001527S

**P K Manoj**  
Partner  
Membership No.: 207550  
UDIN : 26207550TGXAAV9433

**Place : Chennai**  
**Date : May 29, 2026**

**For and on behalf of the Board of Directors of**  
**Basilic Fly Studio Limited**

**Balakrishnan**  
Managing Director  
DIN: 06590484  
Place: London  
Date: May 29, 2026

**Gaurav Mehra**  
Chief Financial Officer  
Place: Chennai  
Date: May 29, 2026

**Sundaram Yogalakshmi**  
Wholetime Director  
DIN: 07323404  
Place: London  
Date: May 29, 2026

**Ikkurthi Chandramohan**  
Company Secretary & Compliance Officer  
M.No: F10194  
Place: Chennai  
Date: May 29, 2026

## STANDALONE STATEMENT OF PROFIT AND LOSS

FOR THE PERIOD YEAR ENDED MARCH 31, 2026

(All amounts are in ₹ million unless otherwise stated)

| Particulars                                                                                    | Note No. | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|------------------------------------------------------------------------------------------------|----------|-------------------------------------|-------------------------------------|
| <b>I Income</b>                                                                                |          |                                     |                                     |
| Revenue from operations                                                                        | 25       | 1,204                               | 735                                 |
| Other income                                                                                   | 26       | 100                                 | 19                                  |
| <b>Total income (I)</b>                                                                        |          | <b>1,304</b>                        | <b>754</b>                          |
| <b>II Expenses</b>                                                                             |          |                                     |                                     |
| Employee benefits expense                                                                      | 27       | 404                                 | 229                                 |
| Finance costs                                                                                  | 28       | 63                                  | 35                                  |
| Depreciation and amortisation expense                                                          | 29       | 82                                  | 55                                  |
| Other expenses                                                                                 | 30       | 281                                 | 193                                 |
| <b>Total expenses (II)</b>                                                                     |          | <b>830</b>                          | <b>512</b>                          |
| <b>III Profit before exceptional items and tax (I-II)</b>                                      |          | <b>474</b>                          | <b>242</b>                          |
| <b>IV Exceptional Items (net)</b>                                                              | 31       | -                                   | 3                                   |
| <b>V Profit before tax (III-IV)</b>                                                            |          | <b>474</b>                          | <b>239</b>                          |
| <b>VI Tax expense :</b>                                                                        | 32       |                                     |                                     |
| Current tax                                                                                    |          | 157                                 | 65                                  |
| Prior Period Tax                                                                               |          | -                                   | 8                                   |
| Deferred tax charge                                                                            |          | 1                                   | (5)                                 |
| <b>Total tax expense (VI)</b>                                                                  |          | <b>158</b>                          | <b>68</b>                           |
| <b>VII Profit for the year (V - VI)</b>                                                        |          | <b>316</b>                          | <b>171</b>                          |
| <b>VIII Other comprehensive income/(loss)</b>                                                  |          |                                     |                                     |
| Items that will be reclassified subsequently to Profit or Loss                                 |          |                                     |                                     |
| Items that will not be reclassified subsequently to Profit or Loss                             |          |                                     |                                     |
| (i) Re-measurement gains / (losses) on defined benefit plans                                   |          | 19                                  | 9                                   |
| (ii) Income tax effect on above                                                                |          | (5)                                 | (2)                                 |
| <b>Total other comprehensive income for the year (net of tax)</b>                              |          | <b>14</b>                           | <b>7</b>                            |
| <b>IX Total comprehensive income for the year, net of tax (VII+VIII)</b>                       |          | <b>330</b>                          | <b>178</b>                          |
| <b>X Earnings per equity share [nominal value of shares ₹10 each (Previous year ₹10 each)]</b> |          |                                     |                                     |
| - Basic earnings per share (₹)                                                                 | 33       | 12.96                               | 7.51                                |
| - Diluted earnings per share (₹)                                                               | 33       | 12.96                               | 7.51                                |

Material Accounting Policies **2**  
See accompanying notes to the Financial Statements  
As per our report of even date attached

For L.U.KRISHNAN & CO  
Chartered Accountants  
ICAI Firm Registration Number: 001527S

For and on behalf of the Board of Directors of  
Basilic Fly Studio Limited

**P K Manoj**  
Partner  
Membership No.: 207550  
UDIN : 26207550TGXAAV9433

**Balakrishnan**  
Managing Director  
DIN: 06590484  
Place: London  
Date: May 29, 2026

**Sundaram Yogalakshmi**  
Wholetime Director  
DIN: 07323404  
Place: London  
Date: May 29, 2026

Place : Chennai  
Date : May 29, 2026

**Gaurav Mehra**  
Chief Financial Officer  
Place: Chennai  
Date: May 29, 2026

**Ikkurthi Chandramohan**  
Company Secretary & Compliance Officer  
M.No: F10194  
Place: Chennai  
Date: May 29, 2026

## STANDALONE STATEMENT OF CASH FLOWS

FOR THE PERIOD YEAR ENDED MARCH 31, 2026

|                                                                               | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>A. Cash flow from operating activities</b>                                 |                                     |                                     |
| Profit for the year before tax                                                | 474                                 | 239                                 |
| <b>Adjustments to reconcile restated profit before tax to net cash flows:</b> |                                     |                                     |
| Depreciation and amortisation expense                                         | 82                                  | 55                                  |
| Provision for expected credit loss                                            | 5                                   | 4                                   |
| Interest Expense on lease liabilities                                         | 9                                   | 13                                  |
| Foreign Exchange (Gain)/Loss                                                  | (61)                                | (13)                                |
| Unwinding of interest on Security deposit                                     | (1)                                 | (1)                                 |
| Loss on disposal of property, plant and equipment                             | -                                   | -                                   |
| Finance income                                                                | (29)                                | (5)                                 |
| Finance costs                                                                 | 54                                  | 21                                  |
| <b>Operating profit before working capital changes</b>                        | <b>533</b>                          | <b>313</b>                          |
| <b>Working capital adjustments :</b>                                          |                                     |                                     |
| (Increase)/ decrease in trade receivables                                     | (79)                                | (223)                               |
| (Increase)/ decrease in Other financial assets                                | 1                                   | 27                                  |
| (Increase)/ decrease in Other Non current assets                              | (585)                               | (117)                               |
| Increase/(decrease) in Long term Provisions                                   | (12)                                | 2                                   |
| Increase/(decrease) in Short term Provisions                                  | 19                                  | 9                                   |
| Increase/(decrease) in trade payables                                         | 248                                 | (32)                                |
| Increase/(decrease) in Other Financial liabilities                            | 25                                  | 1                                   |
| Increase/(decrease) in Other current liabilities                              | 3                                   | 0                                   |
| <b>Cash generated from operations</b>                                         | <b>153</b>                          | <b>(20)</b>                         |
| Income tax paid (net of refund)                                               | (62)                                | (40)                                |
| <b>Net cash flows from operating activities (A)</b>                           | <b>91</b>                           | <b>(60)</b>                         |
| <b>B. Investing activities :</b>                                              |                                     |                                     |
| Interest income                                                               | 29                                  | 5                                   |
| Bank Deposits                                                                 | (239)                               | 268                                 |
| Purchase of property, plant and equipment including Intangible Asset          | (296)                               | -                                   |
| Sale of Property, plant and equipment                                         | -                                   | -                                   |
| Increase/(Decrease) in Other Non-Current Investments                          | (5)                                 | (405)                               |
| Intercompany Loan                                                             | (246)                               | 0                                   |
| <b>Net cash flow used in investing activities (B)</b>                         | <b>(757)</b>                        | <b>(132)</b>                        |
| <b>C. Financing activities :</b>                                              |                                     |                                     |
| Interest paid                                                                 | (54)                                | (21)                                |
| Proceeds from long term borrowings                                            | (30)                                | 170                                 |
| Net Proceed from Share capital                                                | 811                                 | -                                   |
| Proceeds Short term borrowings                                                | 228                                 | 135                                 |
| Principle repayment of lease liabilities                                      | (50)                                | (43)                                |
| Interest paid on lease liabilities                                            | (9)                                 | (13)                                |
| <b>Net cash used in financing activities (C)</b>                              | <b>896</b>                          | <b>228</b>                          |



|                                                                                                                               | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Net (decrease)/increase in cash and cash equivalents (A)+(B)+(C)</b>                                                       | <b>230</b>                          | <b>37</b>                           |
| Cash and cash equivalents at the beginning of the year                                                                        | 44                                  | 7                                   |
| <b>Cash and cash equivalents at the end of the year</b>                                                                       | <b>274</b>                          | <b>44</b>                           |
| <b>a) Cash and Cash Equivalents included in Restated Statement of Cash Flows comprise of following : (Refer Note No. 10 )</b> |                                     |                                     |
| Cash in hand                                                                                                                  | 0                                   | 0                                   |
| Balance with banks                                                                                                            | 88                                  | 4                                   |
| Bank Deposits with less than 3 months maturity                                                                                | 186                                 | 40                                  |
|                                                                                                                               | <b>274</b>                          | <b>44</b>                           |

Material Accounting Policies **2**  
See accompanying notes to the Financial Statements  
As per our report of even date attached

**For L.U.KRISHNAN & CO**  
**Chartered Accountants**  
**ICAI Firm Registration Number: 001527S**

**P K Manoj**  
Partner  
Membership No.: 207550  
UDIN : 26207550TGXAAV9433

**Place : Chennai**  
**Date : May 29, 2026**

**For and on behalf of the Board of Directors of**  
**Basilic Fly Studio Limited**

**Balakrishnan**  
Managing Director  
DIN: 06590484  
Place: London  
Date: May 29, 2026

**Sundaram Yogalakshmi**  
Wholetime Director  
DIN: 07323404  
Place: London  
Date: May 29, 2026

**Gaurav Mehra**  
Chief Financial Officer  
Place: Chennai  
Date: May 29, 2026

**Ikkurthi Chandramohan**  
Company Secretary & Compliance Officer  
M.No: F10194  
Place: Chennai  
Date: May 29, 2026

## STANDALONE STATEMENT OF CHANGES IN EQUITY

**FOR THE YEAR ENDED 31 MARCH 2026**

(All amounts are in ₹ million unless otherwise stated)

### A. EQUITY SHARE CAPITAL

| Particulars                                                        | Number of shares  | Amount     |
|--------------------------------------------------------------------|-------------------|------------|
| <b>Equity shares of ₹10 each issued, subscribed and fully paid</b> |                   |            |
| <b>As at 01 April 2024</b>                                         | 23,240,000        | 232        |
| Changes in equity share capital during the year                    | -                 | -          |
| <b>As at 31 March 2025</b>                                         | <b>23,240,000</b> | <b>232</b> |
| <b>As at 01 April 2025</b>                                         | 23,240,000        | 232        |
| Changes in equity share capital during the year                    | 2,025,000         | 20         |
| <b>As at 31 March 2026</b>                                         | <b>25,265,000</b> | <b>252</b> |

### B. OTHER EQUITY

| Particulars                                           | Reserves and Surplus          |                      |                     | Total        |
|-------------------------------------------------------|-------------------------------|----------------------|---------------------|--------------|
|                                                       | Securities<br>premium reserve | Retained<br>earnings | General<br>Reserves |              |
| <b>Balance As at 01 April 2024</b>                    | 487                           | 439                  | 40                  | 966          |
| Changes in accounting policies or prior period errors | -                             | -                    | -                   | -            |
| <b>Restated balance as at 01 April 2024</b>           | <b>487</b>                    | <b>439</b>           | <b>40</b>           | <b>966</b>   |
| <b>Add/ (less):</b>                                   |                               |                      |                     |              |
| Change During the year                                | -                             | -                    | 0                   | 0            |
| Profit/(loss) for the year                            | -                             | 175                  | -                   | 175          |
| Other comprehensive income for the year               | -                             | 6                    | -                   | 6            |
| <b>Balance As at 31 March 2025</b>                    | <b>487</b>                    | <b>620</b>           | <b>40</b>           | <b>1,147</b> |

| Particulars                                           | Reserves and Surplus             |                      |                     | Total        |
|-------------------------------------------------------|----------------------------------|----------------------|---------------------|--------------|
|                                                       | Securities<br>premium<br>reserve | Retained<br>earnings | General<br>Reserves |              |
| <b>Balance As at 01 April 2025</b>                    | 487                              | 620                  | 40                  | 1,147        |
| Changes in accounting policies or prior period errors | -                                | -                    | -                   | -            |
| <b>Restated balance as at 01 April 2025</b>           | <b>487</b>                       | <b>620</b>           | <b>40</b>           | <b>1,147</b> |
| <b>Add/ (less):</b>                                   |                                  |                      |                     |              |
| Changes During the year                               | 791                              | -                    | -                   | 791          |
| Profit/(loss) for the year                            | -                                | 316                  | -                   | 316          |
| Other comprehensive income                            | -                                | 14                   | -                   | 14           |
| <b>Balance As at 31 March 2026</b>                    | <b>1,278</b>                     | <b>950</b>           | <b>40</b>           | <b>2,268</b> |

Material Accounting Policies **2**  
See accompanying notes to the Financial Statements  
As per our report of even date attached

**For L.U.KRISHNAN & CO**  
**Chartered Accountants**  
**ICAI Firm Registration Number: 001527S**

**P K Manoj**  
Partner  
Membership No.: 207550  
UDIN : 26207550TGXAAV9433

**Place : Chennai**  
**Date : May 29, 2026**

**For and on behalf of the Board of Directors of**  
**Basilic Fly Studio Limited**

**Balakrishnan**  
Managing Director  
DIN: 06590484  
Place: London  
Date: May 29, 2026

**Gaurav Mehra**  
Chief Financial Officer  
Place: Chennai  
Date: May 29, 2026

**Sundaram Yogalakshmi**  
Wholetime Director  
DIN: 07323404  
Place: London  
Date: May 29, 2026

**Ikkurthi Chandramohan**  
Company Secretary & Compliance Officer  
M.No: F10194  
Place: Chennai  
Date: May 29, 2026

## Material accounting policies and explanatory notes to Financial Statements

**1. CORPORATE INFORMATION**

Basilic Fly Studio Limited ("the Company") was originally incorporated as **Basilic Fly Studio Private Limited** on 28 January 2016 under the provisions of the Companies Act, 2013 with Corporate Identification Number (CIN) **U92100TN2016PTC103861**. The Company is domiciled in India and its registered office is located at **Tower A, KRC Commerzone, Mount Poonamallee Road, Porur, Chennai, Tamil Nadu – 600116, India**. The Company operates through its units located in **Chennai and Pune**.

Subsequently, the Company was converted into a **Public Limited Company** pursuant to a special resolution passed by the shareholders at the **Extraordinary General Meeting held on 29 December 2022**. Following this conversion, the name of the Company was changed to **Basilic Fly Studio Limited**, and a **Fresh Certificate of Incorporation dated 19 May 2023** was issued by the **Registrar of Companies, Chennai**. Upon conversion, the Company was assigned a new Corporate Identification Number **U92100TN2016PLC103861**.

Further, the Company launched its **Initial Public Offer (IPO)** and its equity shares were listed on the **Emerge Platform of the National Stock Exchange of India Limited (NSE)** on **11 September 2023**, with Corporate Identification Number **L92100TN2016PLC103861**.

The Company is primarily engaged in **post-production services**, specializing in **high-end visual effects (VFX) and 2D-to-3D conversion services** for the **media and entertainment industry**.

**2 MATERIAL ACCOUNTING POLICY**

This note provides a list of the material accounting policies adopted in the preparation of these Restated Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

**2.01 BASIS OF PREPARATION AND PRESENTATION OF RESTATED FINANCIAL STATEMENT****i) Compliance with Ind AS**

The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and relevant provisions of the Companies Act, 2013.

ii) The Financial Statements of the Company comprise of the Balance Sheet as at 31 March 2026, 31 March 2025 and 31 March 2024, Statement of Profit and Loss, Statement of Cash Flow and Statement of Changes in Equity for the year ended 31 March 2026, 31 March 2025 and 31 March 2024, the Summary statement of Material Accounting Policies and Notes to Financial Information (collectively, the 'Financial Statements' or 'Statements').

iii) The Financial Statements have been compiled from:

(a) Financial Statements of the Company as at and for the year ended 31 March 2026, 31 March 2025 and 31 March 2024 prepared in accordance with the Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, to the extent applicable, and the presentation requirements of the Companies Act, 2013 which have been approved by the Board of Directors at their meeting held on 29<sup>th</sup> May 2026.

The financial statement for the year ended 31 March 2026 is the first set of Financial

## Material accounting policies and explanatory notes to Financial Statements

Statements prepared in accordance with the requirements of IND AS 101 - First time adoption of Indian Accounting Standards. Accordingly, the transition date to IND AS is 01 April 2024. Upto the Financial year ended March 31, 2025, the Company prepared its financial statements in accordance with accounting standards notified under the Section 133 of the Act, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ("Indian GAAP" or "Previous GAAP").

**iv) Historical cost convention**

The Financial Statements have been prepared on a historical cost basis, except for the following assets and liabilities:

- (i) Certain financial assets and liabilities that are measured at fair value
- (ii) Defined benefit plans-plan assets measured at fair value

v) The Financial Statements are presented in Indian Rupees ('INR') and all values are rounded to nearest millions (INR '000,000) upto two decimal places, except when otherwise indicated.

**2.02 CURRENT VERSUS NON-CURRENT CLASSIFICATION**

The Company presents assets and liabilities in the balance sheet based on current/non- current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or

- cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and deferred tax liabilities are classified as non- current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

**2.03 REVENUE RECOGNITION**

Revenue is recognised in accordance with Ind AS 115, "Revenue from Contracts with Customers" Revenue is recognised to the extent it is probable that economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the transaction price of the consideration received or receivable, net of Goods and Services tax and other taxes collected on behalf of third parties.

**(a) Rendering of services**

The Company derives its revenue primarily from post-production services, including visual effects (VFX) and 2D-to-3D conversion



## Material accounting policies and explanatory notes to Financial Statements

services, provided under fixed-price and time-and-material contracts.

Revenue from fixed-price contracts is recognised over time, as the Company's performance does not create an asset with an alternative use and the Company has an enforceable right to payment for performance completed to date. The stage of completion is measured using an input method, based on efforts (labour hours/days) incurred to date as a proportion of the total estimated efforts required to complete the contract. Estimates of total efforts are reviewed at each reporting date, and any change is accounted for as a change in accounting estimate.

Revenue from time-and-material contracts is recognised over time as the related services are performed, based on the amount the Company has a right to invoice for services performed to date.

Where a contract includes variable consideration (such as volume-linked pricing or delivery-based penalties/credits), it is included in the transaction price only to the extent it is highly probable that a significant reversal of revenue will not subsequently occur.

Revenue relating to services performed but not billed to the customer as at the reporting date is recognised as unbilled revenue (a contract asset) and is transferred to trade receivables once the right to consideration becomes unconditional.

### Contract balances

- Unbilled revenue (contract asset): An unbilled revenue is the right to consideration in exchange for services transferred to the customer. Unbilled revenues are recognised when there is

excess of revenue earned over billings on contracts. Unbilled revenues are classified as such (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

- Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due or payments are already due but yet to be realized).
- Contract liabilities (advances from customers): recognised when consideration is received, or is unconditionally due, before the related services are performed, and released to revenue as the services are performed.

### Costs relating to contracts

Costs incurred to fulfil a contract, that relate directly to an identified contract and are expected to be recovered, are recognised as an asset (work-in-progress) and amortised in line with the pattern of revenue recognition for the related contract.

### (b) Other income

Interest Income from a financial asset is recognised based on Effective Interest Rate (EIR). Interest Income is included under the head "Other income" in the statement of profit and loss.

## 2.04 FOREIGN CURRENCY

- Functional and presentation currency Items included in the financial statements are measured using the currency of the primary economic environment in which the entity

## Material accounting policies and explanatory notes to Financial Statements

operates ('the functional currency'). The Company's financial statements are presented in Indian rupee (INR) which is also the Company's functional and presentation currency,

- Transactions and balances Foreign currency transactions are translated into functional currency using the exchange rate prevailing at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactidn and from the translation of monetary assets and liabilities denominated in foreign currencies at the year-end exchange rate are generally recognized in the statement of profit and loss, Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined, Exchange differences Exchange differences arising on settlement or translation of monetary items are recognized . as income or expense in the year in\_which they arise with the exception of exchange differences on gain or loss arising on translation of nonmonetary items measured at fair value which is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively)

## 2.05 PROPERTY, PLANT AND EQUIPMENT

### 1. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import

duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

### 2. Subsequent Expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

### 3. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the written down value method and is generally recognised in the statement of profit and loss. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided over the useful life of assets as assessed by the management are in line with useful lives prescribed in Schedule II to the Companies Act 2013, as follows –

## Material accounting policies and explanatory notes to Financial Statements

| Particulars            | Useful lives (years) |
|------------------------|----------------------|
| Computer               | 3-6                  |
| Furniture and fixtures | 10                   |
| Office equipment       | 5                    |
| Printer and Scanner    | 13                   |
| Motor Car              | 8                    |

Depreciation method, useful lives and residual values are reviewed at each financial yearend and adjusted if appropriate.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed off).

**2.06 INTANGIBLE ASSETS**

Intangible assets are recognized when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalized development cost, are not capitalized and the related expenditure is reflected in statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of ringing the asset to its working condition for its intended use.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing

the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss in the expense category consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortized but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from the disposal of the intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the assets are disposed off.

Intangible assets with finite useful life are amortized on a written down value basis over the estimated useful economic life of 5 years, which represents the period over which the Company expects to derive economic benefits from the use of the assets.

**2.07 FINANCIAL INSTRUMENTS**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**i) Recognition and initial measurement**

Trade receivables are initially recognised when they are originated. All other financial asset and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL),

## Material accounting policies and explanatory notes to Financial Statements

transaction costs that are directly attributable to its acquisition or issue.

**ii) Classification and subsequent measurement**

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- Fair value through other comprehensive income (FVOCI) – equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVPL. This includes all derivative financial assets. On initial recognition, the

Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis is measured at FVPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and Interest.

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows
- terms that may adjust the contractual rate, including variable interest rate features
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-



## Material accounting policies and explanatory notes to Financial Statements

recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual paramount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

|                                    |                                                                                                                                                                                                                                                                                                                      |
|------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Financial assets at FVPL           | These assets are subsequently measured at fair value. Net gains and losses, including interest or dividend income, are recognised in profit or loss.                                                                                                                                                                 |
| Financial assets at amortised cost | These assets are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss. |

|                             |                                                                                                                                                                                                                                                                                                  |
|-----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Equity investments at FVOCI | These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss. |
|-----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVPL. A financial liability is classified as at FVPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Financial liabilities held for trading include derivative liabilities that are not accounted for as hedging instrument. Financial liabilities that meets the definition of held for trading are recognised at fair value through profit or loss.

**iii) Impairment**

In accordance with Ind AS 109, the Company applies the expected credit losses (ECL) model for measurement and recognition of impairment loss on the following financial asset and credit risk exposure

- Financial assets measured at amortized cost;

## Material accounting policies and explanatory notes to Financial Statements

- Financial assets measured at fair value through other comprehensive income (FVTOCI);

The Company follows a “simplified approach” for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables;

Under the simplified approach, the Company does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivable and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in subsequent periods, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12-months ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL that results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the statement of profit and loss. This amount is reflected under the head ‘other income’ in the statement of profit and loss.

**iv) Trade Receivables**

Trade receivables are amounts due from

## Material accounting policies and explanatory notes to Financial Statements

customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within one year and therefore are all classified as current. Where the settlement is due after one year, they are classified as non-current. Trade receivables are recognized initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognized at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortized cost using the effective interest method.

### v) Contract Assets

A contract asset is the entity's right to consideration in exchange for goods or services that the entity has transferred to the customer. A contract asset becomes a receivable when the entity's right to consideration is unconditional, which is the case when only the passage of time is required before payment of the consideration is due. The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables.

### vi) Financial liabilities

#### a. Initial recognition and measurement

Financial liabilities are classified at initial recognition as financial liabilities at fair value through profit or loss, loans and borrowings, and payables, net of directly attributable transaction costs. The Company financial liabilities include loans and borrowings including bank overdraft, trade payables, trade deposits, retention money, liabilities towards services and other payables

### b. Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

#### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in a hedge relationship as defined by Ind AS 109. The separated embedded derivative are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognized in OCI. These gains/losses are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit or loss. The Company

## Material accounting policies and explanatory notes to Financial Statements

has not designated any financial liability as at fair value through profit and loss.

### vii) Trade Payable

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at fair value and subsequently measured at amortized cost using Effective interest rate method.

### viii) Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract.

### ix) Impairment of assets

As at the end of each accounting year, the carrying amounts of PPE, investment property, intangible assets and investments in associate are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If such indication exists, the PPE, investment property, intangible assets and investments in associate are tested for impairment so as to determine the impairment loss, if any.

An impairment is recognized to the extent that the carrying amount of receivable or asset

relating to contracts with customers (a) the remaining amount of consideration that the Company expects to receive in exchange for the goods or services to which such asset relates; less (b) the costs that relate directly to providing those goods or services and that have not been recognized as expenses.

Impairment loss is recognized when the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is determined:

- (i) In the case of an individual asset, at the higher of fair value less costs to sell and the value-in-use; and
- (ii) In the case of a cash generating unit (the smallest identifiable Company of assets that generates independent cash flows), at the higher of the cash generating unit's fair values less costs to sell and the value-in-use.

### x) Loans and borrowings

Borrowings are initially recognized at fair value, net of transaction cost incurred. After initial recognition, interest bearing borrowings are subsequently measured at amortized cost using the Effective interest rate method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the Effective interest rate amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the Effective interest rate. The Effective interest rate amortization is included as finance costs in the statement of profit and loss.

Borrowing is classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.



## Material accounting policies and explanatory notes to Financial Statements

### xi) Reclassification of financial assets/ financial liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent.

The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

## 2.08 TAXES

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognized in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognized in Other Comprehensive Income or directly in equity, respectively.

### Current tax:

Current tax expenses are accounted in the same period to which the revenue and expenses relate. Provision for current income tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates and the prevailing tax laws.

The Company's management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

### Deferred tax:

Deferred income tax is recognized using the balance sheet approach. Deferred tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements.

Deferred income tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax

## Material accounting policies and explanatory notes to Financial Statements

asset to be recovered. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

## 2.09 EMPLOYEE BENEFITS

### (i) Short-term obligations

All employee benefits falling due wholly within twelve months of rendering the service are classified as short-term employee benefits. Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid, if the Company has a present legal or constructive obligation to pay this amount because of past service provided by the employee, and the amount of obligation can be estimated reliably.

### (ii) Defined Contribution Plan

The Company's Employees Provident Fund Organization (EPFO), Pension Fund and Employees State Insurance (ESI) are defined contribution plans. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees. Prepaid contribution is recognized as an assets to the extent that a cash refund or reduction in future payments is available.

### (iii) Defined Benefit Plan

Retirement benefit in the form of Gratuity is considered as defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the balance sheet date, together with adjustments for unrecognized actuarial gains or losses and past service costs. The defined benefit obligation is determined by actuarial valuation as on the balance sheet date, using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognizes related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability.

The Company recognizes the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and nonroutine settlements; and
- Net interest expense or income

## Material accounting policies and explanatory notes to Financial Statements

**2.10 LEASES**

Leases are accounted for using the principles of recognition, measurement, presentation and disclosures as set out in IndAS 116-“Leases”.

**Company as a lessee**

On inception of a contract, the Company assesses whether it contains a lease. A contract contains a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The right to use the asset and the obligation under the lease to make payments are recognized in the Company’s financial statements as a right-of-use asset and a lease liability.

Lease contracts may contain both lease and non-lease components. The company allocates payments in the contract to the lease and non-lease components based on their relative stand-alone prices and applies the lease accounting model only to lease component

**Right to use Assets**

The right-of-use asset recognized at lease commencement includes the amount of lease liabilities on initial measurement, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated to a residual value over the rights-of-use assets estimated useful life or the lease term, whichever is lower. Right-of-use assets are also adjusted for any re-measurement of lease liabilities and are subject to impairment testing. Residual value is reassessed at each reporting date.

**Lease liability**

The lease liability is initially measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments (including ‘in-substance fixed’ payments) and variable lease payments that depend on an index or a rate, less

any lease incentives receivable. ‘In-substance fixed’ payments are payments that may, in form, contain variability but that, in substance, are unavoidable. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease term includes periods subject to extension options which the Company is reasonably certain to exercise and excludes the effect of early termination options where the Company is not reasonably certain that it will exercise the option. Minimum lease payments include the cost of a purchase option if the Company is reasonably certain it will purchase the underlying asset after the lease term.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest on lease liability and reduced for lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification e.g. a change in the lease term, a change in the ‘in-substance fixed’ lease payments or as a result of a rent review or change in the relevant index or rate.

Variable lease payments that do not depend on an index or a rate are recognized as an expense in the period over which the event or condition that triggers the payment occurs. In respect of variable leases which guarantee a minimum amount of rent over the lease term, the guaranteed amount is considered to be an ‘in-substance fixed’ lease payment and included in the initial calculation of the lease liability. Payments which are ‘in-substance fixed’ are charged against the lease liability

The Company has opted not to apply the lease accounting model to intangible assets, leases of low-value assets or leases which have a term of less than 12 months. Costs associated with these leases are recognized as an expense on a straight-line basis over the lease term.

## Material accounting policies and explanatory notes to Financial Statements

**2.11 EARNINGS PER SHARE**

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equities shares outstanding during the year. The weighted average number of equities shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equities shares outstanding, without a corresponding change in resources

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effect of all potentially dilutive equity shares.

**2.12 BORROWING COSTS**

Borrowing cost includes interest and other costs incurred in connection with the borrowing of funds and charged to Statement of Profit & Loss on the basis of effective interest rate (EIR) method. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. Capitalization of Borrowing Cost is suspended and charged to the statement of profit and loss during extended periods when active development activity on the qualifying asset is interrupted. All other borrowing costs are recognized as expense in the year in which they occur.

**2.13 CASH AND CASH EQUIVALENTS**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash

on hand, deposit held at call with financial institutions, other short - term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**2.14 PROVISIONS AND CONTINGENT LIABILITIES PROVISIONS**

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

**Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.



## Material accounting policies and explanatory notes to Financial Statements

**Contingent assets**

Contingent assets are not recognized in the financial statements. Contingent assets are disclosed in the financial statements to the extent it is probable that economic benefits will flow to the Company from such assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

**2.15 FAIR VALUE MEASUREMENT**

The company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (i) In the principal market for asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non- financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value,

maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

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

**Level 1-** Quoted (unadjusted) market prices in active markets for identical assets or liabilities

**Level 2-** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

**Level 3-** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

**2.16 EXCEPTIONAL ITEMS**

Items which are material by virtue of their size and nature are disclosed separately as exceptional items to ensure that financial statements allow an understanding of the underlying performance of the business in the year and to facilitate comparison with prior year.

**2.17 STATEMENT OF CASH FLOWS**

Statements of cash flows is made using the indirect

## Material accounting policies and explanatory notes to Financial Statements

method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferral accruals of past or future cash receipts or payments and item of income or expense associated with investing or financing of cash flows. The cash flows from operating, financing and investing activities of the Company are segregated.

**2.18 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS**

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

**Judgements**

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements.

**a) Recognition of deferred taxes**

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilized

**b) Impairment of Financial assets**

The impairment provisions of financial assets are based on assumptions about the risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as

forward looking estimates at the end of each reporting period

**c) Recognition of revenue**

The price charged from the customer is treated as selling price of the goods transferred to the customer. At each balance sheet date, basis the past trends and management judgment, the Company assesses the requirement of recognizing provision against the sales returns for its products and in case, such provision is considered necessary, the management make adjustment in the revenue. However, the actual future outcome may be different from this judgement

**d) Impairment of non-financial assets**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An assets recoverable amount is the higher of an asset's CGU'S fair value less cost of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such

## Material accounting policies and explanatory notes to Financial Statements

transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, or other fair value indicators.

### e) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a

lease-by-lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease etc. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

## Notes to the Financial Statement for the Period ended March 31, 2026 (All amounts are in ₹ million unless otherwise stated)

### 3 PROPERTY, PLANT AND EQUIPMENT & INTANGIBLE ASSET

| Particulars                                | Plant & Machinery | Vehicles  | Computers & Accessories | Office Equipments | Total      |
|--------------------------------------------|-------------------|-----------|-------------------------|-------------------|------------|
| <b>Deemed cost (gross carrying amount)</b> |                   |           |                         |                   |            |
| <b>Balance As at 01 April 2024</b>         | <b>3</b>          | <b>10</b> | <b>34</b>               | <b>1</b>          | <b>48</b>  |
| Additions                                  | -                 | -         | 1                       | 0                 | 1          |
| Disposal/Adjustment                        | -                 | -         | -                       | -                 | -          |
| <b>Balance As at 31 March 2025</b>         | <b>3</b>          | <b>10</b> | <b>35</b>               | <b>1</b>          | <b>49</b>  |
| <b>Balance As at 01 April 2025</b>         | <b>3</b>          | <b>10</b> | <b>35</b>               | <b>1</b>          | <b>49</b>  |
| Additions                                  | -                 | -         | 121                     | 4                 | 125        |
| Disposal/Adjustment                        | 3                 | -         | -                       | -                 | 3          |
| <b>Balance As at 31 March 2026</b>         | <b>0</b>          | <b>10</b> | <b>156</b>              | <b>5</b>          | <b>171</b> |
| <b>Accumulated depreciation</b>            |                   |           |                         |                   |            |
| <b>Balance As at 01 April 2024</b>         | <b>2</b>          | <b>7</b>  | <b>20</b>               | <b>1</b>          | <b>30</b>  |
| Additions                                  | 0                 | 1         | 7                       | 0                 | 8          |
| Disposal/Adjustment                        | -                 | -         | -                       | -                 | -          |
| <b>Balance As at 31 March 2025</b>         | <b>2</b>          | <b>8</b>  | <b>27</b>               | <b>1</b>          | <b>38</b>  |
| <b>Balance As at 01 April 2025</b>         | <b>2</b>          | <b>8</b>  | <b>27</b>               | <b>1</b>          | <b>38</b>  |
| Additions                                  | 0                 | 0         | 34                      | 3                 | 37         |
| Disposal/Adjustment                        | 2                 | -         | -                       | -                 | 2          |
| <b>Balance As at 31 March 2026</b>         | <b>0</b>          | <b>8</b>  | <b>61</b>               | <b>4</b>          | <b>73</b>  |
| <b>Net Block</b>                           |                   |           |                         |                   |            |
| <b>Balance As at 01 April 2024</b>         | <b>1</b>          | <b>3</b>  | <b>14</b>               | <b>0</b>          | <b>18</b>  |
| <b>Balance As at 31 March 2025</b>         | <b>1</b>          | <b>2</b>  | <b>8</b>                | <b>0</b>          | <b>11</b>  |
| <b>Balance As at 31 March 2026</b>         | <b>0</b>          | <b>2</b>  | <b>95</b>               | <b>1</b>          | <b>98</b>  |

### 4 RIGHT OF USE ASSETS

| Particulars                                | Lease Rental | Security Deposit | Total      |
|--------------------------------------------|--------------|------------------|------------|
| <b>Deemed cost (gross carrying amount)</b> |              |                  |            |
| <b>Balance As at 01 April 2024</b>         | <b>228</b>   | <b>5</b>         | <b>233</b> |
| Additions                                  | -            | -                | -          |
| Disposal/Adjustment                        | -            | -                | -          |
| <b>Balance As at 31 March 2025</b>         | <b>228</b>   | <b>5</b>         | <b>233</b> |
| <b>Balance As at 01 April 2025</b>         | <b>228</b>   | <b>5</b>         | <b>233</b> |
| Additions                                  | 182          | -                | 182        |
| Disposal/Adjustment                        | -            | -                | -          |
| <b>Balance As at 31 March 2026</b>         | <b>410</b>   | <b>5</b>         | <b>415</b> |
| <b>Balance As at 01 April 2024</b>         | <b>80</b>    | <b>2</b>         | <b>82</b>  |
| Additions                                  | 46           | 1                | 47         |
| Disposal/Adjustment                        | -            | -                | -          |
| <b>Balance As at 31 March 2025</b>         | <b>126</b>   | <b>3</b>         | <b>129</b> |
| <b>Balance As at 01 April 2025</b>         | <b>126</b>   | <b>3</b>         | <b>129</b> |
| Additions                                  | 46           | 1                | 47         |
| Disposal/Adjustment                        | -            | -                | -          |
| <b>Balance As at 31 March 2026</b>         | <b>172</b>   | <b>4</b>         | <b>176</b> |
| <b>Net Block</b>                           |              |                  |            |
| <b>Balance As at 01 April 2024</b>         | <b>148</b>   | <b>3</b>         | <b>151</b> |
| <b>Balance As at 31 March 2025</b>         | <b>102</b>   | <b>2</b>         | <b>104</b> |
| <b>Balance As at 31 March 2026</b>         | <b>238</b>   | <b>1</b>         | <b>239</b> |



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 5 INTANGIBLE ASSETS UNDER DEVELOPMENT

| Particulars                                | Intangible Assets under Development | Total      |
|--------------------------------------------|-------------------------------------|------------|
| <b>Deemed cost (gross carrying amount)</b> |                                     |            |
| <b>Balance As at 01 April 2024</b>         |                                     | -          |
| Additions                                  |                                     | -          |
| Disposal/Adjustment                        |                                     | -          |
| <b>Balance As at 31 March 2025</b>         |                                     | -          |
| <b>Balance As at 01 April 2025</b>         |                                     |            |
| Additions                                  | 174                                 | 174        |
| Disposal/Adjustment                        |                                     | -          |
| <b>Balance As at 31 March 2026</b>         | <b>174</b>                          | <b>174</b> |
| <b>Accumulated depreciation</b>            |                                     |            |
| <b>Balance As at 01 April 2024</b>         | -                                   | -          |
| Additions                                  | -                                   | -          |
| Disposal/Adjustment                        | -                                   | -          |
| <b>Balance As at 31 March 2025</b>         | -                                   | -          |
| <b>Balance As at 01 April 2025</b>         | -                                   | -          |
| Additions                                  | -                                   | -          |
| Disposal/Adjustment                        | -                                   | -          |
| <b>Balance As at 31 March 2026</b>         | -                                   | -          |
| <b>Net Block</b>                           |                                     |            |
| <b>Balance As at 01 April 2024</b>         | -                                   | -          |
| <b>Balance As at 31 March 2025</b>         | -                                   | -          |
| <b>Balance As at 31 March 2026</b>         | <b>174</b>                          | <b>174</b> |

### 6 NON CURRENT FINANCIAL ASSETS

| Investments                                                                                       |                     |                     |                     |
|---------------------------------------------------------------------------------------------------|---------------------|---------------------|---------------------|
| Particulars                                                                                       | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
| Investments in Equity Instruments                                                                 |                     |                     |                     |
| In Subsidiaries                                                                                   |                     |                     |                     |
| - Basilic Fly Studio canada Ltd                                                                   | 21                  | 21                  | 21                  |
| (Invested in 3,51,91,500 equity shares at 0.01 CAD each, fully paid up, par value 0.01 CAD each)  |                     |                     |                     |
| - Basilic Fly Studio UK Private Ltd                                                               | 447                 | 447                 | 42                  |
| (Invested in 40,78,326.33 equity shares at 0.01 GBP each, fully paid up, par value 0.01 GBP each) |                     |                     |                     |
| Investment in subsidiary                                                                          | 5                   |                     | -                   |
|                                                                                                   | <b>473</b>          | <b>468</b>          | <b>63</b>           |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 7 OTHER FINANCIAL ASSETS

| Particulars                                     | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|-------------------------------------------------|---------------------|---------------------|---------------------|
| Security Deposit                                | 16                  | 16                  | 21                  |
| Bank Deposits with more than 12 months maturity | 74                  | -                   | 20                  |
| Loans and Advances with related parties         | 246                 | -                   | -                   |
|                                                 | <b>336</b>          | <b>16</b>           | <b>41</b>           |

### 8 DEFERRED TAX ASSET (NET)

| Particulars                                                                                                                                    | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|---------------------|---------------------|
| <b>Deferred tax assets opening balance</b>                                                                                                     | 15                  | 11                  | 11                  |
| Temporary difference in carrying values of property, plant and equipment and intangible assets between books of accounts and for tax purposes. | (2)                 | (1)                 | -                   |
| Temporary difference in carrying values of Right of use asset and lease liabilities                                                            | (1)                 | 1                   | -                   |
| Post retirement benefits                                                                                                                       | (3)                 | 4                   | -                   |
| Other Adjustment                                                                                                                               |                     | -                   | -                   |
| <b>Net deferred tax assets/(liabilities) (A-B)</b>                                                                                             | <b>9</b>            | <b>15</b>           | <b>11</b>           |

### 9 TRADE RECEIVABLES

| Particulars                                                 | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|-------------------------------------------------------------|---------------------|---------------------|---------------------|
| <b>Unsecured, considered good</b>                           |                     |                     |                     |
| Trade receivables                                           | 652                 | 865                 | 629                 |
| Trade receivables from related parties                      | 352                 |                     | -                   |
| Total (A)                                                   | 1,004               | 865                 | 629                 |
| <b>Unsecured, credit impaired</b>                           |                     |                     |                     |
| Trade receivables- credit impaired                          | -                   | -                   | -                   |
| Less : Impairment allowance (Provision for doubtful debts ) | (8)                 | (4)                 | -                   |
| Total (B)                                                   | (8)                 | (4)                 | -                   |
| <b>Total trade receivables (A+B)</b>                        | <b>996</b>          | <b>861</b>          | <b>629</b>          |

- The net carrying value of trade receivables is considered a reasonable approximation of fair value.

9.1 The average credit period is 30 days. No interest is charged on trade receivables.

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 9.2 Trade receivables Ageing Schedule

As at 31 March 2026

| Particulars                              | Outstanding for following periods from due date of payment |                  |            |            |                   | Total        |
|------------------------------------------|------------------------------------------------------------|------------------|------------|------------|-------------------|--------------|
|                                          | Less than 6 months                                         | 6 months- 1 year | 1 - 2 year | 2-3 years  | More than 3 years |              |
| <b>Undisputed:</b>                       |                                                            |                  |            |            |                   |              |
| Considered good                          | 401                                                        | 80               | 207        | 254        | 62                | 1,004        |
| Significant increase in credit risk      | -                                                          | -                | -          | -          | -                 | -            |
| Credit impaired                          | -                                                          | -                | -          | -          | -                 | -            |
| <b>Disputed:</b>                         |                                                            |                  |            |            |                   |              |
| Considered good                          | -                                                          | -                | -          | -          | -                 | -            |
| Significant increase in credit risk      | -                                                          | -                | -          | -          | -                 | -            |
| Credit impaired                          | -                                                          | -                | -          | -          | -                 | -            |
|                                          | <b>401</b>                                                 | <b>80</b>        | <b>207</b> | <b>254</b> | <b>62</b>         | <b>1,004</b> |
| <b>Less: Allowance for credit losses</b> | 1                                                          | 2                | 4          | 1          | -                 | 8            |
| <b>Total trade receivables (net)</b>     | <b>400</b>                                                 | <b>78</b>        | <b>203</b> | <b>253</b> | <b>62</b>         | <b>996</b>   |

As at 31 March 2025

| Particulars                              | Outstanding for following periods from due date of payment |                  |            |           |                   | Total      |
|------------------------------------------|------------------------------------------------------------|------------------|------------|-----------|-------------------|------------|
|                                          | Less than 6 months                                         | 6 months- 1 year | 1 - 2 year | 2-3 years | More than 3 years |            |
| <b>Undisputed:</b>                       |                                                            |                  |            |           |                   |            |
| Considered good                          | 334                                                        | 437              | 93         |           |                   | 865        |
| Significant increase in credit risk      | -                                                          | -                | -          | -         | -                 | -          |
| Credit impaired                          | -                                                          | -                | -          | -         | -                 | -          |
| <b>Disputed:</b>                         |                                                            |                  |            |           |                   |            |
| Considered good                          | -                                                          | -                | -          | -         | -                 | -          |
| Significant increase in credit risk      | -                                                          | -                | -          | -         | -                 | -          |
| Credit impaired                          | -                                                          | -                | -          | -         | -                 | -          |
|                                          | <b>334</b>                                                 | <b>437</b>       | <b>93</b>  | -         | -                 | <b>865</b> |
| <b>Less: Allowance for credit losses</b> | 3                                                          | 0                |            |           |                   | 4          |
| <b>Total trade receivables (net)</b>     | <b>331</b>                                                 | <b>437</b>       | <b>93</b>  | -         | -                 | <b>861</b> |

#### (b) Movement in Expected Credit Loss during the year.

| Particulars                                     | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|-------------------------------------------------|---------------------|---------------------|---------------------|
| Opening balance (A)                             | 4                   | -                   | -                   |
| Changes in loss allowance :                     |                     |                     |                     |
| 1. Loss allowance based on Expected credit loss | -                   | 4                   | -                   |
| 2. Additional provision(net)                    | 4                   | -                   | -                   |
| 3. Write off as bad debts                       | -                   | -                   | -                   |
| <b>Closing Balance(B)</b>                       | <b>8</b>            | <b>4</b>            | <b>-</b>            |

In accordance with Ind As 109 on any receivables or contract assest arising from an entity's contracts with customer.

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 10 CASH AND CASH EQUIVALENTS

| Particulars                                    | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|------------------------------------------------|---------------------|---------------------|---------------------|
| <b>Balances with banks</b>                     |                     |                     |                     |
| - in current account                           | 88                  | 4                   | 7                   |
| Cash in Hand                                   | 0                   | 0                   | 0                   |
| Bank Deposits with less than 3 months maturity | 186                 | 40                  | -                   |
|                                                | <b>274</b>          | <b>44</b>           | <b>7</b>            |

#### 10.1 Other bank balances

| Particulars                                                                            | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|----------------------------------------------------------------------------------------|---------------------|---------------------|---------------------|
| In Fixed deposit with original maturity for more than 3 months but less than 12 months | 294                 | 130                 | 398                 |
|                                                                                        | <b>294</b>          | <b>130</b>          | <b>398</b>          |

### 11 OTHER FINANCIAL ASSETS

| Particulars      | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|------------------|---------------------|---------------------|---------------------|
| Security Deposit | -                   | -                   | -                   |
|                  | -                   | -                   | -                   |

### 12 CURRENT TAX ASSET

| Particulars                  | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|------------------------------|---------------------|---------------------|---------------------|
| Advance Tax Net of provision | -                   | -                   | -                   |
|                              | -                   | -                   | -                   |

### 13 OTHER CURRENT ASSETS

| Particulars                        | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|------------------------------------|---------------------|---------------------|---------------------|
| <b>Current</b>                     |                     |                     |                     |
| <b>Unsecured, considered good</b>  |                     |                     |                     |
| Advance to Staff                   | 1                   | -                   | 2                   |
| Prepaid expenses                   | 147                 | 145                 | 120                 |
| Balances with Government authority | 87                  | 43                  | 46                  |
| GST Receivable                     | 52                  | 2                   | -                   |
| Advance to Supplier                | -                   | -                   | 0                   |
| Other receivables                  | 5                   | 2                   | -                   |
| Work in Progress                   | 255                 | 216                 | 123                 |
| Unbilled revenue                   | 446                 | -                   | -                   |
|                                    | <b>993</b>          | <b>408</b>          | <b>291</b>          |



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 14 EQUITY SHARE CAPITAL

#### (A) Authorised equity share capital

|                                        | Number of shares  | Amount in INR Millions |
|----------------------------------------|-------------------|------------------------|
| <b>As at 01 April 2024</b>             | <b>25,000,000</b> | <b>250</b>             |
| Increase/ (decrease) during the year   | -                 | -                      |
| <b>As at 31 March 2025</b>             | <b>25,000,000</b> | <b>250</b>             |
| <b>As at 01 April 2025</b>             | <b>25,000,000</b> | <b>250</b>             |
| Increase/ (decrease) during the period | 5,000,000         | 50                     |
| <b>As at 31 March 2026</b>             | <b>30,000,000</b> | <b>300</b>             |

#### (B) Issued, subscribed and fully paid-up shares

| (Equity shares of ₹10 each)                 | Number of shares  | Amount in INR Millions |
|---------------------------------------------|-------------------|------------------------|
| <b>As at 01 April 2024</b>                  | <b>23,240,000</b> | <b>232</b>             |
| Increase/ (decrease) during the year        | -                 | -                      |
| <b>As at 31 March 2025</b>                  | <b>23,240,000</b> | <b>232</b>             |
| <b>As at 01 April 2025</b>                  | <b>23,240,000</b> | <b>232</b>             |
| <b>Increase/ (decrease) during the year</b> | 2,025,000         | 20                     |
| <b>As at 31 March 2026</b>                  | <b>25,265,000</b> | <b>253</b>             |

#### (C) Qualified Institutional Placement (QIP)

During the year ended 31 March 2026, the Company allotted 20,25,000 equity shares of ₹10/- each fully paid-up at a price of ₹419.72/- per share (including a securities premium of ₹409.72/- per share) to Qualified Institutional Buyers aggregating to ₹849.9 Mn, pursuant to Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"). The Board of Directors approved the Qualified Institutions Placement (QIP) and the allotment of securities at its meeting held on 11th September 2025. The securities premium of ₹791.14 Mn received on the said allotment is credited to the Securities Premium Reserve.

#### (D) Terms and rights attached to equity shares

The Company has only one class of equity shares having par value of ₹10 per share. Each shareholder is entitled to one vote per share. The dividend except interim dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

#### (E) Details of shareholders holding more than 5% shares in the Company:

| Name of the shareholder | As at 31 March 2026 |       | As at 31 March 2025 |       | As at 01 April 2024 |       |
|-------------------------|---------------------|-------|---------------------|-------|---------------------|-------|
|                         | No. of Shares       | %     | No. of Shares       | %     | No. of Shares       | %     |
| Balakrishnan            | 1,05,88,250         | 41.91 | 1,05,33,250         | 45.32 | 1,05,33,250         | 45.32 |
| Sundaram Yogalakshmi    | 33,83,900           | 13.39 | 33,83,900           | 14.56 | 33,83,900           | 14.56 |

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### (F) Promoter shareholding :

#### Details of shares held by Promoter

##### As at 31 March 2026

| Particular                           | Promoter Name        | No. of shares at the beginning of the year | % of Total Shares | Change during the period | No. of shares at the end of the period | % of Total Shares | % change during the year |
|--------------------------------------|----------------------|--------------------------------------------|-------------------|--------------------------|----------------------------------------|-------------------|--------------------------|
| Equity shares of ₹10 each fully paid | <b>Promoters</b>     |                                            |                   |                          |                                        |                   |                          |
|                                      | Balakrishnan         | 1,05,33,250                                | 45.32             | 55,000                   | 1,05,88,250                            | 41.91             | (3.42)                   |
|                                      | Sundaram Yogalakshmi | 33,83,900                                  | 14.56             | -                        | 33,83,900                              | 13.39             | (1.17)                   |
| <b>Total</b>                         |                      | <b>1,39,17,150</b>                         | <b>59.88</b>      | <b>-</b>                 | <b>1,39,72,150</b>                     | <b>55.30</b>      | <b>(4.58)</b>            |

##### As at 31 March 2025

| Particular                           | Promoter Name        | No. of shares at the beginning of the year | % of Total Shares | Change during the period | No. of shares at the end of the year | % of Total Shares | % change during the period |
|--------------------------------------|----------------------|--------------------------------------------|-------------------|--------------------------|--------------------------------------|-------------------|----------------------------|
| Equity shares of ₹10 each fully paid | <b>Promoters</b>     |                                            |                   |                          |                                      |                   |                            |
|                                      | Balakrishnan         | 1,05,33,250                                | 45.32             | -                        | 1,05,33,250                          | 45.32             | -                          |
|                                      | Sundaram Yogalakshmi | 33,83,900                                  | 14.56             | -                        | 33,83,900                            | 14.56             | -                          |
| <b>Total</b>                         |                      | <b>1,39,17,150</b>                         | <b>59.88</b>      | <b>-</b>                 | <b>1,39,17,150</b>                   | <b>59.88</b>      | <b>-</b>                   |

##### As at 01 April 2024

| Particular                           | Promoter Name        | No. of shares at the beginning of the year | % of Total Shares | Change during the period | No. of shares at the end of the year | % of Total Shares | % change during the period |
|--------------------------------------|----------------------|--------------------------------------------|-------------------|--------------------------|--------------------------------------|-------------------|----------------------------|
| Equity shares of ₹10 each fully paid | <b>Promoters</b>     |                                            |                   |                          |                                      |                   |                            |
|                                      | Balakrishnan         | 1,05,33,250                                | 45.32             | -                        | 1,05,33,250                          | 45.32             | -                          |
|                                      | Sundaram Yogalakshmi | 33,83,900                                  | 14.56             | -                        | 33,83,900                            | 14.56             | -                          |
| <b>Total</b>                         |                      | <b>1,39,17,150</b>                         | <b>59.88</b>      | <b>-</b>                 | <b>1,39,17,150</b>                   | <b>59.88</b>      | <b>-</b>                   |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 15 OTHER EQUITY

| Particulars                                     | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|-------------------------------------------------|------------------------|------------------------|------------------------|
| <b>(A) Securities premium reserve</b>           |                        |                        |                        |
| Opening balance                                 | 487                    | 487                    | 487                    |
| Increase/(decrease) during the year             | 791                    | -                      | -                      |
| <b>Closing balance</b>                          | <b>1,278</b>           | <b>487</b>             | <b>487</b>             |
| <b>(B) Retained earnings</b>                    |                        |                        |                        |
| <b>Opening balance</b>                          | <b>620</b>             | <b>439</b>             | <b>94</b>              |
| Add: Profit for the year                        | 316                    | 175                    | 361                    |
| Other comprehensive income/ (loss) for the year | 14                     | 6                      | -                      |
| Restatement Adjustment                          |                        | -                      | (14)                   |
| <b>Closing balance</b>                          | <b>950</b>             | <b>620</b>             | <b>439</b>             |
| <b>(C) General Reserves</b>                     |                        |                        |                        |
| <b>Opening balance</b>                          | <b>40</b>              | <b>40</b>              | <b>40</b>              |
| Restatement Adjustment                          | -                      | -                      | -                      |
| <b>Closing balance</b>                          | <b>40</b>              | <b>40</b>              | <b>40</b>              |
| <b>Total reserves</b>                           | <b>2,268</b>           | <b>1,147</b>           | <b>966</b>             |

#### Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

#### Retained earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

### 16 BORROWINGS

| Particulars                                                                | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|----------------------------------------------------------------------------|------------------------|------------------------|------------------------|
| <b>Non-Current liabilities</b>                                             |                        |                        |                        |
| <b>Secured</b>                                                             |                        |                        |                        |
| i) From Banks                                                              | 145                    | 174                    | 1                      |
| <b>Unsecured</b>                                                           |                        |                        |                        |
| i) From Banks                                                              | 27                     | 25                     | 5                      |
| ii) From other than bank                                                   | -                      | 0                      | 3                      |
| iii) From other related party                                              | 24                     | 23                     | -                      |
| <b>Total Borrowings</b>                                                    | <b>196</b>             | <b>222</b>             | <b>9</b>               |
| Less: disclosed as current maturities under short term borrowings- secured | (-51)                  | (-47)                  | (-3)                   |
| <b>Total</b>                                                               | <b>145</b>             | <b>175</b>             | <b>6</b>               |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### Note : Nature of security and terms of repayment for borrowings:

#### As at 31 March 2026

| Name Of Lender       | Lender Type | Type Of Loan | " As at 31 March 2026 " | Rate Of Interest | Security            | Remaining Installment (Months) | Original Tenure (Months) | Personal Guarantee | Coporate Guarante |
|----------------------|-------------|--------------|-------------------------|------------------|---------------------|--------------------------------|--------------------------|--------------------|-------------------|
| HDFC Bank Term Loan  | Bank        |              | 170                     | 9.50%            | FD & Shares Pledge  | 67                             | 86                       | NA                 | NA                |
| Canara Bank Car Loan | Bank        |              | 2                       | 8.85%            | Mortgage of Vehicle | 35                             | 84                       | NA                 | NA                |

#### As at 31 March 2025

| Name Of Lender               | Lender Type | Type Of Loan | " As at 31 March 2026 " | Rate Of Interest | Security            | Remaining Installment (Months) | Original Tenure (Months) | Personal Guarantee | Coporate Guarantee |
|------------------------------|-------------|--------------|-------------------------|------------------|---------------------|--------------------------------|--------------------------|--------------------|--------------------|
| <b>Secured</b>               |             |              |                         |                  |                     |                                |                          |                    |                    |
| HDFC Bank Term Loan          | Bank        |              | 194                     | 9.50%            | FD & Shares Pledge  | 79                             | 86                       | NA                 | NA                 |
| Canara Bank Car Loan         | Bank        |              | 3                       | 8.85%            | Mortgage of Vehicle | 47                             | 84                       | NA                 | NA                 |
| <b>Unsecured</b>             |             |              |                         |                  |                     |                                |                          |                    |                    |
| Deutsche Bank Business Loan  | Bank        |              | 0                       | 14.00%           |                     | 2                              | 38                       | NA                 | NA                 |
| IDFC Bank Business Loan      | Bank        |              | 0                       | 14.00%           |                     | 1                              | 36                       | NA                 | NA                 |
| Standard Chartered Term Loan | Bank        |              | 0                       | 14.00%           |                     | 1                              | 37                       | NA                 | NA                 |
| Aditya Birla - Term Loan     | NBFC        |              | 0                       | 13.00%           |                     | 1                              | 37                       | NA                 | NA                 |

### 17 LEASE LIABILITIES

| Particulars        | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|--------------------|------------------------|------------------------|------------------------|
| <b>Non Current</b> |                        |                        |                        |
| Lease liabilities  | 184                    | 74                     | 124                    |
|                    | <b>184</b>             | <b>74</b>              | <b>124</b>             |

### 18 PROVISIONS

| Particulars                            | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|----------------------------------------|------------------------|------------------------|------------------------|
| <b>Non-Current</b>                     |                        |                        |                        |
| <b>Provision for employee benefits</b> |                        |                        |                        |
| Provision for gratuity                 | 21                     | 33                     | 30                     |
|                                        | <b>21</b>              | <b>33</b>              | <b>30</b>              |

### 19 BORROWINGS

| Particulars                                       | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|---------------------------------------------------|------------------------|------------------------|------------------------|
| <b>Current liabilities</b>                        |                        |                        |                        |
| <b>Secured</b>                                    |                        |                        |                        |
| Current Maturities of Long-term borrowings        | 27                     | 23                     | 3                      |
| <b>Unsecured</b>                                  |                        |                        |                        |
| Working capital loan from bank                    | 331                    | 107                    | -                      |
| Current maturities of long term borrowings        |                        | -                      | 16                     |
| Current Maturities of LT Borrowings-Related Party | 24                     | 23                     | -                      |
|                                                   | <b>382</b>             | <b>153</b>             | <b>19</b>              |



### Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

#### As at 31 March 2026

| Name Of Lender | Lender Type | Type Of Loan | As at 31 March 2026 | Interest Type | Rate Of Interest | Security         | Remaining Installment (Months) | Original Tenure (Months) | Personal Guarantee | Coporate Guarantee |
|----------------|-------------|--------------|---------------------|---------------|------------------|------------------|--------------------------------|--------------------------|--------------------|--------------------|
| HDFC Bank      | Bank        | OD           | 98                  |               | 9.50%            | Debtor Statement |                                |                          | NA                 | NA                 |
| Canara Bank    | Bank        | OD           | 232                 |               | 9.25%            | Debtor Statement |                                |                          | NA                 | NA                 |

#### As at 31 March 2025

| Name Of Lender | Lender Type | Type Of Loan | As at 31 March 2025 | Interest Type | Rate Of Interest | Security         | Remaining Installment (Months) | Original Tenure (Months) | Personal Guarantee | Coporate Guarantee |
|----------------|-------------|--------------|---------------------|---------------|------------------|------------------|--------------------------------|--------------------------|--------------------|--------------------|
| HDFC Bank      | Bank        | OD           | 107                 |               | 9.50%            | Debtor Statement |                                |                          | NA                 | NA                 |

## 20 LEASE LIABILITIES

| Particulars       | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|-------------------|---------------------|---------------------|---------------------|
| <b>Current</b>    |                     |                     |                     |
| Lease Liabilities | 71                  | 51                  | 43                  |
|                   | <b>71</b>           | <b>51</b>           | <b>43</b>           |

## 21 TRADE PAYABLES

| Particulars                                                                              | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|------------------------------------------------------------------------------------------|---------------------|---------------------|---------------------|
| <b>Carried at amortised cost</b>                                                         |                     |                     |                     |
| - Total outstanding dues of micro enterprises and small enterprises                      | 9                   | 25                  | 10                  |
| - Total outstanding dues of creditors other than micro enterprises and small enterprises | 323                 | 59                  | 106                 |
|                                                                                          | <b>332</b>          | <b>84</b>           | <b>116</b>          |

### 21.1 Trade payable ageing schedule

| As at 31 March 2026                                                                    | Outstanding for following periods from due date of payment |                  |           |           |                   | Total      |
|----------------------------------------------------------------------------------------|------------------------------------------------------------|------------------|-----------|-----------|-------------------|------------|
|                                                                                        | Not Due (including unbilled)                               | Less than 1 year | 1-2 years | 2-3 years | More than 3 years |            |
| Total outstanding dues of micro enterprises and small enterprises                      | 4                                                          | 5                | -         | -         | -                 | 9          |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 140                                                        | 179              | 4         | -         | -                 | 323        |
| Disputed dues of micro enterprises and small enterprises                               | -                                                          | -                | -         | -         | -                 | -          |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -                                                          | -                | -         | -         | -                 | -          |
| <b>TOTAL</b>                                                                           | <b>144</b>                                                 | <b>184</b>       | <b>4</b>  | <b>-</b>  | <b>-</b>          | <b>332</b> |

### Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

| As at 31 March 2025                                                                    | Outstanding for following periods from due date of payment |                  |           |           |                   | Total     |
|----------------------------------------------------------------------------------------|------------------------------------------------------------|------------------|-----------|-----------|-------------------|-----------|
|                                                                                        | Not Due (including unbilled)                               | Less than 1 year | 1-2 years | 2-3 years | More than 3 years |           |
| Total outstanding dues of micro enterprises and small enterprises                      |                                                            | 25               | -         | -         | -                 | 25        |
| Total outstanding dues of creditors other than micro enterprises and small enterprises |                                                            | 59               | -         | -         | -                 | 59        |
| Disputed dues of micro enterprises and small enterprises                               |                                                            | -                | -         | -         | -                 | -         |
| Disputed dues of creditors other than micro enterprises and small enterprises          |                                                            | -                | -         | -         | -                 | -         |
| <b>TOTAL</b>                                                                           | <b>-</b>                                                   | <b>84</b>        | <b>-</b>  | <b>-</b>  | <b>-</b>          | <b>84</b> |

### 21.2 Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act)

| Particulars                                                                                                                                                                                                                                                                             | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|---------------------|---------------------|
| - Principal amount remaining unpaid to any supplier as at the end of the accounting year.                                                                                                                                                                                               | 9                   | 25                  | 10                  |
| - Interest due thereon remaining unpaid to any supplier as at the end of the accounting year                                                                                                                                                                                            | 0                   | 0                   | -                   |
| - The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.                                                                               | -                   | -                   | -                   |
| - The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006);                                                             | -                   | -                   | -                   |
| - The amount of interest accrued and remaining unpaid at the end of the accounting year.                                                                                                                                                                                                | -                   | -                   | -                   |
| - The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006. | -                   | -                   | -                   |

## 22 FINANCIAL LIABILITIES

| Particulars                  | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|------------------------------|---------------------|---------------------|---------------------|
| -Expenses Payable            | 23                  | 7                   | 1                   |
| -salary Payable              | 30                  | 20                  | 25                  |
| Provision For CSR            | -                   | -                   | -                   |
| Interest accrued but not due | 0                   | 1                   | 0                   |
|                              | <b>53</b>           | <b>28</b>           | <b>26</b>           |

### Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

#### 23 OTHER CURRENT LIABILITIES

| Particulars                          | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|--------------------------------------|------------------------|------------------------|------------------------|
| Statutory dues                       | 9                      | 6                      | 6                      |
| Contract liability (advance billing) |                        |                        | -                      |
| Advance received from customers      | -                      | -                      | -                      |
| <b>Total</b>                         | <b>9</b>               | <b>6</b>               | <b>6</b>               |

#### 24 PROVISIONS

| Particulars                            | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|----------------------------------------|------------------------|------------------------|------------------------|
| <b>Current</b>                         |                        |                        |                        |
| <b>Provision for employee benefits</b> |                        |                        |                        |
| Provision for gratuity                 | 2                      | 1                      | 2                      |
| Provision for Taxation                 | 166                    | 72                     | 39                     |
| <b>Total</b>                           | <b>168</b>             | <b>73</b>              | <b>41</b>              |

#### 25 REVENUE FROM OPERATIONS

| Particulars                                  | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|----------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Revenue from contracts with customers</b> |                                     |                                     |
| <b>Sale of services</b>                      |                                     |                                     |
| Domestic Services                            | 7                                   | 10                                  |
| Export Services                              | 1,197                               | 725                                 |
| <b>Total revenue from operations</b>         | <b>1,204</b>                        | <b>735</b>                          |
| Within India                                 | 7                                   | 10                                  |
| Outside India                                | 1,197                               | 725                                 |
| <b>Total revenue from operations</b>         | <b>1,204</b>                        | <b>735</b>                          |

#### 26 OTHER INCOME

| Particulars                               | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-------------------------------------------|-------------------------------------|-------------------------------------|
| Interest income on :                      |                                     |                                     |
| - from deposit with bank and Others       | 29                                  | 5                                   |
| Foreign Exchange Gain or Loss             | 61                                  | 13                                  |
| Interest on unwinding of Security Deposit | 1                                   | 1                                   |
| Interest income- loan to Uk subsidiary    | 8                                   | -                                   |
| Miscellaneous Income                      | 1                                   | -                                   |
| <b>Total other income</b>                 | <b>100</b>                          | <b>19</b>                           |

#### 27 EMPLOYEE BENEFITS EXPENSE

| Particulars                                        | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|----------------------------------------------------|-------------------------------------|-------------------------------------|
| Salary, wages and bonus                            | 380                                 | 205                                 |
| Employer contribution to provident and other funds | 9                                   | 9                                   |
| Provision for Gratuity                             | 8                                   | 11                                  |
| Staff Welfare                                      | 7                                   | 4                                   |
| <b>Total</b>                                       | <b>404</b>                          | <b>229</b>                          |

### Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

#### 28 FINANCE COSTS

| Particulars                 | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-----------------------------|-------------------------------------|-------------------------------------|
| Interest on borrowings      | 41                                  | 16                                  |
| Interest Expense            | 11                                  | 5                                   |
| Others borrowing cost       | 2                                   | 1                                   |
| Interest on lease liability | 9                                   | 13                                  |
| <b>Total</b>                | <b>63</b>                           | <b>35</b>                           |

#### 29 DEPRECIATION AND AMORTISATION EXPENSE

| Particulars                                   | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-----------------------------------------------|-------------------------------------|-------------------------------------|
| Depreciation of property, plant and equipment | 35                                  | 8                                   |
| Amortisation on right of use assets           | 47                                  | 47                                  |
| <b>Total</b>                                  | <b>82</b>                           | <b>55</b>                           |

#### 30 OTHER EXPENSES

| Particulars                              | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|------------------------------------------|-------------------------------------|-------------------------------------|
| Artist Outsource Charges                 | 62                                  | 12                                  |
| Office Rent                              | 4                                   | 5                                   |
| Hiring and Subscription Charges          | 105                                 | 107                                 |
| Communication Charges                    | 7                                   | 6                                   |
| Consultancy Charges                      | 30                                  | 4                                   |
| Travelling Expenses                      | 10                                  | 6                                   |
| Electricity Charges                      | 11                                  | 13                                  |
| Bad Debt                                 | 5                                   | 4                                   |
| Auditor's remuneration#                  | 2                                   | 1                                   |
| Advertisement Charges                    | 1                                   | 1                                   |
| Repairs and maintenance                  | 1                                   | 1                                   |
| Director Sitting Fees                    | 2                                   | 2                                   |
| Bank charges                             | -                                   | -                                   |
| Legal and Professional Charges           | 27                                  | 18                                  |
| Printing and Stationery                  | 0                                   | 0                                   |
| Power & fuel                             | 0                                   | 0                                   |
| Insurance Expenses                       | 4                                   | 2                                   |
| Postage & Telegram                       | 0                                   | 0                                   |
| Security Charges                         | 1                                   | 1                                   |
| Services Charges                         | 0                                   | 0                                   |
| Office Maintenance                       | 1                                   | 3                                   |
| Rates and Taxes                          | 1                                   | 1                                   |
| Listing Fees                             | -                                   | -                                   |
| Corporate social Responsibility Expenses | 7                                   | 6                                   |
| Miscellaneous expenses                   | 0                                   | 0                                   |
| <b>Total</b>                             | <b>281</b>                          | <b>193</b>                          |



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 30.1 Payments to auditors#

| Particulars                           | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|---------------------------------------|-------------------------------------|-------------------------------------|
| <b>As auditor:</b>                    |                                     |                                     |
| - Statutory Audit fee                 | 2                                   | 1                                   |
| - Tax Audit fee                       | -                                   | -                                   |
| <b>In other capacity:</b>             |                                     |                                     |
| - Other services (certification fees) | -                                   | -                                   |
| - Reimbursement of expenses           | -                                   | -                                   |
| <b>Total</b>                          | <b>2</b>                            | <b>1</b>                            |

### 31 EXCEPTIONAL ITEMS (NET)

| Particulars                                          | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|------------------------------------------------------|-------------------------------------|-------------------------------------|
| Legal and Professional Charges (M&A & Due Diligence) | -                                   | 3                                   |
| <b>Total</b>                                         | <b>-</b>                            | <b>3</b>                            |

### 32 INCOME TAX

The Company is subject to income tax in India on the basis of financial statements. Business loss can be carried forward for a maximum period of eight assessment years immediately succeeding the assessment year to which the loss pertains. Unabsorbed depreciation can be carried forward for an indefinite period.

Pursuant to the Taxation Law (Amendment) Ordinance, 2019 ('Ordinance') issued by Ministry of Law and Justice (Legislative Department) on September 20, 2019 which is effective from April 1, 2019, domestic companies have the option to pay income tax at 22% plus applicable surcharge and cess ('new tax regime') subject to certain conditions. The Company based on the current projections has chosen to adopt the reduced rates of tax as per the Income Tax Act, 1961 from the financial year 2019-20 and accordingly the Company has accounted deferred tax based on the reduced applicable tax rates.

#### 32.1 Tax expenses

| Particulars                                             | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|---------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Income tax recognized in Profit and Loss Account</b> |                                     |                                     |
| Current tax                                             | 157                                 | 65                                  |
| Prior Period Tax                                        | -                                   | 8                                   |
| <b>Deferred tax expense / (credit)</b>                  |                                     |                                     |
| Deferred tax charge                                     | 1                                   | (5)                                 |
|                                                         | <b>158</b>                          | <b>68</b>                           |

**Reconciliation of taxes to the amount computed by applying the statutory income tax rate to the income before taxes is summarised below:**

| Particulars                                            | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|--------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Profit before taxes</b>                             | 474                                 | 239                                 |
| Applicable tax rates in India                          | 25.17%                              | 25.17%                              |
| Computed tax charge                                    | 119                                 | 60                                  |
| Non-deductible expense                                 | -                                   | -                                   |
| Allowable Expenses                                     | 1                                   | (5)                                 |
| Deferred tax expense / (credit)                        | -                                   | -                                   |
| Other Adjustments                                      | 37                                  | 13                                  |
| <b>Income tax expense recognised in Profit or Loss</b> | <b>158</b>                          | <b>68</b>                           |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 33 EARNINGS PER SHARE (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

#### Calculation of EPS :

| Particulars                                                                       | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-----------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Basic and diluted:</b>                                                         |                                     |                                     |
| Profit for the year attributable to the owners of the Company                     | 316                                 | 171                                 |
| Weighted average number of equity shares outstanding during the year (in million) | 24                                  | 23                                  |
| Face value per share (₹)                                                          | 10                                  | 10                                  |
| <b>Basic and Diluted earnings per share (₹)</b>                                   | <b>12.96</b>                        | <b>7.51</b>                         |

### 34 FIRST TIME ADOPTION OF IND AS

Upto the Financial year ended March 31, 2025, the Company prepared its financial statements in accordance with accounting standards notified under the Section 133 of the Act, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ("Indian GAAP" or "Previous GAAP").

The financial statement for the period ended 31 December 2025 is the first set of Financial Statements prepared in accordance with the requirements of IND AS 101 - First time adoption of Indian Accounting Standards. Accordingly, the transition date to IND AS is 01 April 2024.

The impact of above to the equity as at 31 December 2025 and 1 April 2024 (Opening balance sheet date for Special purpose financial statements) and on total comprehensive income for the years ended 31 March 2025 has been explained as under.

#### (A) Exemptions availed on first time adoption of Ind AS

Ind AS 101, First-time Adoption of Indian Accounting Standards, allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has accordingly applied the following exemptions.

##### i) Deemed Cost

Since there is no change in the functional currency, the Company has elected to continue with carrying value for all of its property, plant and equipment as recognized in its Indian GAAP financial statements as its deemed cost at the date of transition after making adjustments for decommissioning liabilities. This exemption can also be used for investment properties. Accordingly the management has elected to measure all of its property, plant and equipment and investment properties at their Indian GAAP carrying value.

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### (B) Mandatory Exemption on first-time adoption of Ind AS

#### i) Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with Indian GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates are consistent with the estimates as at the same date made in conformity with Indian GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under Indian GAAP:

- (i) Impairment of financial assets based on expected credit loss model.
- (ii) Fair valuation of non-current Investments.
- (iii) Effective interest rate used in calculation of security deposit and retention money.

#### ii) Derecognition of financial assets and financial liabilities

A first-time adopter should apply the derecognition requirements in Ind AS 109, Financial Instruments, prospectively to transactions occurring on or after the date of transition. Therefore, if a first-time adopter derecognized non-derivative financial assets or non-derivative financial liabilities under its Indian GAAP as a result of a transaction that occurred before the date of transition, it should not recognize those financial assets and liabilities under Ind AS (unless they qualify for recognition as a result of a later transaction or event). A first-time adopter that wants to apply the derecognition requirements in Ind AS 109, Financial Instruments, retrospectively from a date of the entity's choosing may only do so, provided that the information needed to apply Ind AS 109, Financial Instruments, to financial assets and financial liabilities derecognized as a result of past transactions was obtained at the time of initially accounting for those transactions.

The Company has elected to apply the de-recognize provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

#### iii) Classification and measurement of financial assets

Ind AS 101, First-time Adoption of Indian Accounting Standards, requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

### (C) Reconciliations

The following reconciliations provides the effect of transition to Ind AS from Indian GAAP in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards:

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### (i) Reconciliation of Equity as at 31 March 2025

| Particulars                                                                  | Notes     | Indian GAAP  | IND AS Adjustment | Prior Period Adjustment | IND AS       |
|------------------------------------------------------------------------------|-----------|--------------|-------------------|-------------------------|--------------|
| <b>ASSETS</b>                                                                |           |              |                   |                         |              |
| <b>1 Non-current assets</b>                                                  |           |              |                   |                         |              |
| (a) Property, plant and equipment                                            |           | 11           | -                 | -                       | 11           |
| (b) Capital work in progress                                                 |           | -            | -                 | -                       | -            |
| (c) Right of use assets                                                      | <b>B2</b> | -            | 104               | -                       | 104          |
| (d) Deferred tax Asset (net)                                                 | <b>B6</b> | 9            | 6                 | -                       | 15           |
| (e) Financial assets                                                         |           |              |                   |                         |              |
| i. Investments                                                               |           | 468          |                   |                         | 468          |
| ii. Other financial assets                                                   | <b>B3</b> | 18           | (2)               |                         | 16           |
| <b>Total non-current assets (1)</b>                                          |           | <b>506</b>   | <b>108</b>        | -                       | <b>614</b>   |
| <b>2 Current assets</b>                                                      |           |              |                   |                         |              |
| <b>Inventories</b>                                                           |           |              |                   |                         |              |
| (a) Financial assets                                                         |           |              |                   |                         |              |
| i. Trade receivables                                                         | <b>B4</b> | 865          | (4)               | -                       | 861          |
| ii. Cash and cash equivalents                                                |           | 44           | -                 | -                       | 44           |
| iii. Other bank balances                                                     |           | 130          | -                 | -                       | 130          |
| iv. Other financial assets                                                   |           | -            | -                 | -                       | -            |
| (b) Current Tax Asset (Net)                                                  |           | -            | -                 | -                       | -            |
| (c) Other current assets                                                     |           | 408          | -                 | -                       | 408          |
| <b>Total current assets (2)</b>                                              |           | <b>1,447</b> | <b>(4)</b>        | -                       | <b>1,443</b> |
| <b>Total assets (1+2)</b>                                                    |           | <b>1,953</b> | <b>104</b>        | -                       | <b>2,057</b> |
| <b>EQUITY AND LIABILITIES</b>                                                |           |              |                   |                         |              |
| <b>1 Equity</b>                                                              |           |              |                   |                         |              |
| (a) Equity share capital                                                     |           | 232          | -                 | -                       | 232          |
| (b) Other equity                                                             |           | 1,164        | (17)              | -                       | 1,147        |
| <b>Total equity (1)</b>                                                      |           | <b>1,396</b> | <b>(17)</b>       | -                       | <b>1,379</b> |
| <b>Liabilities</b>                                                           |           |              |                   |                         |              |
| <b>2 Non-current liabilities</b>                                             |           |              |                   |                         |              |
| (a) Financial liabilities                                                    |           |              |                   |                         |              |
| i. Borrowings                                                                |           | 175          | -                 | -                       | 175          |
| ii. Lease liabilities                                                        | <b>B1</b> |              | 74                | -                       | 74           |
| (b) Provisions                                                               |           | 33           | -                 | -                       | 33           |
| (c) Deferred tax liabilities (net)                                           |           | -            | -                 | -                       | -            |
| <b>Total non-current liabilities (2)</b>                                     |           | <b>208</b>   | <b>74</b>         | -                       | <b>282</b>   |
| <b>3 Current liabilities</b>                                                 |           |              |                   |                         |              |
| (a) Financial liabilities                                                    |           |              |                   |                         |              |
| i. Borrowings                                                                |           | 153          | -                 | -                       | 153          |
| ii. Lease liabilities                                                        | <b>B1</b> | -            | 51                | -                       | 51           |
| iii. Trade payables                                                          |           |              |                   |                         |              |
| - Total outstanding dues of micro and small enterprises                      |           | 25           | -                 | -                       | 25           |
| - Total outstanding dues of creditors other than micro and small enterprises |           | 59           | -                 | -                       | 59           |
| iv. Other financial liabilities                                              | <b>B4</b> | 31           | (4)               | -                       | 28           |
| (b) Provisions                                                               |           | 73           | -                 | -                       | 73           |
| (c) Other current liabilities                                                |           | 6            | -                 | -                       | 6            |
| (d) Current Tax Liabilities (net)                                            |           | -            | -                 | -                       | -            |
| <b>Total current liabilities (3)</b>                                         |           | <b>348</b>   | <b>47</b>         | -                       | <b>395</b>   |
| <b>Total equity and liabilities (1+2+3)</b>                                  |           | <b>1,953</b> | <b>104</b>        | -                       | <b>2,057</b> |



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### (ii) Reconciliation of Profit or loss for the year ended 31 March 2025

| Particulars                                                               | Notes     | Indian GAAP | IND AS Adjustment | Prior Period Adjustment | IND AS     |
|---------------------------------------------------------------------------|-----------|-------------|-------------------|-------------------------|------------|
| <b>I Income</b>                                                           |           |             |                   |                         |            |
| Revenue from operations                                                   |           | 735         | -                 | -                       | 735        |
| Other income                                                              | <b>A5</b> | 18          | 1                 | -                       | 19         |
| <b>Total income (I)</b>                                                   |           | <b>753</b>  | <b>1</b>          | <b>-</b>                | <b>754</b> |
| <b>II Expenses</b>                                                        |           |             |                   |                         |            |
| Employee benefits expense                                                 | <b>A3</b> | 221         | 9                 |                         | 229        |
| Finance costs                                                             | <b>A6</b> | 21          | 13                |                         | 35         |
| Depreciation and amortisation expense                                     | <b>A4</b> | 8           | 47                |                         | 55         |
| Other expenses                                                            | <b>A1</b> | 249         | (57)              |                         | 193        |
| <b>Total expenses (II)</b>                                                |           | <b>499</b>  | <b>12</b>         | <b>-</b>                | <b>512</b> |
| <b>III Profit before exceptional items and tax (I-II)</b>                 |           | <b>253</b>  | <b>(11)</b>       | <b>-</b>                | <b>242</b> |
| <b>IV Exceptional Items (net)</b>                                         |           | <b>3</b>    | <b>-</b>          | <b>-</b>                | <b>3</b>   |
| <b>V Profit before tax (III-IV)</b>                                       |           | <b>250</b>  | <b>(11)</b>       | <b>-</b>                | <b>239</b> |
| <b>VI Tax expense :</b>                                                   |           |             |                   |                         |            |
| Current tax                                                               |           | 65          |                   |                         | 65         |
| Prior Period Tax                                                          |           | 8           |                   |                         | 8          |
| Deferred tax charge                                                       | <b>A2</b> | (2)         | (3)               |                         | (5)        |
| <b>Total tax expense (VI)</b>                                             |           | <b>71</b>   | <b>(3)</b>        | <b>-</b>                | <b>68</b>  |
| <b>VII Profit for the year (V - VI)</b>                                   |           | <b>179</b>  | <b>(8)</b>        | <b>-</b>                | <b>171</b> |
| <b>VIII Other comprehensive income/ (loss)</b>                            |           |             |                   |                         |            |
| <b>Items that will not be reclassified subsequently to Profit or Loss</b> |           |             |                   |                         |            |
| (i) Re-measurement gains / (losses) on defined benefit plans              | <b>A1</b> | -           | 9                 | -                       | 9          |
| (ii) Income tax effect on above                                           | <b>A2</b> | -           | (2)               | -                       | (2)        |
| <b>Total other comprehensive income for the year (net of tax)</b>         |           | <b>-</b>    | <b>7</b>          | <b>-</b>                | <b>7</b>   |
| <b>IX Total comprehensive income for the year, net of tax (VII+VIII)</b>  |           | <b>179</b>  | <b>(1)</b>        | <b>-</b>                | <b>178</b> |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### (iii) Reconciliation of Cash flow as at March 31, 2025

|                                                         | Indian GAAP | Difference due to change in IND AS and Prior Period Adjustments | IND AS    |
|---------------------------------------------------------|-------------|-----------------------------------------------------------------|-----------|
| Net cash (used in) operating activities                 | (114)       | (55)                                                            | (59)      |
| Cash flow from investing activities                     | (132)       | 0                                                               | (132)     |
| Cash flow from financing activities                     | 283         | 55                                                              | 228       |
| Net (decrease)/increase in cash and cash equivalents    | 37          | (0)                                                             | 37        |
| Cash and cash equivalents at the beginning of the year  | 7           | -                                                               | 7         |
| <b>Cash and cash equivalents at the end of the year</b> | <b>44</b>   | <b>(0)</b>                                                      | <b>44</b> |

### Reconciliation of total equity between previous GAAP and Ind AS as at 31 March 2025

| Particulars                               | Notes     | 31-Mar-26    |
|-------------------------------------------|-----------|--------------|
| Shareholder's equity as per Indian GAAP   |           | 1,396        |
| Recognition of Lease liability            | <b>B1</b> | (124)        |
| Recognition of Right of use assets        | <b>B2</b> | 104          |
| Remeasurement of financial instrument     | <b>B3</b> | (2)          |
| Reclassification of Expected Credit loss  | <b>B4</b> | -            |
| Reclassification of deferred tax          | <b>B6</b> | 6            |
| <b>Total IND AS Adjustment</b>            |           | <b>(17)</b>  |
| <b>Total Prior Period Adjustments</b>     |           | <b>-</b>     |
| <b>Shareholder's equity as per Ind AS</b> |           | <b>1,379</b> |

### Reconciliation of total comprehensive income for the period ended 31 March 2025

| Particulars                                                    | Notes     | 31-Mar-25  |
|----------------------------------------------------------------|-----------|------------|
| <b>Profit/ (loss) after tax as per Indian GAAP</b>             |           | <b>183</b> |
| Adjustment on account of Employee benefits expense             | <b>A1</b> | -          |
| Adjustment on account of Deferred Tax                          | <b>A2</b> | 1          |
| Adjustment on account of Operating expenses                    | <b>A3</b> | 57         |
| Adjustment on account of Depreciation and amortisation expense | <b>A4</b> | (47)       |
| Adjustment on account of Other income                          | <b>A5</b> | 1          |
| Adjustment on account of Finance Cost                          | <b>A6</b> | (13)       |
| <b>Total IND AS Adjustment</b>                                 |           | <b>(2)</b> |
| <b>Total Prior Period Adjustments</b>                          |           | <b>-</b>   |
| <b>Profit as per Ind AS</b>                                    |           | <b>181</b> |

**Notes to the Financial Statement for the Period ended March 31, 2026**  
 (All amounts are in ₹ million unless otherwise stated)

**(i) Reconciliation of Equity as at 01 April 2024**

|                               | Particulars                                                                  | Notes | Indian GAAP  | IND AS Adjustment | Prior Period Adjustment | IND AS       |
|-------------------------------|------------------------------------------------------------------------------|-------|--------------|-------------------|-------------------------|--------------|
| <b>ASSETS</b>                 |                                                                              |       |              |                   |                         |              |
| <b>1</b>                      | <b>Non-current assets</b>                                                    |       |              |                   |                         |              |
|                               | (a) Property, plant and equipment                                            |       | 18           |                   |                         | 18           |
|                               | (b) Capital work in progress                                                 |       | -            |                   |                         | -            |
|                               | (b) Right of use assets                                                      | B2    | -            | 151               |                         | 151          |
|                               | (c) Deferred tax Asset (net)                                                 | B6    | 6            | 5                 |                         | 11           |
|                               | (d) Financial assets                                                         |       |              |                   |                         |              |
|                               | i. Investments                                                               |       | 63           |                   |                         | 63           |
|                               | ii. Other financial assets                                                   | B3    | 45           | (3)               |                         | 41           |
|                               | <b>Total non-current assets (1)</b>                                          |       | <b>132</b>   | <b>153</b>        | <b>-</b>                | <b>284</b>   |
| <b>2</b>                      | <b>Current assets</b>                                                        |       |              |                   |                         |              |
|                               | (a) Inventories                                                              |       |              |                   |                         | -            |
|                               | (b) Financial assets                                                         |       |              |                   |                         |              |
|                               | i. Trade receivables                                                         |       | 629          |                   |                         | 629          |
|                               | ii. Cash and cash equivalents                                                |       | 7            |                   |                         | 7            |
|                               | iii. Other bank balances                                                     |       | 398          |                   |                         | 398          |
|                               | iv. Other financial assets                                                   |       | -            |                   |                         | -            |
|                               | (c) Current Tax Asset (Net)                                                  |       | -            |                   |                         | -            |
|                               | (d) Other current assets                                                     |       | 291          |                   |                         | 291          |
|                               | <b>Total current assets (2)</b>                                              |       | <b>1,325</b> | <b>-</b>          | <b>-</b>                | <b>1,325</b> |
|                               | <b>Total assets (1+2)</b>                                                    |       | <b>1,457</b> | <b>153</b>        | <b>-</b>                | <b>1,609</b> |
| <b>EQUITY AND LIABILITIES</b> |                                                                              |       |              |                   |                         |              |
| <b>1</b>                      | <b>Equity</b>                                                                |       |              |                   |                         |              |
|                               | (a) Equity share capital                                                     |       | 232          |                   |                         | 232          |
|                               | (b) Other equity                                                             |       | 981          | (15)              |                         | 966          |
|                               | <b>Total equity (1)</b>                                                      |       | <b>1,213</b> | <b>(15)</b>       | <b>-</b>                | <b>1,198</b> |
|                               | <b>Liabilities</b>                                                           |       |              |                   |                         |              |
| <b>2</b>                      | <b>Non-current liabilities</b>                                               |       |              |                   |                         |              |
|                               | (a) Financial liabilities                                                    |       |              |                   |                         |              |
|                               | i. Borrowings                                                                |       | 6            |                   |                         | 6            |
|                               | ii. Lease liabilities                                                        | B1    | -            | 124               |                         | 124          |
|                               | (b) Provisions                                                               |       | 30           |                   |                         | 30           |
|                               | (c) Deferred tax liabilities (net)                                           |       | -            |                   |                         | -            |
|                               | <b>Total non-current liabilities (2)</b>                                     |       | <b>36</b>    | <b>124</b>        | <b>-</b>                | <b>160</b>   |
| <b>3</b>                      | <b>Current liabilities</b>                                                   |       |              |                   |                         |              |
|                               | (a) Financial liabilities                                                    |       |              |                   |                         |              |
|                               | i. Borrowings                                                                |       | 19           |                   |                         | 19           |
|                               | ii. Lease liabilities                                                        | B1    | -            | 43                |                         | 43           |
|                               | iii. Trade payables                                                          |       |              |                   |                         |              |
|                               | - Total outstanding dues of micro and small enterprises                      |       | 10           |                   |                         | 10           |
|                               | - Total outstanding dues of creditors other than micro and small enterprises |       | 106          |                   |                         | 106          |
|                               | iv. Other financial liabilities                                              |       | 26           |                   |                         | 26           |
|                               | (b) Provisions                                                               |       | 41           |                   |                         | 41           |
|                               | (c) Other current liabilities                                                |       | 6            |                   |                         | 6            |
|                               | (d) Current Tax Liabilities (net)                                            |       | -            |                   |                         | -            |
|                               | <b>Total current liabilities (3)</b>                                         |       | <b>208</b>   | <b>43</b>         | <b>-</b>                | <b>251</b>   |

**Notes to the Financial Statement for the Period ended March 31, 2026**  
 (All amounts are in ₹ million unless otherwise stated)

| Particulars                                 | Notes | Indian GAAP  | IND AS Adjustment | Prior Period Adjustment | IND AS       |
|---------------------------------------------|-------|--------------|-------------------|-------------------------|--------------|
| <b>Total equity and liabilities (1+2+3)</b> |       | <b>1,457</b> | <b>152</b>        | <b>-</b>                | <b>1,609</b> |

**Reconciliation of total equity between previous GAAP and Ind AS as at 01 April 2024**

| Particulars                               | Notes | 1-Apr-24     |
|-------------------------------------------|-------|--------------|
| Shareholder's equity as per Indian GAAP   |       | 1,213        |
| Recognition of Lease liability            | B1    | (168)        |
| Recognition of Right of use assets        | B2    | 151          |
| Remeasurement of financial instrument     | B3    | (3)          |
| Reclassification of deferred tax          | B6    | 5            |
| <b>Total IND AS Adjustment</b>            |       | <b>(15)</b>  |
| <b>Total Prior Period Adjustments</b>     |       | <b>-</b>     |
| <b>Shareholder's equity as per Ind AS</b> |       | <b>1,198</b> |

**Reconciliation of total comprehensive income for the period ended 01 April 2024**

| Particulars                                        | Notes | 1-Apr-24   |
|----------------------------------------------------|-------|------------|
| Profit/ (loss) after tax as per Indian GAAP        |       | 362        |
| Adjustment on account of Employee benefits expense | A1    | (1)        |
| Adjustment on account of Deferred Tax              | A2    | -          |
| <b>Total IND AS Adjustment</b>                     |       | <b>(1)</b> |
| <b>Total Prior Period Adjustments</b>              |       | <b>-</b>   |
| <b>Profit as per Ind AS</b>                        |       | <b>361</b> |

- A1 Adjustment on account of Employee benefits expense  
 A2 Adjustment on account of Deferred Tax  
 A3 Adjustment on account of Operating expenses  
 A4 Adjustment on account of Depreciation and amortisation expense  
 A5 Adjustment on account of Other income  
 A6 Adjustment on account of Finance Cost

- B1 Recognition of Lease liability  
 B2 Recognition of Right of use assets  
 B3 Remeasurement of financial instrument  
 B4 Reclassification of Expected Credit loss  
 B5 Reclassification of Provision  
 B6 Reclassification of deferred tax



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 35 RELATED PARTIES TRANSACTIONS

#### 35.1 Names of the related parties and related party relationships

| Nature of relationship               | Name of related parties                            |
|--------------------------------------|----------------------------------------------------|
| <b>(i) Key management personnel:</b> |                                                    |
| Promoter cum Managing Director       | Balakrishnan                                       |
| Promoter cum Wholetime director      | Sundaram Yogalakshmi                               |
| Company Secretary                    | Swati Sharma (Resigned w.e.f. 30-09-2025)          |
| Company Secretary                    | Chandramohan (Appointed w.e.f. 03-10-2025)         |
| Chief Financial officer              | Gaurav Mehra (Appointed w.e.f. 15-10-2024)         |
| Director                             | Rajarathinam Thiripurasundari                      |
| Wholetime director                   | Duraiswami Prabhakar (Cessation w.e.f. 31-12-2025) |
| Independent Director                 | Vengarai Seshadri Sowrirajan                       |
| Independent Director                 | Jitendra Kumar Pal (Resigned w.e.f. 12-05-2025)    |
| Independent Director                 | Nandagopal Damodaran                               |
| Independent Director                 | Chitra (Appointed w.e.f. 23-01-2026)               |
| <b>(ii) Subsidiary</b>               |                                                    |
| Wholly Owned Subsidiary              | Basilic Fly Studio UK Private Limited              |
| Subsidiary                           | Basilic Fly Studio Canada Limited                  |
| Subsidiary (Step-down Subsidiary)    | One Of US Ltd, London                              |
| Step-down Subsidiary                 | One Of US Paris                                    |

#### 35.2 The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

| Nature of transaction                          | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Remuneration &amp; Other Benefits</b>       |                                     |                                     |
| Managing Director Remuneration                 | 13                                  | 12                                  |
| Wholetime Director Remuneration                | 9                                   | 8                                   |
| Chief Financial officer                        | 15                                  | 5                                   |
| Company Secretary                              | 2                                   | 1                                   |
| Other than Wholetime Director                  | -                                   | 2                                   |
| <b>Director's Sitting Fee &amp; Commission</b> |                                     |                                     |
| Independent Director                           | 2                                   | 2                                   |
| <b>Income from Services rendered</b>           |                                     |                                     |
| Basilic Fly Studio UK Private Limited          | 86                                  | -                                   |
| Basilic Fly Studio Canada Limited              | 171                                 | -                                   |
| One Of US Ltd, London                          | 85                                  | 110                                 |
| One Of US Paris                                | 7                                   | 37                                  |
| <b>Expenses for Services rendered</b>          |                                     |                                     |
| Basilic Fly Studio UK Private Limited          | 6                                   | -                                   |
| Basilic Fly Studio Canada Limited              | 7                                   | -                                   |
| One Of US Ltd, London                          | 126                                 | 7                                   |
| <b>Other Expenses</b>                          |                                     |                                     |
| Interest Expenses - Wholetime Director         | 3                                   | -                                   |
| <b>Loan Taken</b>                              |                                     |                                     |
| Wholetime Director                             | 24                                  | 23                                  |
| <b>Loan Given</b>                              |                                     |                                     |
| Basilic Fly Studio UK Private Limited          | 246                                 | -                                   |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 35.3 Summary of the outstanding balances with the above related parties are as follows:

| Name of related party                                    | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|----------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Investments in equity instruments of subsidiaries</b> |                                     |                                     |
| Basilic Fly Studio UK Private Limited                    | 452                                 | 447                                 |
| Basilic Fly Studio Canada Limited                        | 21                                  | 21                                  |
| <b>Trade Receivable</b>                                  |                                     |                                     |
| Basilic Fly Studio UK Private Limited                    | 15                                  | -                                   |
| Basilic Fly Studio Canada Limited                        | 205                                 | 44                                  |
| One Of US Ltd, London                                    | 132                                 | 155                                 |
| One Of US Paris                                          | 0                                   | 10                                  |
| <b>Trade Payable</b>                                     |                                     |                                     |
| Basilic Fly Studio UK Private Limited                    | 6                                   | -                                   |
| Basilic Fly Studio Canada Limited                        | 7                                   | -                                   |
| One Of US Ltd, London                                    | 138                                 | 7                                   |
| <b>Remuneration &amp; Other Benefits payable</b>         |                                     |                                     |
| Managing Director Remuneration                           | 1                                   | 0                                   |
| Wholetime Director Remuneration                          | 1                                   | 0                                   |
| Chief Financial officer                                  | 1                                   |                                     |
| Company Secretary                                        | 0                                   | 0                                   |

### 36 RATIOS

| S. no. | Particulars                     | Numerator                                                                                                                                                                                       | Denominator                                                                                       | As at<br>31 March 2026 | As at<br>31 March 2025 |
|--------|---------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|------------------------|------------------------|
| 1      | Current ratio                   | Current assets                                                                                                                                                                                  | Current liabilities                                                                               | 2.52                   | 3.65                   |
|        | % change from previous year     |                                                                                                                                                                                                 |                                                                                                   | -31.1%                 | -30.7%                 |
|        | Reason for change more than 25% | Improved by bringing the ratio to the ideal range of 1.5 to 3 by effective working capital management                                                                                           |                                                                                                   |                        |                        |
| 2      | Debt-equity ratio               | Borrowings (Both long term & Short term)                                                                                                                                                        | Equity                                                                                            | 0.21                   | 0.24                   |
|        | % change from previous year     |                                                                                                                                                                                                 |                                                                                                   | -12.2%                 | 1054.3%                |
| 3      | Debt service coverage ratio     | Profit after tax plus finance costs, depreciation and amortisation expense                                                                                                                      | Repayment of long term borrowings and lease liabilities (excluding prepayments) and finance costs | 1.2                    | 0.9                    |
|        | % change from previous year     |                                                                                                                                                                                                 |                                                                                                   | 28%                    | -67%                   |
|        | Reason for change more than 25% | Impacted due to ₹25Cr additional funding of working capital loan to support India expansion from ₹74Cr to ₹120 Cr and temporary margin compression at Consol level due to project rescheduling. |                                                                                                   |                        |                        |
| 4      | Return on equity (ROE)          | Profit after tax                                                                                                                                                                                | Average equity                                                                                    | 0.16                   | 0.13                   |

### Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

| S. no. | Particulars                                                      | Numerator                                                                                                                                                                           | Denominator                                                                                        | As at<br>31 March 2026 | As at<br>31 March 2025 |
|--------|------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|------------------------|------------------------|
|        | % change from previous year                                      |                                                                                                                                                                                     |                                                                                                    | 2.9%                   | -16.8%                 |
| 5      | Inventory turnover ratio                                         | Revenue from operations                                                                                                                                                             | Average inventories                                                                                | 0                      | 0                      |
|        | % change from previous year                                      |                                                                                                                                                                                     |                                                                                                    |                        |                        |
| 6      | Trade receivable turnover ratio                                  | Revenue from operations                                                                                                                                                             | Average trade receivables                                                                          | 1.30                   | 0.99                   |
|        | % change from previous year                                      |                                                                                                                                                                                     |                                                                                                    | 31.3%                  | -38.1%                 |
|        | Reason for change more than 25%                                  | Increased due to robust top-line revenue expansion combined with disciplined, accelerated collection of aged receivables following the Hollywood strike                             |                                                                                                    |                        |                        |
| 7      | Trade Payable turnover ratio                                     | Purchases of goods and services                                                                                                                                                     | Average trade payables                                                                             | 0.94                   | 1.23                   |
|        | % change from previous year                                      |                                                                                                                                                                                     |                                                                                                    | -23.1%                 | -36.4%                 |
| 8      | Net capital turnover ratio                                       | Revenue from operations                                                                                                                                                             | Average working capital (i.e. current assets less current liabilities)                             | 0.93                   | 0.69                   |
|        | % change from previous year                                      |                                                                                                                                                                                     |                                                                                                    | 34%                    | -26%                   |
|        | Reason for change more than 25%                                  | Increased because the rapid growth in operational revenue significantly outpaced the expansion of the net working capital base, demonstrating highly efficient capital utilization. |                                                                                                    |                        |                        |
| 9      | Net profit ratio                                                 | Profit after tax                                                                                                                                                                    | Revenue from operations                                                                            | 0.26                   | 0.23                   |
|        | % change from previous year                                      |                                                                                                                                                                                     |                                                                                                    | 3.0%                   | -12.7%                 |
| 10     | Return on capital employed (ROCE)                                | Earnings before interest and taxes                                                                                                                                                  | Average Capital employed (i.e. equity, borrowings, lease liabilities and deferred tax liabilities) | 18.7%                  | 16.1%                  |
|        | % change from previous year                                      |                                                                                                                                                                                     |                                                                                                    | 2.6%                   | -25.3%                 |
| 11     | Return on investment (other than Investment in subsidiaries) (%) | Income generated from invested funds                                                                                                                                                | Average investment                                                                                 | -                      | -                      |
|        | % change from previous year                                      |                                                                                                                                                                                     |                                                                                                    |                        |                        |

### 37 SEGMENT INFORMATION

The Company specializes in post-production services, specializing in high-end visual effects (VFX) and 2D-to-3D conversion services for the media and entertainment industry.

### Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

The Chief Operating Decision Maker (CODM) reviews the operations of the Company as one operating segment. Hence no separate segment information has been furnished herewith.

### 38 AUDIT TRAIL

Ministry of Corporate Affairs (MCA) vide its notification number G.S.R 206(E ) dated March 24, 2021 (amended from time to time) in reference to the proviso to rule 3 (1) of the companies (Accounts) Amendment Rules, 2021, introduced the requirement, where a company used an accounting software, of only using such accounting software w.e.f April 01, 2023 which has a feature of recording audit trail of each and every transaction.

The company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility.

### 39 OTHER STATUTORY INFORMATION

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- The Company did not have any material transaction with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the respective reported financial year.
- There has been no charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.
- The Company has not traded or invested in Crypto currency or Virtual Currency.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- The Company does not have any unrecorded transactions which have been surrendered or disclosed as Income during the year in the tax assessment under the Income Tax Act, 1961
- The Company is not declared willful defaulter by any bank, financial institution or lender.
- During the year, no scheme of arrangements in relation to the company has been approved by the competent authority in terms of Section 232 to 237 of the Companies Act, 2013. Accordingly, this clause is not applicable to the



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

company.

### 40 LEASES

#### (a) Company as a lessee

- i) The Company has lease contracts for office facilities.

The lease term of the office facilities is generally 1 - 5 years .The Company's obligations under its leases are secured by the lessor's title to the leased assets.

- ii) Set-out below are the carrying amounts of right-of-use assets recognised and the movements during the year.

##### Gross Amount

| Particulars                        | Leased asset | Total      |
|------------------------------------|--------------|------------|
| <b>Balance as at 01 April 2024</b> | <b>228</b>   | <b>228</b> |
| Additions                          | -            | -          |
| Disposal                           | -            | -          |
| <b>Balance as at 31 March 2025</b> | <b>228</b>   | <b>228</b> |
| Additions                          | 182          | 182        |
| <b>Disposal</b>                    | <b>-</b>     | <b>-</b>   |
| <b>Balance as at 31 March 2026</b> | <b>410</b>   | <b>410</b> |
| Accumulated depreciation           |              |            |
| <b>Balance as at 01 April 2024</b> | <b>80</b>    | <b>80</b>  |
| Additions                          | 46           | 46         |
| <b>Disposal</b>                    | <b>-</b>     | <b>-</b>   |
| <b>Balance as at 31 March 2025</b> | <b>126</b>   | <b>126</b> |
| <b>Additions</b>                   | <b>46</b>    | <b>46</b>  |
| <b>Disposal</b>                    | <b>-</b>     | <b>-</b>   |
| <b>Balance as at 31 March 2026</b> | <b>172</b>   | <b>172</b> |
| <b>Net Block</b>                   |              |            |
| <b>As at April 01, 2024</b>        | <b>148</b>   | <b>148</b> |
| <b>As at March 31, 2025</b>        | <b>102</b>   | <b>102</b> |
| <b>As at March 31, 2026</b>        | <b>238</b>   | <b>238</b> |

- iii) Set-out below are the carrying amounts of lease liabilities (included under other financial liabilities) and the movements during the year.

|                                              | Leased asset | Total      |
|----------------------------------------------|--------------|------------|
| <b>As at 01 April 2024</b>                   | <b>167</b>   | <b>167</b> |
| Additions                                    | -            | -          |
| Accretion of interest (refer note 28)        | 13           | 13         |
| Payments                                     | 55           | 55         |
| Disposal                                     | -            | -          |
| <b>As at March 31, 2025</b>                  | <b>125</b>   | <b>125</b> |
| <b>Additions</b>                             | <b>182</b>   | <b>182</b> |
| <b>Accretion of interest (refer note 28)</b> | <b>9</b>     | <b>9</b>   |
| <b>Payments</b>                              | <b>60</b>    | <b>60</b>  |
| <b>Disposal</b>                              | <b>-</b>     | <b>-</b>   |
| <b>As at March 31, 2026</b>                  | <b>256</b>   | <b>256</b> |

- iv) The maturity analysis of contractual undiscounted cash flow: -

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

#### As at March 31, 2026

|              | Less than 1 year | 1 to 5 years | More than 5 year |
|--------------|------------------|--------------|------------------|
| Leased asset | 71               | 184          | -                |
|              | <b>71</b>        | <b>184</b>   | <b>-</b>         |

#### As at March 31, 2025

|              | Less than 1 year | 1 to 5 years | More than 5 year |
|--------------|------------------|--------------|------------------|
| Leased asset | 51               | 74           | -                |
|              | <b>51</b>        | <b>74</b>    | <b>-</b>         |

#### As at April 01, 2024

|              | Less than 1 year | 1 to 5 years | More than 5 year |
|--------------|------------------|--------------|------------------|
| Leased asset | 43               | 124          | -                |
|              | <b>43</b>        | <b>124</b>   | <b>-</b>         |

- v) The following are the amounts recognised in the Statement of Profit and Loss:

| Particulars                                                                             | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|-----------------------------------------------------------------------------------------|----------------------------------|----------------------------------|
| Depreciation expense of right-of-use assets (refer note 29)                             | 47                               | 47                               |
| Interest expense on lease liabilities(Refer Note 28)                                    | 9                                | 13                               |
| Expense relating to short-term leases and low-value assets (included in other expenses) | 2                                | 1                                |
| <b>Total amount recognised in Statement of Profit and Loss</b>                          | <b>58</b>                        | <b>61</b>                        |

- vi) Impact on statement of cash flows (increase/(decrease)):

| Particulars                                       | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---------------------------------------------------|----------------------------------|----------------------------------|
| Payment of principal portion of lease liabilities | 51                               | 43                               |
| Payment of interest portion of lease liabilities  | 9                                | 13                               |
| Payment Related to short-term leases              | 2                                | 1                                |
| <b>Cash flows</b>                                 | <b>62</b>                        | <b>57</b>                        |

### 41 COMMITMENTS AND CONTINGENCIES

#### A. Commitments

##### Capital Commitments

| Particulars                                                                                                      | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|------------------------------------------------------------------------------------------------------------------|----------------------------------|----------------------------------|
| Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) | -                                | -                                |

#### B. Contingent liabilities

In the ordinary course of business, the Company faces claims and assertions by various parties. The Company assesses such claims and assertions and monitors the legal environment on an ongoing basis with the assistance of external legal counsel, wherever necessary. The Company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements if material. For

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

potential losses that are considered possible, but not probable, the Company provides disclosure in the financial statements but does not record a liability in its accounts unless the loss becomes probable.

### Contingent Liabilities not provided for in respect of:

| Particulars                                            | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|--------------------------------------------------------|-------------------------------------|-------------------------------------|
| a) Claims against the company not acknowledged as debt | -                                   | -                                   |
| - Demand by Income Tax Department                      |                                     |                                     |
| b) Corporate Guarantee given by the company            | -                                   | -                                   |

## 42 CAPITAL MANAGEMENT

The Company's capital management is intended to maximize the return to shareholders for meeting the long-term and short-term goals of the Company through the optimization of the debt and equity balance.

The Company determines the amount of capital required on the basis of annual and long-term operating plans and strategic investment plans. The funding requirements are met through equity and long-term/short-term borrowings. The Company monitors the capital structure on the basis of Net debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

For the purpose of capital management, capital includes issued equity capital, securities premium and all other reserves attributable to the equity shareholders of the Company.

Net debt includes all long, short-term borrowings and lease liabilities as reduced by cash and cash equivalents.

The following table summarizes the capital of the Company

| Particulars                                 | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|---------------------------------------------|-------------------------------------|-------------------------------------|
| Debt*                                       | 783                                 | 453                                 |
| Less: Cash and cash equivalents             | 274                                 | 44                                  |
| <b>Net debt (A)</b>                         | <b>509</b>                          | <b>409</b>                          |
| Equity share Capital                        | 253                                 | 232                                 |
| Other Equity                                | 2,268                               | 1,147                               |
| <b>Equity (B)</b>                           | <b>2,521</b>                        | <b>1,379</b>                        |
| <b>Capital and net debt (C) = (A) + (B)</b> | <b>3,030</b>                        | <b>1,788</b>                        |
| <b>Net debt to equity ratio (A) / (B)</b>   | <b>0.20</b>                         | <b>0.30</b>                         |

\* Debt is defined as long term, short term borrowings and lease liabilities

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

## 43 FAIR VALUES

(a) Financial instruments by category:-

### As at 31 March 2026

|                                    | Cost     | FVTPL    | FVTOCI   | Amortised Cost |
|------------------------------------|----------|----------|----------|----------------|
| <b>(A) Financial assets</b>        |          |          |          |                |
| <b>Non-current</b>                 |          |          |          |                |
| i) Investment                      | -        | -        | -        | 473            |
| ii) Other financial assets         | -        | -        | -        | 336            |
| <b>Current</b>                     |          |          |          |                |
| i) Trade receivables               | -        | -        | -        | 996            |
| ii) Cash and cash equivalents      | -        | -        | -        | 274            |
| iii) Other bank balances           | -        | -        | -        | 294            |
| iv) Other financial assets         | -        | -        | -        | -              |
| <b>Total financial assets</b>      | <b>-</b> | <b>-</b> | <b>-</b> | <b>2,373</b>   |
| <b>(B) Financial liabilities</b>   |          |          |          |                |
| <b>Non-current</b>                 |          |          |          |                |
| i) Borrowings                      | -        | -        | -        | 145            |
| ii) Lease liabilities              | -        | -        | -        | 184            |
| <b>Current</b>                     |          |          |          |                |
| i) Borrowings                      | -        | -        | -        | 382            |
| ii) Lease liabilities              | -        | -        | -        | 71             |
| iii) Trade payables                | -        | -        | -        | 332            |
| iv) Other financial liabilities    | -        | -        | -        | 53             |
| <b>Total financial liabilities</b> | <b>-</b> | <b>-</b> | <b>-</b> | <b>1,167</b>   |

### As at 31 March 2025

| Particular                         | Cost     | FVTPL    | FVTOCI   | Amortised Cost |
|------------------------------------|----------|----------|----------|----------------|
| <b>(A) Financial assets</b>        |          |          |          |                |
| <b>Non-current</b>                 |          |          |          |                |
| i) Investment                      | -        | -        | -        | 468            |
| ii) Other financial assets         | -        | -        | -        | 16             |
| <b>Current</b>                     |          |          |          |                |
| i) Trade receivables               | -        | -        | -        | 861            |
| ii) Cash and cash equivalents      | -        | -        | -        | 44             |
| iii) Other bank balances           | -        | -        | -        | 130            |
| iv) Other financial assets         | -        | -        | -        | -              |
| <b>Total financial assets</b>      | <b>-</b> | <b>-</b> | <b>-</b> | <b>1,519</b>   |
| <b>(B) Financial liabilities</b>   |          |          |          |                |
| <b>Non-current</b>                 |          |          |          |                |
| i) Borrowings                      | -        | -        | -        | 175            |
| ii) Lease liabilities              | -        | -        | -        | 74             |
| <b>Current</b>                     |          |          |          |                |
| i) Borrowings                      | -        | -        | -        | 153            |
| ii) Lease liabilities              | -        | -        | -        | 51             |
| iii) Trade payables                | -        | -        | -        | 84             |
| iv) Other financial liabilities    | -        | -        | -        | 28             |
| <b>Total financial liabilities</b> | <b>-</b> | <b>-</b> | <b>-</b> | <b>565</b>     |



**Notes to the Financial Statement for the Period ended March 31, 2026**  
(All amounts are in ₹ million unless otherwise stated)**(b) Fair value disclosures for financial assets and financial liabilities**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are

- (a) recognised and measured at fair value and
- (b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

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

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 — Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

There are no transfer between L-I, II, III during the year.

The carrying amount of financial assets and financial liabilities measured at amortized cost in financial statements are reasonable approximation of their fair value. Since the company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

**As at 31 March 2026**

| Particulars             | Fair Value Methodology | Total carrying value | Level 1 | Level 2 | Level 3    |
|-------------------------|------------------------|----------------------|---------|---------|------------|
| <b>Financial Assets</b> |                        |                      |         |         |            |
| (i) Investment          | FVTPL                  | 473                  | -       | -       | 473        |
|                         |                        | <b>473</b>           | -       | -       | <b>473</b> |

**As at 31 March 2025**

| Particulars             | Fair Value Methodology | Total carrying value | Level 1 | Level 2 | Level 3    |
|-------------------------|------------------------|----------------------|---------|---------|------------|
| <b>Financial Assets</b> |                        |                      |         |         |            |
| (i) Investment          | FVTPL                  | 468                  | -       | -       | 468        |
|                         |                        | <b>468</b>           | -       | -       | <b>468</b> |

**Notes to the Financial Statement for the Period ended March 31, 2026**  
(All amounts are in ₹ million unless otherwise stated)**44 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES**

The Company's principal financial liabilities comprise Borrowings, lease liabilities and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's principal financial assets include investments, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to various financial risks. These risks are categorised into market risk, credit risk and liquidity risk. The Company's risk management is coordinated by the Board of Directors and focuses on securing long term and short term cash flows. The Company does not engage in trading of financial assets for speculative purposes.

**Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include borrowings and derivative financial instruments.

The sensitivity analysis in the following sections relate to the position as at 31 March 2026, 31 December 2025, 31 March 2025 and 01 April 2024.

The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of floating to fixed interest rates of the debt and the proportion of financial instruments in foreign currencies are all constant in place as at 31 March 2026, 31 December 2025, 31 March 2025 and 01 April 2024.

The analysis exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations and provisions.

The following assumption have been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held as at 31 March 2026, 31 December 2025, 31 March 2025 and 01 April 2024.

**Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

**Notes to the Financial Statement for the Period ended March 31, 2026**  
 (All amounts are in ₹ million unless otherwise stated)

**(a) Interest rate risk exposure**

The exposure of the Company's borrowings to interest rate changes at the end of the reporting period/year are as follows:

| Particulars                                         | As at<br>31 March 2026 | As at<br>31 March 2025 |
|-----------------------------------------------------|------------------------|------------------------|
| <b>Fixed rate borrowings</b>                        |                        |                        |
| Long term borrowings (including current maturities) | 196                    | 222                    |
| Short term borrowings                               | -                      | -                      |
| <b>Variable rate borrowings</b>                     |                        |                        |
| Long term borrowings (including current maturities) | -                      | -                      |
| Short term borrowings                               | 331                    | 107                    |
| <b>Total borrowings</b>                             | <b>527</b>             | <b>329</b>             |

**(b) Sensitivity**

For floating rate borrowings, the analysis is prepared assuming that the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used, which represents management's assessment of the reasonably possible change in interest rate.

| Particulars                                     | As at<br>31 March 2026 | As at<br>31 March 2025 |
|-------------------------------------------------|------------------------|------------------------|
| Variable Cost Borrowings at the year/period end | 331                    | 107                    |

In case of fluctuation in interest rates by 50 basis points and all other variables were held constant, the profit before tax for the year from continuing operations would increase or decrease as follows:

| Particulars                                     | As at<br>31 March 2026 | As at<br>31 March 2025 |
|-------------------------------------------------|------------------------|------------------------|
| Impact on profit before tax for the year/period | 2                      | 1                      |

**Credit risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables.

Customer credit risk is managed by Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major customers. The Company does not hold collateral as security.

With respect to Trade receivables, the Company has constituted the terms to review the receivables on periodic basis and to take necessary mitigations, wherever required. The Company creates allowance for all unsecured receivables based on lifetime expected credit loss based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix.

**Notes to the Financial Statement for the Period ended March 31, 2026**  
 (All amounts are in ₹ million unless otherwise stated)

The following table summarises the changes in the loss allowance measured using ECL:

| Particulars                                 | As at<br>31 March 2026 | As at<br>31 March 2025 |
|---------------------------------------------|------------------------|------------------------|
| Opening balance                             | 4                      | -                      |
| Amount provided/ (reversed) during the year | 4                      | 4                      |
| Amount utilised during the year             | -                      | -                      |
| <b>Closing provision</b>                    | <b>8</b>               | <b>4</b>               |

Credit risk on cash and cash equivalent and bank balances is not significant as it majorly includes deposits with bank.

**Liquidity risk**

Liquidity risk is the risk, where the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due.

**45 GRATUITY AND OTHER POST-EMPLOYMENT BENEFITS PLANS**
**A. Defined Contribution plan**

The Company contribution to provident fund, other funds are considered as defined contribution plans. The contributions are charged to the Statement to profit and loss as they accrue. Contributions to provident fund included in employee benefits expense (refer note 27 ) are as under:

| Particulars                    | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|--------------------------------|-------------------------------------|-------------------------------------|
| Contribution to provident fund | 9                                   | 9                                   |

**B. Defined benefit plans - general description**

The Group has a defined gratuity benefit plan. Every employee who completes service of five years or more gets a gratuity of 15 days salary (last drawn salary) for each completed year of service. The obligation towards gratuity is being measured using projected credit line method. The gratuity is unfunded.

The following tables summaries the components of net benefit expense recognised in the Restated consolidated Statement of Profit and Loss and the funded status and amounts recognised in the Restated consolidated statement of Asset & Liability for the gratuity benefit (based on actuarial valuation) :

**Amount recognised in Restated Statement of Profit and Loss**
**Net employee benefit expense recognized in the employee cost:**

| Particulars                                                    | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|----------------------------------------------------------------|-------------------------------------|-------------------------------------|
| Service cost                                                   | 6                                   | 9                                   |
| Net interest cost                                              | 2                                   | 2                                   |
| Expected return on plan assets                                 | -                                   | -                                   |
| <b>Expenses recognised in the statement of profit and loss</b> | <b>8</b>                            | <b>11</b>                           |



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### Amount recognised in other comprehensive income

| Particulars                                                                           | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|---------------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|
| Actuarial (gain)/ loss on obligations arising from changes in experience adjustments  | (17)                                | (11)                                |
| Actuarial (gain)/ loss on obligations arising from changes in demographic adjustments | -                                   | -                                   |
| Actuarial (gain)/ loss on obligations arising from changes in financial assumptions   | (2)                                 | 2                                   |
| <b>Expenses recognised in the other comprehensive income</b>                          | <b>(19)</b>                         | <b>(9)</b>                          |

### Balance sheet

#### Benefit asset/ (liability)

| Particulars                                                 | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-------------------------------------------------------------|-------------------------------------|-------------------------------------|
| Present value of defined obligation at the end of the year  | 23                                  | 34                                  |
| Less : Fair value of the plan assets at the end of the year | -                                   | -                                   |
| <b>Net present value of defined benefit obligation</b>      | <b>23</b>                           | <b>34</b>                           |

### Changes in the present value of the defined benefit obligation are as follows:

| Particulars                               | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-------------------------------------------|-------------------------------------|-------------------------------------|
| Opening defined benefit obligation        | 34                                  | 32                                  |
| Service cost                              | 6                                   | 9                                   |
| Interest cost                             | 2                                   | 2                                   |
| Benefits paid                             | (0)                                 | -                                   |
| Actuarial (gain)/ loss on obligation      | (19)                                | (9)                                 |
| <b>Closing defined benefit obligation</b> | <b>23</b>                           | <b>34</b>                           |

### C. The principal actuarial assumptions used in determining gratuity are as follows:

#### Economic assumptions

| Particulars                                            | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|--------------------------------------------------------|-------------------------------------|-------------------------------------|
| Discount rate                                          | 7.62%                               | 6.81%                               |
| Average Salary escalation rate                         | 7.00%                               | 7.00%                               |
| Average remaining working life of the employees(years) | 28.36                               | 29.42                               |
| Attrition at Ages                                      | Withdrawal rate %                   | Withdrawal rate %                   |
| Up to 35 Years                                         | 7.89%                               | 7.50%                               |
| From 36 to 40 years                                    | 5.26%                               | 5.00%                               |
| From 41 to 50 years                                    | 2.63%                               | 2.50%                               |
| Above 51 years                                         | 1.32%                               | 1.25%                               |

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### D. Demographic assumptions

| Particulars     | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-----------------|-------------------------------------|-------------------------------------|
| Retirement age  | 60                                  | 60                                  |
| Mortality table | 100% of IALM<br>(2012 - 14)         | 100% of IALM<br>(2012 - 14)         |

### E. The following payments are expected contributions to the defined benefit plan in future years:

| Particulars                                              | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|----------------------------------------------------------|-------------------------------------|-------------------------------------|
| Within the next 12 months (next annual reporting period) | 1                                   | 2                                   |
| Between 1 and 5 years                                    | 4                                   | 5                                   |
| Beyond 5 years                                           | 18                                  | 27                                  |
| <b>Total expected payments</b>                           | <b>23</b>                           | <b>34</b>                           |

As per our report of even date attached

**For L.U.KRISHNAN & CO**  
Chartered Accountants  
ICAI Firm Registration Number: 001527S

**P K Manoj**  
Partner  
Membership No.: 207550  
UDIN : 26207550TGXAAV9433

**Place : Chennai**  
**Date : May 29, 2026**

**For and on behalf of the Board of Directors of**  
**Basilic Fly Studio Limited**

**Balakrishnan**  
Managing Director  
DIN: 06590484  
Place: London  
Date: May 29, 2026

**Gaurav Mehra**  
Chief Financial Officer  
Place: Chennai  
Date: May 29, 2026

**Sundaram Yogalakshmi**  
Wholetime Director  
DIN: 07323404  
Place: London  
Date: May 29, 2026

**Ikkurthi Chandramohan**  
Company Secretary & Compliance Officer  
M.No: F10194  
Place: Chennai  
Date: May 29, 2026

# CONSOLIDATED FINANCIAL STATEMENT

## INDEPENDENT AUDITOR’S REPORT

To the Members of  
**Basilic Fly Studio Limited.,**  
**Report on the Audit of the Consolidated Financial Statements**

**OPINION**

1. We have audited the accompanying consolidated financial statements of **Basilic Fly Studio Limited** (Hereinafter referred to the “**Holding Company**”) and its subsidiaries (Holding Company and its subsidiaries together referred to as “the Group”), which comprise the consolidated Balance Sheet as at March 31, 2026, the consolidated statement of Profit and Loss, including other comprehensive income, Statement of Changes in Equity, the consolidated cash flows Statement for the year 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”).
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements for the period ended 31<sup>st</sup> March, 2026 give the information required by the Companies Act, 2013 as amended (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March 2026, and profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**BASIS FOR OPINION**

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our

report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**KEY AUDIT MATTERS**

4. 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.

| Key Audit Matter                                                                                                                                                                                                                                   | How the matter was addressed in our audit                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| The Holding company derives its revenues primarily from Sale of Visual effects (VFX) Service contracts. Revenue on time-and-material contracts are recognized as the related services are performed. Sales are shown net of sales returns, if any. | <p>In view of the significance of the matter we applied the following audit procedures on selected specific and statistical samples of contracts, among others to obtain sufficient audit evidence:</p> <ul style="list-style-type: none"><li>• Assessed the appropriateness of the revenue recognition is in accordance with the applicable accounting standard and accounting policies.</li><li>• Verified the progress of each project in terms use of human resources and other resources and</li><li>• Verified the contract with customers made in this regard and revenues accounted under proportionate Completion method.</li></ul> |



#### INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

5. The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Report along with Annexures but does not include the consolidated financial statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.
6. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard. The above information is not available to us as on the date of our report.

#### RESPONSIBILITIES OF THE MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS:

8. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for

safeguarding 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

9. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.
10. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

#### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

11. 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.

12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - i. 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.
  - ii. 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
  - iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - iv. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- v. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- vi. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or 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 consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

13. Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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.

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

15. 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.

16. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### OTHER MATTER

17. We did not audit the financial statements of Basilic Fly Studio UK Private Limited (including step down subsidiaries namely One of Us Ltd & One of Us Paris), whose financial statements reflect group share of total assets of ₹2058 million, group share of total revenues of ₹2873 million, group share of total net profit after tax of ₹72 million, group share of total comprehensive income 72 million and net cashflow of ₹(133) million for the year ended 31 March 2026. These financial statements have been audited by other auditors whose reports 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 this 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 the reports of the other auditors.

Certain of these 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. 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 and which have been audited by other auditors in India. We

have audited these conversion adjustments made by the Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Company and audited by us.

Also, we did not audit the financial statements of Basilic Fly Studio Canada Limited (Subsidiary), whose financial statements reflect share of total assets of ₹736 million, share of total revenues of ₹670 million and share of total net profit after tax of ₹101 million, share of total comprehensive income of ₹101 million and net cash flow (net) of ₹(17) million for the year ended 31 March 2026, as considered in the consolidated financial statements, in respect of subsidiaries, whose financial statements have not been audited by us. 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 these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, 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.

Our opinion is on the consolidated financial statements, and our report on Other Legal and regulatory Requirements below is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

#### REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

18. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
19. As required by Section 143(3) of the Act, we report that:

- i. 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.
- ii. 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.
- iii. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement 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.
- iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- v. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
- vi. With respect to the adequacy of internal financial controls over financial reporting and the operating effectiveness of such controls, reporting under this section is not applicable for subsidiaries, as all subsidiaries are not incorporated in India and for Holding Company refer to our separate report in **"Annexure B"** of the Standalone Auditor's Report included in this annual report.
- vii. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- a) The Group does not have any pending litigations which would impact its consolidated financial position of the Group.
  - b) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies incorporated in India.
- viii. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; .
- (c) Based on the audit procedures that have been considered reasonable and appropriate in



the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- ix. The Company did not declare or pay any dividend during the year.
- x. Based on our examination, which included test checks, the Holding Company has used accounting software for maintaining its books of account for

the financial year ended March 31, 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 and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

However, reporting in respect of subsidiaries is not applicable as all subsidiaries of the Group are incorporated outside India.

**For L U Krishnan & Co.**  
Chartered Accountants  
Firm's Registration No: 001527S

**P K Manoj**  
Partner

Membership No.207550  
UDIN : 26207550CNCQDB5165

Place: Chennai  
Date: 29 May 2026

### ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS OF BASILIC FLY STUDIO LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 18 under 'Report on Other Legal and Regulatory Requirements' section of our report)

- a) In our opinion and according to the information and explanations given to us, the Companies (Auditor's Report) Order, 2020 of the Holding Company did not include any qualifications or adverse remarks made by the auditors of subsidiary company in their auditor's report, included in the consolidated financial statements of the Company.

**For L U Krishnan & Co.**  
Chartered Accountants  
Firm's Registration No: 001527S

**P K Manoj**  
Partner  
Membership No.207550  
UDIN : 26207550CNCQDB5165

Place: Chennai  
Date: 29 May 2026

## CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2026

(All amounts are in ₹ million unless otherwise stated)

| Particulars                              | Notes | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|------------------------------------------|-------|------------------------|------------------------|------------------------|
| <b>ASSETS</b>                            |       |                        |                        |                        |
| <b>1 Non-current assets</b>              |       |                        |                        |                        |
| (a) Property, plant and equipment        | 3     | 218                    | 179                    | 19                     |
| (b) Right of use assets                  | 4     | 388                    | 277                    | 151                    |
| (c) Goodwill                             | 5     | 775                    | 775                    | -                      |
| (d) Intangible Assets under Development  | 6     | 597                    | -                      | -                      |
| (e) Financial assets                     |       |                        |                        |                        |
| i. Investments                           |       | -                      | -                      | -                      |
| ii. Other financial assets               | 7     | 129                    | 49                     | 41                     |
| (f) Deferred tax Asset (net)             | 8     | 22                     | 17                     | 12                     |
| <b>Total non-current assets (1)</b>      |       | <b>2,129</b>           | <b>1,297</b>           | <b>223</b>             |
| <b>2 Current assets</b>                  |       |                        |                        |                        |
| (a) Inventories                          |       | -                      | -                      | -                      |
| (b) Financial assets                     |       |                        |                        |                        |
| i. Trade receivables                     | 9     | 1,382                  | 772                    | 531                    |
| ii. Cash and cash equivalents            | 10    | 445                    | 298                    | 30                     |
| iii. Other bank balances                 | 10.1  | 294                    | 130                    | 398                    |
| iv. Other financial assets               |       | -                      | -                      | -                      |
| (c) Current Tax Asset (Net)              |       |                        |                        |                        |
| (d) Other current assets                 | 11    | 1,119                  | 869                    | 402                    |
| <b>Total current assets (2)</b>          |       | <b>3,240</b>           | <b>2,070</b>           | <b>1361</b>            |
| <b>Total assets (1+2)</b>                |       | <b>5,369</b>           | <b>3,366</b>           | <b>1584</b>            |
| <b>EQUITY AND LIABILITIES</b>            |       |                        |                        |                        |
| <b>1 Equity</b>                          |       |                        |                        |                        |
| (a) Equity share capital                 | 12    | 253                    | 232                    | 232                    |
| (b) Other equity                         | 13    | 3,086                  | 1,772                  | 985                    |
| (c) Non-controlling interest             | 14    | 102                    | 84                     | 4                      |
| <b>Total equity (1)</b>                  |       | <b>3,441</b>           | <b>2,088</b>           | <b>1221</b>            |
| <b>Liabilities</b>                       |       |                        |                        |                        |
| <b>2 Non-current liabilities</b>         |       |                        |                        |                        |
| (a) Financial liabilities                |       |                        |                        |                        |
| i. Borrowings                            | 15    | 263                    | 357                    | 6                      |
| ii. Lease liabilities                    | 16    | 329                    | 238                    | 124                    |
| (b) Provisions                           | 17    | 34                     | 44                     | 30                     |
| (c) Deferred tax liabilities (net)       | 8     | -                      | 27                     | -                      |
| <b>Total non-current liabilities (2)</b> |       | <b>626</b>             | <b>666</b>             | <b>160</b>             |

| Particulars                                                                  | Notes | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|------------------------------------------------------------------------------|-------|------------------------|------------------------|------------------------|
| <b>3 Current liabilities</b>                                                 |       |                        |                        |                        |
| (a) Financial liabilities                                                    |       |                        |                        |                        |
| i. Borrowings                                                                | 18    | 384                    | 155                    | 19                     |
| ii. Lease liabilities                                                        | 19    | 89                     | 67                     | 43                     |
| iii. Trade payables                                                          | 20    |                        |                        |                        |
| - Total outstanding dues of micro and small enterprises                      |       | 9                      | 25                     | 10                     |
| - Total outstanding dues of creditors other than micro and small enterprises |       | 227                    | 13                     | 50                     |
| iv. Other financial liabilities                                              | 21    | 59                     | 44                     | 32                     |
| (b) Other current liabilities                                                | 23    | 328                    | 234                    | 7                      |
| (c) Provisions                                                               | 22    | 206                    | 74                     | 42                     |
| (d) Current Tax Liabilities (net)                                            |       | -                      | -                      | -                      |
| <b>Total current liabilities (3)</b>                                         |       | <b>1,302</b>           | <b>612</b>             | <b>203</b>             |
| <b>Total equity and liabilities (1+2+3)</b>                                  |       | <b>5,369</b>           | <b>3,366</b>           | <b>1584</b>            |

Material Accounting Policies  
See accompanying notes to the Financial Statements

2

As per our report of even date attached

**For L.U.KRISHNAN & CO**  
Chartered Accountants  
ICAI Firm Registration Number: 001527S

**For and on behalf of the Board of Directors of  
Basilic Fly Studio Limited**

**P K Manoj**  
Partner  
Membership No.: 207550  
UDIN : 26207550CNCQDB5165

**Balakrishnan**  
Managing Director  
DIN: 06590484  
Place: London  
Date: 29 May 2026

**Sundaram Yogalakshmi**  
Wholetime Director  
DIN: 07323404  
Place: London  
Date: 29 May 2026

**Place : Chennai**  
**Date : 29 May 2026**

**Gaurav Mehra**  
Chief Financial Officer  
Place: Chennai  
Date: 29 May 2026

**Ikkurthi Chandramohan**  
Company Secretary & Compliance  
Officer  
M.No: F10194  
Place: Chennai  
Date: 29 May 2026

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

(All amounts are in ₹ million unless otherwise stated)

| Particulars                                                                                         | Note<br>No. | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-----------------------------------------------------------------------------------------------------|-------------|-------------------------------------|-------------------------------------|
| <b>I Income</b>                                                                                     |             |                                     |                                     |
| Revenue from operations                                                                             | 24          | 4,078                               | 3,041                               |
| Other income                                                                                        | 25          | 106                                 | 21                                  |
| <b>Total income (I)</b>                                                                             |             | <b>4,184</b>                        | <b>3,062</b>                        |
| <b>II Expenses</b>                                                                                  |             |                                     |                                     |
| Employee benefits expense                                                                           | 26          | 2,596                               | 1,902                               |
| Finance costs                                                                                       | 27          | 101                                 | 63                                  |
| Depreciation and amortisation expense                                                               | 28          | 163                                 | 122                                 |
| Other expenses                                                                                      | 29          | 630                                 | 424                                 |
| <b>Total expenses (II)</b>                                                                          |             | <b>3,490</b>                        | <b>2,511</b>                        |
| <b>III Profit before exceptional items and tax (I-II)</b>                                           |             | <b>694</b>                          | <b>551</b>                          |
| <b>IV Exceptional Items (net)</b>                                                                   | 30          | 32                                  | 40                                  |
| <b>V Profit before tax (III-IV)</b>                                                                 |             | <b>662</b>                          | <b>511</b>                          |
| <b>VI Tax expense :</b>                                                                             | 31          |                                     |                                     |
| Current tax                                                                                         |             | 173                                 | 64                                  |
| Prior Period Tax                                                                                    |             | -                                   | 7                                   |
| Deferred tax charge                                                                                 |             | (17)                                | (7)                                 |
| <b>VII Total tax expense (VI)</b>                                                                   |             | <b>156</b>                          | <b>64</b>                           |
| <b>VIII Profit for the year (VI - VII)</b>                                                          |             | <b>506</b>                          | <b>447</b>                          |
| <b>IX Other comprehensive income/(loss)</b>                                                         |             |                                     |                                     |
| <b>Items that will not be reclassified subsequently to Profit or Loss</b>                           |             |                                     |                                     |
| (i) Re-measurement gains / (losses) on defined benefit plans                                        |             | 19                                  | 9                                   |
| (ii) Income tax effect on above                                                                     |             | (5)                                 | (2)                                 |
| <b>Items that will be reclassified subsequently to Profit or Loss</b>                               |             |                                     |                                     |
| (i) Exchange difference on translation of foreign operations                                        |             | 15                                  | 2                                   |
| <b>Total other comprehensive income for the year (net of tax)</b>                                   |             | <b>29</b>                           | <b>9</b>                            |
| <b>X Total comprehensive income for the year, net of tax (VII+VIII)</b>                             |             | <b>535</b>                          | <b>456</b>                          |
| <b>Attributable to:</b>                                                                             |             |                                     |                                     |
| Owners of the parent                                                                                |             | 517                                 | 373                                 |
| Non-controlling interests                                                                           |             | 18                                  | 82                                  |
| <b>Of the Total Comprehensive Income above,<br/>Profit for the year attributable to:</b>            |             |                                     |                                     |
| Owners of the parent                                                                                |             | 488                                 | 365                                 |
| Non-controlling interests                                                                           |             | 18                                  | 82                                  |
| <b>Of the Total Comprehensive Income above,<br/>Other comprehensive income attributable to:</b>     |             |                                     |                                     |
| Owners of the parent                                                                                |             | 29                                  | 8                                   |
| Non-controlling interests                                                                           |             | -                                   | -                                   |
| <b>XI Earnings per equity share [nominal value of shares ₹10 each<br/>(Previous year ₹10 each)]</b> |             |                                     |                                     |
| - Basic earnings per share (₹)                                                                      | 32          | 20.78                               | 19.20                               |
| - Diluted earnings per share (₹)                                                                    | 32          | 20.78                               | 19.20                               |

Material Accounting Policies  
See accompanying notes to the Financial Statements

2

As per our report of even date attached

**For L.U.KRISHNAN & CO**  
Chartered Accountants  
ICAI Firm Registration Number: 001527S

**For and on behalf of the Board of Directors of  
Basilic Fly Studio Limited**

**P K Manoj**  
Partner  
Membership No.: 207550  
UDIN : 26207550CNCQDB5165

**Balakrishnan**  
Managing Director  
DIN: 06590484  
Place: London  
Date: 29 May 2026

**Sundaram Yogalakshmi**  
Wholetime Director  
DIN: 07323404  
Place: London  
Date: 29 May 2026

**Place : Chennai**  
**Date : 29 May 2026**

**Gaurav Mehra**  
Chief Financial Officer  
Place: Chennai  
Date: 29 May 2026

**Ikkurthi Chandramohan**  
Company Secretary & Compliance Officer  
M.No: F10194  
Place: Chennai  
Date: 29 May 2026



## CONSOLIDATED STATEMENT OF CASH FLOW FOR THE PERIOD YEAR ENDED 31 MARCH 2026

(All amounts are in ₹ million unless otherwise stated)

| Particulars                                                                   |            | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-------------------------------------------------------------------------------|------------|-------------------------------------|-------------------------------------|
| <b>A. Cash flow from operating activities</b>                                 |            |                                     |                                     |
| Profit for the year before tax                                                |            | 662                                 | 511                                 |
| <b>Adjustments to reconcile restated profit before tax to net cash flows:</b> |            |                                     |                                     |
| Depreciation and amortisation expense                                         |            | 163                                 | 122                                 |
| Provision for expected credit loss                                            |            | 8                                   | 4                                   |
| Interest Expense on lease liabilities                                         |            | 16                                  | 22                                  |
| Foreign Exchange (Gain)/Loss                                                  |            | 73                                  | 13                                  |
| Unwinding of interest on Security deposit                                     |            | (1)                                 | (1)                                 |
| Finance income                                                                |            | (31)                                | (7)                                 |
| Finance costs                                                                 |            | 85                                  | 41                                  |
| <b>Operating profit before working capital changes</b>                        |            | <b>975</b>                          | <b>705</b>                          |
| <b>Working capital adjustments :</b>                                          |            |                                     |                                     |
| (Increase)/ decrease in trade receivables                                     |            | (674)                               | (258)                               |
| (Increase)/ decrease in Other financial assets                                |            | (78)                                | (7)                                 |
| (Increase)/ decrease in Other Non current assets                              |            | (249)                               | (468)                               |
| Increase/(decrease) in Long term Provisions                                   |            | (10)                                | 14                                  |
| Increase/(decrease) in Short term Provisions                                  |            | 19                                  | 9                                   |
| Increase/(decrease) in trade payables                                         |            | 198                                 | (23)                                |
| Increase/(decrease) in Other Financial liabilities                            |            | 15                                  | 12                                  |
| Increase/(decrease) in Other current liabilities                              |            | 95                                  | 227                                 |
| Increase/(decrease) in Other Non current liabilities                          |            | (21)                                | 27                                  |
| <b>Cash generated from operations</b>                                         |            | <b>270</b>                          | <b>239</b>                          |
| Income tax paid (net of refund)                                               |            | (41)                                | (39)                                |
| <b>Net cash flows from operating activities</b>                               | <b>(A)</b> | <b>229</b>                          | <b>200</b>                          |
| <b>B. Investing activities :</b>                                              |            |                                     |                                     |
| Interest income                                                               |            | 31                                  | 7                                   |
| Bank Deposits                                                                 |            | (164)                               | 268                                 |
| Purchase of Goodwill                                                          |            | 0                                   | (775)                               |
| Purchase of property, plant and equipment including Intangible Asset          |            | (730)                               | (222)                               |
| <b>Net cash flow used in investing activities</b>                             | <b>(B)</b> | <b>(863)</b>                        | <b>(722)</b>                        |
| <b>C. Financing activities :</b>                                              |            |                                     |                                     |
| Interest paid                                                                 |            | (85)                                | (41)                                |
| Proceeds from long term borrowings                                            |            | (94)                                | 351                                 |
| Procced from Share capital                                                    |            | 817                                 | 415                                 |
| Proceeds Short term borrowings                                                |            | 229                                 | 137                                 |
| Principle repayment of lease liabilities                                      |            | (69)                                | (48)                                |
| Interest paid on lease liabilities                                            |            | (16)                                | (22)                                |
| <b>Net cash used in financing activities</b>                                  | <b>(C)</b> | <b>782</b>                          | <b>792</b>                          |

| Particulars                                                                                                                  |  | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|------------------------------------------------------------------------------------------------------------------------------|--|-------------------------------------|-------------------------------------|
| <b>Net (decrease)/increase in cash and cash equivalents (A)+(B)+(C)</b>                                                      |  | <b>148</b>                          | <b>270</b>                          |
| <b>IND AS Adjustmtment at the transaction date</b>                                                                           |  |                                     |                                     |
| Effects of exchange difference on cash & cash equivalent held in foreign currency                                            |  | (1)                                 | (2)                                 |
| Cash and cash equivalents at the beginning of the year                                                                       |  | 298                                 | 30                                  |
| <b>Cash and cash equivalents at the end of the year</b>                                                                      |  | <b>445</b>                          | <b>298</b>                          |
| <b>a) Cash and Cash Equivalents included in Restated Statement of Cash Flows comprise of following : (Refer Note No. 10)</b> |  |                                     |                                     |
| Cash in hand                                                                                                                 |  | 0                                   | 0                                   |
| Balance with banks                                                                                                           |  | 259                                 | 258                                 |
| Bank Deposits with less than 3 months maturity                                                                               |  | 186                                 | 40                                  |
|                                                                                                                              |  | <b>445</b>                          | <b>298</b>                          |

Material Accounting Policies (Note No. 2)  
See accompanying notes to the Financial Statements

As per our report of even date attached

**For L.U.KRISHNAN & CO**  
**Chartered Accountants**  
**ICAI Firm Registration Number: 001527S**

**For and on behalf of the Board of Directors of**  
**Basilic Fly Studio Limited**

**P K Manoj**  
Partner  
Membership No.: 207550  
UDIN : 26207550CNCQDB5165

**Balakrishnan**  
Managing Director  
DIN: 06590484  
Place: London  
Date: 29 May 2026

**Sundaram Yogalakshmi**  
Wholetime Director  
DIN: 07323404  
Place: London  
Date: 29 May 2026

**Place : Chennai**  
**Date : 29 May 2026**

**Gaurav Mehra**  
Chief Financial Officer  
Place: Chennai  
Date: 29 May 2026

**Ikkurthi Chandramohan**  
Company Secretary & Compliance Officer  
M.No: F10194  
Place: Chennai  
Date: 29 May 2026

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD YEAR ENDED 31 MARCH 2026

(All amounts are in ₹ million unless otherwise stated)

### A. EQUITY SHARE CAPITAL

| Particulars                                                        | Number of shares  | Amount     |
|--------------------------------------------------------------------|-------------------|------------|
| <b>Equity shares of ₹10 each issued, subscribed and fully paid</b> |                   |            |
| <b>As at 01 April 2024</b>                                         | 23,240,000        | 232        |
| Changes in equity share capital during the year                    | -                 | -          |
| <b>As at 31 March 2025</b>                                         | <b>23,240,000</b> | <b>232</b> |
| <b>As at 01 April 2025</b>                                         | 23,240,000        | 232        |
| Changes in equity share capital during the year                    | 2,025,000         | 20         |
| <b>As at 31 March 2026</b>                                         | <b>25,265,000</b> | <b>252</b> |

### B. OTHER EQUITY

| Particulars                                           | Reserves and Surplus       |                   |                  |                                      | Other Comprehensive Income | Total        |
|-------------------------------------------------------|----------------------------|-------------------|------------------|--------------------------------------|----------------------------|--------------|
|                                                       | Securities premium reserve | Retained earnings | General Reserves | Foreign Currency Translation Reserve |                            |              |
| <b>Balance As at 01 April 2024</b>                    | 487                        | 457               | 40               | -                                    | 1                          | 985          |
| Changes in accounting policies or prior period errors | -                          | -                 | -                | -                                    | -                          | -            |
| <b>Restated balance as at 01 April 2024</b>           | <b>487</b>                 | <b>457</b>        | <b>40</b>        | <b>-</b>                             | <b>1</b>                   | <b>985</b>   |
| <b>Add/ (less):</b>                                   |                            |                   |                  |                                      |                            |              |
| Change During the year                                | 415                        | -                 | 0                | -                                    | -                          | 415          |
| Profit/(loss) for the year                            | -                          | 365               | -                | -                                    | -                          | 365          |
| Other comprehensive income for the year               | -                          | -                 | -                | 2                                    | 6                          | 8            |
| <b>Balance As at 31 March 2025</b>                    | <b>902</b>                 | <b>822</b>        | <b>40</b>        | <b>2</b>                             | <b>7</b>                   | <b>1,773</b> |

| Particulars                                           | Reserves and Surplus       |                   |                  |                                      | Other Comprehensive Income | Total        |
|-------------------------------------------------------|----------------------------|-------------------|------------------|--------------------------------------|----------------------------|--------------|
|                                                       | Securities premium reserve | Retained earnings | General Reserves | Foreign Currency Translation Reserve |                            |              |
| <b>Balance As at 01 April 2025</b>                    | 902                        | 822               | 40               | 2                                    | 7                          | 1,773        |
| Changes in accounting policies or prior period errors | -                          | -                 | -                | -                                    | -                          | -            |
| <b>Restated balance as at 01 April 2025</b>           | <b>902</b>                 | <b>822</b>        | <b>40</b>        | <b>2</b>                             | <b>7</b>                   | <b>1,773</b> |
| <b>Add/ (less):</b>                                   |                            |                   |                  |                                      |                            |              |
| Changes During the year                               | 797                        | -                 | -                | -                                    | -                          | 797          |
| Profit/(loss) for the year                            | -                          | 488               | -                | -                                    | -                          | 488          |
| Other comprehensive income                            | -                          | -                 | -                | 15                                   | 14                         | 29           |
| <b>Balance As at 31 March 2026</b>                    | <b>1,699</b>               | <b>1,310</b>      | <b>40</b>        | <b>17</b>                            | <b>21</b>                  | <b>3,087</b> |

Material Accounting Policies (Note No. 2)  
See accompanying notes to the Financial Statements  
As per our report of even date attached

**For L.U.KRISHNAN & CO**  
**Chartered Accountants**  
**ICAI Firm Registration Number: 001527S**

**P K Manoj**  
Partner  
Membership No.: 207550  
UDIN : 26207550CNCQDB5165

**Place : Chennai**  
**Date : 29 May 2026**

**For and on behalf of the Board of Directors of**  
**Basilic Fly Studio Limited**

**Balakrishnan**  
Managing Director  
DIN: 06590484  
Place: London  
Date: 29 May 2026

**Gaurav Mehra**  
Chief Financial Officer  
Place: Chennai  
Date: 29 May 2026

**Sundaram Yogalakshmi**  
Wholetime Director  
DIN: 07323404  
Place: London  
Date: 29 May 2026

**Ikkurthi Chandramohan**  
Company Secretary & Compliance Officer  
M.No: F10194  
Place: Chennai  
Date: 29 May 2026

## Material accounting policies and explanatory notes to Consolidated Financial Statements

### 1. CORPORATE INFORMATION

#### 1.1. Corporate Information

The consolidated financial statements comprises of financial statement of Basilic Fly Studio Limited ('the Holding Group', 'the Parent' or 'the Group') and its subsidiary (collectively refer as a 'the Group') for the year ended March 31, 2026. The Group is domiciled in India and its registered office is located at **Tower A, KRC Commerzone, Mount Poonamallee Road, Porur, Chennai, Tamil Nadu - 600116, India.**

The Group is primarily engaged in **post-production services**, specializing in **high-end visual effects (VFX) and 2D-to-3D conversion services** for the **media and entertainment industry**.

The Group has three subsidiaries and the Group together with its subsidiaries collectively referred to as the "Group"

The Consolidated financial statements for the year ended March 31, 2026 were approved by the Board of Directors and authorized for issue on 29<sup>th</sup> May, 2026.

### 2 MATERIAL ACCOUNTING POLICY

This note provides a list of the material accounting policies adopted in the preparation of these Restated Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### 2.01 Basis of preparation and presentation of restated financial statement

##### i) Compliance with IndAS

The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and relevant provisions of the Companies Act, 2013.

ii) The Financial Statements of the Group comprise of the Balance Sheet as at 31 March 2026, 31 March 2025 and 31 March 2024, Statement of Profit and Loss, Statement of Cash Flow and Statement of Changes in Equity for the year ended 31 March 2026 31 March 2025 and 31 March 2024, the Summary statement of Material Accounting Policies and Notes to Financial Information (collectively, the 'Financial Statements' or 'Statements').

iii) **The Financial Statements have been compiled from:**

(a) Financial Statements of the Group as at and for the year ended 31 March 2026, 31 March 2025 and 31 March 2024 prepared in accordance with the Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, to the extent applicable, and the presentation requirements of the Companies Act, 2013 which have been approved by the Board of Directors at their meeting held on 29<sup>th</sup> May, 2026.

The financial statement for the year ended 31 March 2026 is the first set of Financial Statements prepared in accordance with the requirements of INDAS 101- First time adoption of Indian Accounting Standards. Accordingly, the transition date to IND AS is 01 April 2024. Upto the Financial year ended March 31, 2025, the Group prepared its financial statements in accordance with accounting standards notified under the Section 133 of the Act, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ("Indian GAAP" or "Previous GAAP").

##### iv) Historical cost convention

The Financial Statements have been prepared on a historical cost basis, except for the following assets and liabilities:



## Material accounting policies and explanatory notes to Consolidated Financial Statements

- (i) Certain financial assets and liabilities that are measured at fair value
- (ii) Defined benefit plans-plan assets measured at fair value
- v) The Financial Statements are presented in Indian Rupees ('INR') and all values are rounded to nearest millions (INR '000,000), except when otherwise indicated.

### 2.02 Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non- current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

**All other liabilities are classified as non current.**

Deferred tax assets and deferred tax liabilities are

classified as non- current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

### 2.03 Material accounting policy

This note provides a list of the material accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied for all years presented. Material accounting policies adopted by the Group are as under:

#### Principles of consolidation and equity accounting

##### i) **Subsidiary**

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date when control ceases. The Group combines the financial statements of the parent and its subsidiary line by line adding together like items of assets, liabilities, equity, income and expenses. Intergroup transactions, balances and unrealised gains on transactions between group Companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiary have been changed where necessary to ensure consistency with the policies adopted by the Group. Details of the Subsidiary are set out in Note 50 of Restated Consolidated Financial statement.

## Material accounting policies and explanatory notes to Consolidated Financial Statements

### Principles of consolidation and equity accounting - Accounting under Equity method for Associate Entities

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income.

Dividends received or receivable from associate are recognised as a reduction in the carrying amount of the investment. When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity

Unrealised gains on transactions between the group and its associate are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group.

### 2.04 Revenue Recognition

Revenue is recognised in accordance with Ind AS 115, "Revenue from Contracts with Customers" Revenue is recognised to the extent it is probable that economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured at the transaction price of the consideration received or receivable, net of Goods and Services tax and other taxes collected on behalf of third parties.

#### (a) Rendering of services

The Group derives its revenue primarily from post-

production services, including visual effects (VFX) and 2D-to-3D conversion services, provided under fixed-price and time-and-material contracts.

Revenue from fixed-price contracts is recognised over time, as the Group's performance does not create an asset with an alternative use and the Group has an enforceable right to payment for performance completed to date. The stage of completion is measured using an input method, based on efforts (labour hours/days) incurred to date as a proportion of the total estimated efforts required to complete the contract. Estimates of total efforts are reviewed at each reporting date, and any change is accounted for as a change in accounting estimate.

Revenue from time-and-material contracts is recognised over time as the related services are performed, based on the amount the Group has a right to invoice for services performed to date.

Where a contract includes variable consideration (such as volume-linked pricing or delivery-based penalties/credits), it is included in the transaction price only to the extent it is highly probable that a significant reversal of revenue will not subsequently occur.

Revenue relating to services performed but not billed to the customer as at the reporting date is recognised as unbilled revenue (a contract asset) and is transferred to trade receivables once the right to consideration becomes unconditional.

#### Contract balances

- **Unbilled revenue (contract asset):** An unbilled revenue is the right to consideration in exchange for services transferred to the customer. Unbilled revenues are recognised when there is excess of revenue earned over billings on contracts. Unbilled revenues are classified as such (only act of invoicing is pending) when there is unconditional right

## Material accounting policies and explanatory notes to Consolidated Financial Statements

to receive cash, and only passage of time is required, as per contractual terms.

- **Trade receivables:** A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due or payments are already due but yet to be realized).
- **Contract liabilities (advances from customers):** recognised when consideration is received, or is unconditionally due, before the related services are performed, and released to revenue as the services are performed.

### Costs relating to contracts

Costs incurred to fulfil a contract, that relate directly to an identified contract and are expected to be recovered, are recognised as an asset (work-in-progress) and amortised in line with the pattern of revenue recognition for the related contract.

### (b) Other income

Interest Income from a financial asset is recognised based on Effective Interest Rate (EIR). Interest Income is included under the head "Other income" in the statement of profit and loss

### (c ) Dividends

Revenue is recognised when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

## 2.05 Foreign currency

### (i) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Group's financial statements are presented in Indian rupee (INR) which is also the Group's functional and presentation currency.

### (ii) Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rate prevailing at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transaction and from the translation of monetary assets and liabilities denominated in foreign currencies at the year-end exchange rate are generally recognized in the statement of profit and loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

### (iii) Exchange differences

Exchange differences arising on settlement or translation of monetary items are recognized as income or expense in the year in which they arise with the exception of exchange differences on gain or loss arising on translation of nonmonetary items measured at fair value which is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively)

## 2.06 Property, plant and equipment

### 1. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring

## Material accounting policies and explanatory notes to Consolidated Financial Statements

the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Capital work in progress is stated at cost and includes the cost of the assets that are not ready for their intended use at the Balance Sheet date.

### 2. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

### 3. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the WDV and is generally recognised in the statement of profit and loss. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided over the useful life of assets as assessed by the management are in line with useful lives prescribed in Schedule II to the Companies Act 2013, as follows –

| Particulars            | Useful lives (years) |
|------------------------|----------------------|
| Computer               | 3-6                  |
| Furniture and fixtures | 10                   |
| Office equipment       | 5                    |
| Printer and Scanner    | 13                   |
| Motor Car              | 8                    |

Depreciation method, useful lives and residual values are reviewed at each financial yearend and

adjusted if appropriate.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed off).

## 2.07 Intangible assets

Intangible assets are recognized when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalized development cost, are not capitalized and the related expenditure is reflected in statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of ringing the asset to its working condition for its intended use.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss in the expense category consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortized but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to



## Material accounting policies and explanatory notes to Consolidated Financial Statements

be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from the disposal of the intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the assets are disposed off.

Intangible assets with finite useful life are amortized on a written down value basis over the estimated useful economic life of 5 years, which represents the period over which the Group expects to derive economic benefits from the use of the assets.

**2.08 Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**i) Recognition and initial measurement**

Trade receivables are initially recognised when they are originated. All other financial asset and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

**ii) Classification and subsequent measurement**

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- Fair value through other comprehensive income (FVOCI) – equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the

period the Group changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment by investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and Interest.

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity

## Material accounting policies and explanatory notes to Consolidated Financial Statements

risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows
- terms that may adjust the contractual rate, including variable interest rate features
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual paramount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

**Financial assets: Subsequent measurement and gains and losses**

|                                    |                                                                                                                                                                                                                                                                                                                      |
|------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Financial assets at FVPL           | These assets are subsequently measured at fair value. Net gains and losses, including interest or dividend income, are recognised in profit or loss.                                                                                                                                                                 |
| Financial assets at amortised cost | These assets are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss. |
| Equity investments at FVOCI        | These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.                     |

**Financial liabilities: Classification, subsequent measurement and gains and losses**

Financial liabilities are classified as measured at amortised cost or FVPL. A financial liability is classified as at FVPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Financial liabilities held for trading include derivative liabilities that are not accounted for as hedging instrument. Financial liabilities that meets the definition of held for trading are recognised at fair value through profit or loss.

## Material accounting policies and explanatory notes to Consolidated Financial Statements

### iii) Impairment

In accordance with Ind AS 109, the Group applies the expected credit losses (ECL) model for measurement and recognition of impairment loss on the following financial asset and credit risk exposure

- Financial assets measured at amortized cost;
- Financial assets measured at fair value through other comprehensive income (FVTOCI);

The Group follows a "simplified approach" for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables;

Under the simplified approach, the Group does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Group uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivable and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in subsequent periods, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Group reverts to recognizing impairment loss

allowance based on 12- months ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL that results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is reflected under the head 'other income' in the statement of profit and loss.

### iv) Trade Receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within one year and therefore are all classified as current. Where the settlement is due after one year, they are classified as non-current. Trade receivables are recognized

## Material accounting policies and explanatory notes to Consolidated Financial Statements

initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognized at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortized cost using the effective interest method.

### v) Contract Assets

A contract asset is the entity's right to consideration in exchange for goods or services that the entity has transferred to the customer. A contract asset becomes a receivable when the entity's right to consideration is unconditional, which is the case when only the passage of time is required before payment of the consideration is due. The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables.

### vi) Financial liabilities

#### a. Initial recognition and measurement

Financial liabilities are classified at initial recognition as financial liabilities at fair value through profit or loss, loans and borrowings, and payables, net of directly attributable transaction costs. The Group financial liabilities include loans and borrowings including bank overdraft, trade payables, trade deposits, retention money, liabilities towards services and other payables

#### b. Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

#### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated

upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in a hedge relationship as defined by Ind AS 109. The separated embedded derivate are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to profit and loss. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit or loss. The Group has not designated any financial liability as at fair value through profit and loss.

### vii) Trade Payable

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at fair value and subsequently measured at amortized cost using Effective interest rate method.

### viii) Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the



## Material accounting policies and explanatory notes to Consolidated Financial Statements

Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Group performs under the contract.

### ix) Impairment of assets

As at the end of each accounting year, the carrying amounts of PPE, investment property, intangible assets and investments in associate are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If such indication exists, the PPE, investment property, intangible assets and investments in associate are tested for impairment so as to determine the impairment loss, if any.

An impairment is recognized to the extent that the carrying amount of receivable or asset relating to contracts with customers (a) the remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which such asset relates; less (b) the costs that relate directly to providing those goods or services and that have not been recognized as expenses.

Impairment loss is recognized when the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is determined:

- (i) In the case of an individual asset, at the higher of fair value less costs to sell and the value-in-use; and
- (ii) In the case of a cash generating unit (the smallest identifiable Group of assets that generates independent cash flows), at the higher of the cash generating unit's fair values less costs to sell and the value-in-use.

### x) Loans and borrowings

Borrowings are initially recognized at fair value,

net of transaction cost incurred. After initial recognition, interest bearing borrowings are subsequently measured at amortized cost using the Effective interest rate method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the Effective interest rate amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the Effective interest rate. The Effective interest rate amortization is included as finance costs in the statement of profit and loss.

Borrowing is classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

### xi) Reclassification of financial assets/ financial liabilities

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent.

The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

## Material accounting policies and explanatory notes to Consolidated Financial Statements

### 2.09 Taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognized in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognized in Other Comprehensive Income or directly in equity, respectively.

#### Current tax:

Current tax expenses are accounted in the same period to which the revenue and expenses relate. Provision for current income tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates and the prevailing tax laws.

The Group's management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

#### Deferred tax:

Deferred income tax is recognized using the balance sheet approach. Deferred tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements.

Deferred income tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax

credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

### 2.10 Employee benefits

#### (i) Short-term obligations

All employee benefits falling due wholly within twelve months of rendering the service are classified as short-term employee benefits. Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

#### (ii) Defined Contribution Plan

The Group's Employees Provident Fund Organization (EPFO), Pension Fund and Employees State Insurance (ESI) are defined contribution plans. Obligations for contributions

## Material accounting policies and explanatory notes to Consolidated Financial Statements

to defined contribution plans are recognized as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees. Prepaid contribution is recognized as an assets to the extent that a cash refund or reduction in future payments is available.

### (iii) Defined Benefit Plan

Retirement benefit in the form of Gratuity is considered as defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the balance sheet date, together with adjustments for unrecognized actuarial gains or losses and past service costs. The defined benefit obligation is determined by actuarial valuation as on the balance sheet date, using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:

- (i) The date of the plan amendment or curtailment, and
- (ii) The date that the Group recognizes related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability.

The Group recognizes the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- (i) Service costs comprising current service costs, past-service costs, gains and losses on

curtailments and nonroutine settlements; and

- (iii) Net interest expense or income

### 2.11 Leases

Leases are accounted for using the principles of recognition, measurement, presentation and disclosures as set out in IndAS 116-“Leases”.

#### Group as a lessee

On inception of a contract, the Group assesses whether it contains a lease. A contract contains a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The right to use the asset and the obligation under the lease to make payments are recognized in the Group's financial statements as a right-of-use asset and a lease liability.

Lease contracts may contain both lease and non-lease components. The Group allocates payments in the contract to the lease and non-lease components based on their relative stand-alone prices and applies the lease accounting model only to lease component

#### Right to use Assets

The right-of-use asset recognized at lease commencement includes the amount of lease liabilities on initial measurement, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated to a residual value over the rights-of-use assets estimated useful life or the lease term, whichever is lower. Right-of-use assets are also adjusted for any re-measurement of lease liabilities and are subject to impairment testing. Residual value is reassessed at each reporting date.

#### Lease liability

The lease liability is initially measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments (including ‘in-substance fixed’ payments) and variable lease payments that depend on an index or a rate, less

## Material accounting policies and explanatory notes to Consolidated Financial Statements

any lease incentives receivable. ‘In-substance fixed’ payments are payments that may, in form, contain variability but that, in substance, are unavoidable. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease term includes periods subject to extension options which the Group is reasonably certain to exercise and excludes the effect of early termination options where the Group is not reasonably certain that it will exercise the option. Minimum lease payments include the cost of a purchase option if the Group is reasonably certain it will purchase the underlying asset after the lease term.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest on lease liability and reduced for lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification e.g. a change in the lease term, a change in the ‘in-substance fixed’ lease payments or as a result of a rent review or change in the relevant index or rate.

Variable lease payments that do not depend on an index or a rate are recognized as an expense in the period over which the event or condition that triggers the payment occurs. In respect of variable leases which guarantee a minimum amount of rent over the lease term, the guaranteed amount is considered to be an ‘in-substance fixed’ lease payment and included in the initial calculation of the lease liability. Payments which are ‘in-substance fixed’ are charged against the lease liability

The Group has opted not to apply the lease accounting model to intangible assets, leases of low-value assets or leases which have a term of less than 12 months. Costs associated with these leases are recognized as an expense on a straightline basis over the lease term.

### 2.12 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to

equity shareholders by the weighted average number of equities shares outstanding during the year. The weighted average number of equities shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equities shares outstanding, without a corresponding change in resources

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effect of all potentially dilutive equity shares.

### 2.13 Borrowing Costs

Borrowing cost includes interest and other costs incurred in connection with the borrowing of funds and charged to Statement of Profit & Loss on the basis of effective interest rate (EIR) method. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. Capitalization of Borrowing Cost is suspended and charged to the statement of profit and loss during extended periods when active development activity on the qualifying asset is interrupted. All other borrowing costs are recognized as expense in the year in which they occur.

### 2.14 Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposit held at call with financial institutions, other short - term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.



## Material accounting policies and explanatory notes to Consolidated Financial Statements

### 2.15 Provisions and Contingent Liabilities Provisions

A provision is recognized when the Group has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

#### Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

#### Contingent assets

Contingent assets are not recognized in the financial statements. Contingent assets are disclosed in the financial statements to the extent it is probable that economic benefits will flow to the Group from such assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

### 2.16 Fair value measurement

The Group measures financial instruments at fair value at each balance sheet date. Fair value is the price that

would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (i) In the principal market for asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non- financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

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

**Level 1-** Quoted (unadjusted) market prices in active markets for identical assets or liabilities

**Level 2-** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

**Level 3-** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

## Material accounting policies and explanatory notes to Consolidated Financial Statements

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

### 2.17 Exceptional items

Items which are material by virtue of their size and nature are disclosed separately as exceptional items to ensure that financial statements allow an understanding of the underlying performance of the business in the year and to facilitate comparison with prior year.

### 2.18 Statement of cash flows

Statements of cash flows is made using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferral accruals of past or future cash receipts or payments and item of income or expense associated with investing or financing of cash flows. The cash flows from operating, financing and investing activities of the Group are segregated.

### 2.19 Significant accounting judgements, estimates and assumptions

The preparation of the Group's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the acGrouping disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

#### Judgements

In the process of applying the Group's accounting

policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements.

#### a) Recognition of deferred taxes

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilized

#### b) Impairment of Financial assets

The impairment provisions of financial assets are based on assumptions about the risk of default and expected loss rates. The Group uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Groups past history, existing market conditions as well as forward looking estimates at the end of each reporting period

#### c) Recognition of revenue

The price charged from the customer is treated as selling price of the goods transferred to the customer. At each balance sheet date, basis the past trends and management judgment, the Group assesses the requirement of recognizing provision against the sales returns for its products and in case, such provision is considered necessary, the management make adjustment in the revenue. However, the actual future outcome may be different from this judgement

#### d) Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An assets recoverable amount is the higher of an asset's CGU'S fair value less cost of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Group's of assets. Where the carrying amount of an asset or CGU exceeds

## Material accounting policies and explanatory notes to Consolidated Financial Statements

its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, or other fair value indicators.

### e) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Group makes an assessment on the expected lease term on a lease-by-lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Group considers factors such as significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease etc. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

## Notes to the Financial Statement for the Period ended March 31, 2026 (All amounts are in ₹ million unless otherwise stated)

### 3 PROPERTY, PLANT AND EQUIPMENT

| Particulars                                | Plant & Machinery | Leasehold Equipment | Furniture & Fittings | Vehicles  | Computers & Accessories | Office Equipments | Total        |
|--------------------------------------------|-------------------|---------------------|----------------------|-----------|-------------------------|-------------------|--------------|
| <b>Deemed cost (gross carrying amount)</b> |                   |                     |                      |           |                         |                   |              |
| <b>Balance As at 01 April 2024</b>         | <b>3</b>          | <b>-</b>            | <b>-</b>             | <b>10</b> | <b>35</b>               | <b>1</b>          | <b>49</b>    |
| Additions                                  | -                 | 164                 | 1                    | -         | 661                     | 0                 | 826          |
| Disposal/Adjustment                        | -                 | -                   | -                    | -         | -                       | -                 | -            |
| <b>Balance As at 31 March 2025</b>         | <b>3</b>          | <b>164</b>          | <b>1</b>             | <b>10</b> | <b>696</b>              | <b>1</b>          | <b>875</b>   |
| <b>Balance As at 01 April 2025</b>         | <b>3</b>          | <b>164</b>          | <b>1</b>             | <b>10</b> | <b>696</b>              | <b>1</b>          | <b>875</b>   |
| Additions                                  | -                 | -                   | -                    | -         | 131                     | 4                 | 135          |
| Disposal/Adjustment                        | 3                 | -                   | -                    | -         | -                       | -                 | 3            |
| <b>Balance As at 31 March 2026</b>         | <b>0</b>          | <b>164</b>          | <b>1</b>             | <b>10</b> | <b>827</b>              | <b>5</b>          | <b>1,007</b> |
| <b>Accumulated depreciation</b>            |                   |                     |                      |           |                         |                   |              |
| <b>Balance As at 01 April 2024</b>         | <b>2</b>          | <b>-</b>            | <b>-</b>             | <b>6</b>  | <b>21</b>               | <b>1</b>          | <b>30</b>    |
| Additions                                  | 0                 | 66                  | 0                    | 1         | 599                     | 0                 | 666          |
| Disposal/Adjustment                        | -                 | -                   | -                    | -         | -                       | -                 | -            |
| <b>Balance As at 31 March 2025</b>         | <b>2</b>          | <b>66</b>           | <b>0</b>             | <b>7</b>  | <b>620</b>              | <b>1</b>          | <b>696</b>   |
| <b>Balance As at 01 April 2025</b>         | <b>2</b>          | <b>66</b>           | <b>0</b>             | <b>7</b>  | <b>620</b>              | <b>1</b>          | <b>696</b>   |
| Additions                                  | -                 | 14                  | 0                    | 1         | 77                      | 3                 | 95           |
| Disposal/Adjustment                        | 2                 | -                   | -                    | -         | -                       | -                 | 2            |
| <b>Balance As at 31 March 2026</b>         | <b>0</b>          | <b>80</b>           | <b>0</b>             | <b>8</b>  | <b>697</b>              | <b>4</b>          | <b>789</b>   |
| <b>Net Block</b>                           |                   |                     |                      |           |                         |                   |              |
| <b>Balance As at 01 April 2025</b>         | <b>1</b>          | <b>-</b>            | <b>-</b>             | <b>3</b>  | <b>14</b>               | <b>0</b>          | <b>19</b>    |
| <b>Balance As at 31 March 2025</b>         | <b>1</b>          | <b>98</b>           | <b>0</b>             | <b>2</b>  | <b>76</b>               | <b>0</b>          | <b>179</b>   |
| <b>Balance As at 31 March 2026</b>         | <b>0</b>          | <b>84</b>           | <b>0</b>             | <b>2</b>  | <b>129</b>              | <b>1</b>          | <b>218</b>   |

\* Title deeds of immovable properties are held in the name of the Company.

#### Notes:

- There are no adjustments to Property, Plant and Equipment on account of borrowing costs and exchange differences.
- There is no revaluation of Property, Plant and Equipment during the year.



**Notes to the Financial Statement for the Period ended March 31, 2026**  
(All amounts are in ₹ million unless otherwise stated)

**4 RIGHT OF USE ASSETS**

| Particulars                                | Lease Rental | Security Deposit | Total      |
|--------------------------------------------|--------------|------------------|------------|
| <b>Deemed cost (gross carrying amount)</b> |              |                  |            |
| <b>Balance As at 01 April 2024</b>         | <b>228</b>   | <b>5</b>         | <b>233</b> |
| Additions                                  | 203          | -                | 203        |
| Disposal/Adjustment                        | -            | -                | -          |
| <b>Balance As at 31 March 2025</b>         | <b>431</b>   | <b>5</b>         | <b>436</b> |
| <b>Balance As at 01 April 2025</b>         | <b>431</b>   | <b>5</b>         | <b>436</b> |
| Additions                                  | 182          | -                | 182        |
| Disposal/Adjustment                        | -            | -                | -          |
| <b>Balance As at 31 March 2026</b>         | <b>613</b>   | <b>5</b>         | <b>618</b> |
| <b>Accumulated depreciation</b>            |              |                  |            |
| <b>Balance As at 01 April 2024</b>         | <b>80</b>    | <b>2</b>         | <b>82</b>  |
| Additions                                  | 76           | 1                | 77         |
| Disposal/Adjustment                        | -            | -                | -          |
| <b>Balance As at 31 March 2025</b>         | <b>156</b>   | <b>3</b>         | <b>159</b> |
| <b>Balance As at 01 April 2025</b>         | <b>156</b>   | <b>3</b>         | <b>159</b> |
| Additions                                  | 70           | 1                | 71         |
| Disposal/Adjustment                        | -            | -                | -          |
| <b>Balance As at 31 March 2026</b>         | <b>226</b>   | <b>4</b>         | <b>230</b> |
| <b>Net Block</b>                           |              |                  |            |
| <b>Balance As at 01 April 2024</b>         | <b>148</b>   | <b>3</b>         | <b>151</b> |
| <b>Balance As at 31 March 2025</b>         | <b>275</b>   | <b>2</b>         | <b>277</b> |
| <b>Balance As at 31 March 2026</b>         | <b>387</b>   | <b>1</b>         | <b>388</b> |

\* Title deeds of immovable properties are held in the name of the Company.

**Notes:**

- There are no adjustments to Property, Plant and Equipment on account of borrowing costs and exchange differences.
- There is no revaluation of Property, Plant and Equipment during the year.

**5 GOODWILL**

| Particulars                                | Goodwill   | Total      |
|--------------------------------------------|------------|------------|
| <b>Deemed cost (gross carrying amount)</b> |            |            |
| <b>Balance As at 01 April 2024</b>         |            |            |
| Additions                                  | 775        | 775        |
| Disposal/Adjustment                        | -          | -          |
| <b>Balance As at 31 March 2025</b>         | <b>775</b> | <b>775</b> |
| <b>Balance As at 01 April 2025</b>         | <b>775</b> | <b>775</b> |
| Additions                                  | -          | -          |
| Disposal/Adjustment                        | -          | -          |
| <b>Balance As at 31 March 2026</b>         | <b>775</b> | <b>775</b> |

**Notes to the Financial Statement for the Period ended March 31, 2026**  
(All amounts are in ₹ million unless otherwise stated)

| Particulars                        | Goodwill   | Total      |
|------------------------------------|------------|------------|
| <b>Accumulated depreciation</b>    |            |            |
| <b>Balance As at 01 April 2024</b> | -          | -          |
| Additions                          | -          | -          |
| Disposal/Adjustment                | -          | -          |
| <b>Balance As at 31 March 2025</b> | -          | -          |
| <b>Balance As at 01 April 2025</b> | -          | -          |
| Additions                          | -          | -          |
| <b>Disposal/Adjustment</b>         | -          | -          |
| <b>Balance As at 31 March 2026</b> | -          | -          |
| <b>Net Block</b>                   |            |            |
| <b>Balance As at 01 April 2024</b> | -          | -          |
| <b>Balance As at 31 March 2025</b> | <b>775</b> | <b>775</b> |
| <b>Balance As at 31 March 2026</b> | <b>775</b> | <b>775</b> |

**6 INTANGIBLE ASSET UNDER DEVELOPMENT**

| Particulars                                | Intangible asset under development |
|--------------------------------------------|------------------------------------|
| <b>Deemed cost (gross carrying amount)</b> |                                    |
| <b>Balance As at 01 April 2024</b>         | -                                  |
| Additions                                  | -                                  |
| Disposal/Adjustment                        | -                                  |
| <b>Balance As at 31 March 2025</b>         | -                                  |
| <b>Balance As at 01 April 2025</b>         | -                                  |
| Additions                                  | 597                                |
| Disposal/Adjustment                        | -                                  |
| <b>Balance As at 31 March 2026</b>         | <b>597</b>                         |
| <b>Accumulated depreciation</b>            |                                    |
| <b>Balance As at 01 April 2024</b>         | -                                  |
| Additions                                  | -                                  |
| Disposal/Adjustment                        | -                                  |
| <b>Balance As at 31 March 2025</b>         | -                                  |
| <b>Balance As at 01 April 2025</b>         | -                                  |
| Additions                                  | -                                  |
| Disposal/Adjustment                        | -                                  |
| <b>Balance As at 31 March 2026</b>         | -                                  |
| <b>Net Block</b>                           |                                    |
| <b>Balance As at 01 April 2025</b>         |                                    |
| <b>Balance As at 31 March 2025</b>         |                                    |
| <b>Balance As at 31 March 2026</b>         | <b>597</b>                         |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 7 OTHER FINANCIAL ASSETS

| Particulars                                     | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|-------------------------------------------------|------------------------|------------------------|------------------------|
| Security Deposit                                | 54                     | 49                     | 21                     |
| Bank Deposits with more than 12 months maturity | 75                     | -                      | 20                     |
| Loans and advances from related parties         | -                      | -                      | -                      |
|                                                 | <b>129</b>             | <b>49</b>              | <b>41</b>              |

### 8 DEFERRED TAX ASSET (NET)

| Particulars                                                                                                                                    | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|------------------------|------------------------|
| <b>Deferred tax assets</b>                                                                                                                     | 17                     | 12                     | 12                     |
| Temporary difference in carrying values of property, plant and equipment and intangible assets between books of accounts and for tax purposes. | (2)                    | (1)                    | -                      |
| Temporary difference in carrying values of Right of use asset and lease liabilities                                                            | (1)                    | 2                      | -                      |
| Post retirement benefits                                                                                                                       | (3)                    | 3                      | -                      |
| Other Adjustment                                                                                                                               | 11                     | 1                      | -                      |
| <b>(A)</b>                                                                                                                                     | <b>22</b>              | <b>17</b>              | <b>12</b>              |
| <b>Deferred tax liability</b>                                                                                                                  | (27)                   | -                      | -                      |
| Temporary difference in carrying values of property, plant and equipment and intangible assets between books of accounts and for tax purposes. | -                      | -                      | -                      |
| Land                                                                                                                                           | -                      | -                      | -                      |
| Other Adjustment                                                                                                                               | 27                     | (27)                   | -                      |
| <b>(B)</b>                                                                                                                                     | <b>-</b>               | <b>(27)</b>            | <b>-</b>               |
| <b>Net deferred tax assets/(liabilities) (A-B)</b>                                                                                             | <b>22</b>              | <b>(11)</b>            | <b>12</b>              |

### 9 TRADE RECEIVABLES

| Particulars                                                 | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|-------------------------------------------------------------|------------------------|------------------------|------------------------|
| <b>Unsecured, considered good</b>                           |                        |                        |                        |
| Trade receivables                                           | 1,390                  | 776                    | 531                    |
| Trade receivables from related parties                      | -                      | -                      | -                      |
| Total (A)                                                   | 1,390                  | 776                    | 531                    |
| <b>Unsecured, credit impaired</b>                           |                        |                        |                        |
| Trade receivables- credit impaired                          | -                      | -                      | -                      |
| Less : Impairment allowance (Provision for doubtful debts ) | (8)                    | (4)                    | -                      |
| Total (B)                                                   | (8)                    | (4)                    | -                      |
| <b>Total trade receivables (A+B)</b>                        | <b>1,382</b>           | <b>772</b>             | <b>531</b>             |

- The net carrying value of trade receivables is considered a reasonable approximation of fair value.

**9.1** There are no dues from directors or other officers of the Company either severally or jointly with any other person, due from firms or private companies respectively in which any director is a partner, a director or a member (refer note 26).

**9.2** The average credit period is 60 days. No interest is charged on trade receivables.

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 9.3 (a) Trade receivables Ageing Schedule

#### As at 31 March 2026

| Particulars                              | Outstanding for following periods from due date of payment |                     |            |           |                      | Total        |
|------------------------------------------|------------------------------------------------------------|---------------------|------------|-----------|----------------------|--------------|
|                                          | Less than<br>6 months                                      | 6 months-<br>1 year | 1 - 2 year | 2-3 years | More than<br>3 years |              |
| <b>Undisputed:</b>                       |                                                            |                     |            |           |                      |              |
| Considered good                          | 659                                                        | 296                 | 374        | 53        | 8                    | 1,390        |
| Significant increase in credit risk      | -                                                          | -                   | -          | -         | -                    | -            |
| Credit impaired                          | -                                                          | -                   | -          | -         | -                    | -            |
| <b>Disputed:</b>                         |                                                            |                     |            |           |                      |              |
| Considered good                          | -                                                          | -                   | -          | -         | -                    | -            |
| Significant increase in credit risk      | -                                                          | -                   | -          | -         | -                    | -            |
| Credit impaired                          | -                                                          | -                   | -          | -         | -                    | -            |
|                                          | <b>659</b>                                                 | <b>296</b>          | <b>374</b> | <b>53</b> | <b>8</b>             | <b>1,390</b> |
| <b>Less: Allowance for credit losses</b> | 1                                                          | 2                   | 4          | 1         | 0                    | 8            |
| <b>Total trade receivables (net)</b>     | <b>658</b>                                                 | <b>294</b>          | <b>370</b> | <b>52</b> | <b>8</b>             | <b>1,382</b> |

#### As at 31 March 2025

| Particulars                              | Outstanding for following periods from due date of payment |                     |            |           |                      | Total      |
|------------------------------------------|------------------------------------------------------------|---------------------|------------|-----------|----------------------|------------|
|                                          | Less than<br>6 months                                      | 6 months-<br>1 year | 1 - 2 year | 2-3 years | More than<br>3 years |            |
| <b>Undisputed:</b>                       |                                                            |                     |            |           |                      |            |
| Considered good                          | 320                                                        | 371                 | 85         | -         | -                    | 776        |
| Significant increase in credit risk      | -                                                          | -                   | -          | -         | -                    | -          |
| Credit impaired                          | -                                                          | -                   | -          | -         | -                    | -          |
| <b>Disputed:</b>                         |                                                            |                     |            |           |                      |            |
| Considered good                          | -                                                          | -                   | -          | -         | -                    | -          |
| Significant increase in credit risk      | -                                                          | -                   | -          | -         | -                    | -          |
| Credit impaired                          | -                                                          | -                   | -          | -         | -                    | -          |
|                                          | <b>320</b>                                                 | <b>371</b>          | <b>85</b>  | <b>-</b>  | <b>-</b>             | <b>776</b> |
| <b>Less: Allowance for credit losses</b> | 3                                                          | 1                   | -          | -         | -                    | 4          |
| <b>Total trade receivables (net)</b>     | <b>316</b>                                                 | <b>371</b>          | <b>85</b>  | <b>-</b>  | <b>-</b>             | <b>772</b> |

### (b) Movement in Expected Credit Loss during the year.

| Particulars                                     | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|-------------------------------------------------|------------------------|------------------------|------------------------|
| Opening balance (A)                             | (4)                    | -                      | -                      |
| Changes in loss allowance :                     |                        |                        |                        |
| 1. Loss allowance based on Expected credit loss | (4)                    | (4)                    | -                      |
| 2. Additional provision(net)                    | -                      | -                      | -                      |
| 3. Write off as bad debts                       | -                      | -                      | -                      |
| <b>Closing Balance(B)</b>                       | <b>(8)</b>             | <b>(4)</b>             | <b>-</b>               |

In accordance with Ind As 109 on any receivables or contract assest arising from an entity's contracts with customer.



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 10 CASH AND CASH EQUIVALENTS

| Particulars                                    | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|------------------------------------------------|------------------------|------------------------|------------------------|
| <b>Balances with banks</b>                     |                        |                        |                        |
| - in current account                           | 259                    | 258                    | 30                     |
| Cash in Hand                                   | 0                      | 0                      | 0                      |
| Bank Deposits with less than 3 months maturity | 186                    | 40                     | -                      |
|                                                | <b>445</b>             | <b>298</b>             | <b>30</b>              |

#### 10.1 OTHER BANK BALANCES

| Particulars                                                                            | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|----------------------------------------------------------------------------------------|------------------------|------------------------|------------------------|
| In Fixed deposit with original maturity for more than 3 months but less than 12 months | 294                    | 130                    | 398                    |
|                                                                                        | <b>294</b>             | <b>130</b>             | <b>398</b>             |

### 11 OTHER CURRENT ASSETS

| Particulars                           | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|---------------------------------------|------------------------|------------------------|------------------------|
| <b>Current</b>                        |                        |                        |                        |
| <b>Unsecured, considered good</b>     |                        |                        |                        |
| Advance to Staff                      | 1                      | 0                      | 2                      |
| Prepaid expenses                      | 378                    | 299                    | 190                    |
| Balances with Government authority    | 140                    | 46                     | 47                     |
| Advance to Supplier                   | -                      | -                      | 1                      |
| Other receivables                     | 5                      | 2                      | -                      |
| Work in Progress                      | 255                    | 216                    | 123                    |
| Unbilled revenue                      | -                      | -                      | -                      |
| Loans and advances to related parties | 1                      | -                      | 39                     |
| Other Current Assets                  | 0                      | -                      | -                      |
| Accrued Income                        | 339                    | 306                    | -                      |
| IPO Expenses                          | -                      | -                      | -                      |
|                                       | <b>1,119</b>           | <b>869</b>             | <b>402</b>             |

### 12 EQUITY SHARE CAPITAL

#### (A) Authorised equity share capital:

|                                        | Equity shares     |                        |
|----------------------------------------|-------------------|------------------------|
|                                        | Number of shares  | Amount in INR Millions |
| <b>As at 01 April 2024</b>             | <b>25,000,000</b> | <b>250</b>             |
| Increase/ (decrease) during the year   | -                 | -                      |
| <b>As at 31 March 2025</b>             | <b>25,000,000</b> | <b>250</b>             |
| <b>As at 01 April 2025</b>             | <b>25,000,000</b> | <b>250</b>             |
| Increase/ (decrease) during the period | 5,000,000         | 50                     |
| <b>As at 31 March 2026</b>             | <b>30,000,000</b> | <b>300</b>             |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### (B) Issued, subscribed and fully paid-up shares

| (Equity shares of ₹10 each)            | Number of shares  | Amount in INR Millions |
|----------------------------------------|-------------------|------------------------|
| <b>As at 01 April 2024</b>             | <b>23,240,000</b> | <b>232</b>             |
| Increase/ (decrease) during the year   | -                 | -                      |
| <b>As at 31 March 2025</b>             | <b>23,240,000</b> | <b>232</b>             |
| <b>As at 01 April 2025</b>             | <b>23,240,000</b> | <b>232</b>             |
| Increase/ (decrease) during the period | 2,025,000         | 20                     |
| <b>As at 31 March 2026</b>             | <b>25,265,000</b> | <b>253</b>             |

### (C) Terms and rights attached to equity shares

The Company has only one class of equity shares having par value of ₹10 per share. Each shareholder is entitled to one vote per share. The dividend except interim dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

### (D) Details of shareholders holding more than 5% shares in the Company:

| Name of the shareholder | As at 31 March 2026 |       | As at 31 March 2025 |       | As at 01 April 2024 |       |
|-------------------------|---------------------|-------|---------------------|-------|---------------------|-------|
|                         | No. of Shares       | %     | No. of Shares       | %     | No. of Shares       | %     |
| Balakrishnan            | 1,05,88,250         | 41.91 | 1,05,33,250         | 45.32 | 1,05,33,250         | 45.32 |
| Sundaram Yogalakshmi    | 33,83,900           | 13.39 | 33,83,900           | 14.56 | 33,83,900           | 14.56 |

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

### (E) Promoter shareholding :

#### Details of shares held by Promoter

#### As at 31 March 2026

| Particular                           | Promoter Name        | No. of shares at the beginning of the year | % of Total Shares | Change during the period | No. of shares at the end of the period | % of Total Shares | % change during the year |
|--------------------------------------|----------------------|--------------------------------------------|-------------------|--------------------------|----------------------------------------|-------------------|--------------------------|
| Equity shares of ₹10 each fully paid | <b>Promoters</b>     |                                            |                   |                          |                                        |                   |                          |
|                                      | Balakrishnan         | 1,05,33,250                                | 45.32             | 55,000                   | 1,05,88,250                            | 41.91             | (3.42)                   |
|                                      | Sundaram Yogalakshmi | 33,83,900                                  | 14.56             | -                        | 33,83,900                              | 13.39             | (1.17)                   |
| <b>Total</b>                         |                      | <b>1,39,17,150</b>                         | <b>59.88</b>      | <b>-</b>                 | <b>1,39,72,150</b>                     | <b>55.30</b>      | <b>(4.58)</b>            |

### Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

#### As at 31 March 2025

| Particular                           | Promoter Name        | No. of shares at the beginning of the year | % of Total Shares | Change during the period | No. of shares at the end of the year | % of Total Shares | % change during the period |
|--------------------------------------|----------------------|--------------------------------------------|-------------------|--------------------------|--------------------------------------|-------------------|----------------------------|
| Equity shares of ₹10 each fully paid | <b>Promoters</b>     |                                            |                   |                          |                                      |                   |                            |
|                                      | Balakrishnan         | 1,05,33,250                                | 45.32             | -                        | 1,05,33,250                          | 45.32             | -                          |
|                                      | Sundaram Yogalakshmi | 33,83,900                                  | 14.56             | -                        | 33,83,900                            | 14.56             | -                          |
| <b>Total</b>                         |                      | <b>1,39,17,150</b>                         | <b>59.88</b>      | <b>-</b>                 | <b>1,39,17,150</b>                   | <b>59.88</b>      | <b>-</b>                   |

### 13 OTHER EQUITY

| Particulars                                     | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|-------------------------------------------------|---------------------|---------------------|---------------------|
| <b>(A) Securities premium reserve</b>           |                     |                     |                     |
| Opening balance                                 | 902                 | 487                 | 487                 |
| Increase/(decrease) during the year             | 797                 | 415                 | -                   |
| <b>Closing balance</b>                          | <b>1,699</b>        | <b>902</b>          | <b>487</b>          |
| <b>(B) Retained earnings</b>                    |                     |                     |                     |
| Opening balance                                 | 829                 | 458                 | 107                 |
| Add: Profit for the year                        | 488                 | 365                 | 364                 |
| Other comprehensive income/ (loss) for the year | 14                  | 6                   | 1                   |
| Restatement Adjustment                          |                     | -                   | (14)                |
| <b>Closing balance</b>                          | <b>1,331</b>        | <b>829</b>          | <b>458</b>          |
| <b>(C) General Reserves</b>                     |                     |                     |                     |
| Opening balance                                 | 40                  | 40                  | 40                  |
| Restatement Adjustment                          | -                   | 0                   | -                   |
| <b>Closing balance</b>                          | <b>40</b>           | <b>40</b>           | <b>40</b>           |
| <b>(D) Foreign Currency Translation Reserve</b> |                     |                     |                     |
| Opening balance                                 | 2                   | -                   | -                   |
| Other comprehensive income/ (loss) for the year | 15                  | 2                   | -                   |
| <b>Closing balance</b>                          | <b>17</b>           | <b>2</b>            | <b>-</b>            |
| <b>Total reserves</b>                           | <b>3,086</b>        | <b>1,772</b>        | <b>985</b>          |

### 14 NON-CONTROLLING INTEREST

| Particulars            | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|------------------------|---------------------|---------------------|---------------------|
| <b>Opening balance</b> | <b>84</b>           | <b>4</b>            | <b>2</b>            |
| Retained Earnings      | -                   | (2)                 | 2                   |
| During the year change | 18                  | 82                  | -                   |
| <b>Closing balance</b> | <b>102</b>          | <b>84</b>           | <b>4</b>            |

#### Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

### Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

#### Retained earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

### 15 BORROWINGS

| Particulars                                                                | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|----------------------------------------------------------------------------|---------------------|---------------------|---------------------|
| <b>Non-Current liabilities</b>                                             |                     |                     |                     |
| <b>Secured</b>                                                             |                     |                     |                     |
| i) From Banks                                                              | 173                 | 198                 | 4                   |
| <b>Unsecured</b>                                                           |                     |                     |                     |
| i) From Banks                                                              | 117                 | 182                 | 2                   |
| ii) From other than bank                                                   | -                   | 0                   | 3                   |
| iii) From other related party                                              | -                   | -                   | -                   |
| <b>Total Borrowings</b>                                                    | <b>290</b>          | <b>380</b>          | <b>9</b>            |
| Less: disclosed as current maturities under short term borrowings- secured | -27                 | -23                 | -3                  |
| <b>Total</b>                                                               | <b>263</b>          | <b>357</b>          | <b>6</b>            |

#### Note :

#### Nature of security and terms of repayment for borrowings:

#### As at 31 March 2026

| Name Of Lender                   | Lender Type | Type Of Loan | As at 31 March 2026 | Interest Type | Rate Of Interest      | Security                                                                                                                             | Remaining Installment (Months) | Original Tenure (Months) | Personal Guarantee | Corporate Guarantee |
|----------------------------------|-------------|--------------|---------------------|---------------|-----------------------|--------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|--------------------------|--------------------|---------------------|
| <b>Secured</b>                   |             |              |                     |               |                       |                                                                                                                                      |                                |                          |                    |                     |
| HDFC Bank Term Loan              | Bank        |              | 170                 |               | 9.50%                 | FD & Shares Pledge                                                                                                                   | 67                             | 86                       | NA                 | NA                  |
| Canara Bank Car Loan             | Bank        |              | 2                   |               | 8.85%                 | Mortgage of Vehicle                                                                                                                  | 35                             | 84                       | NA                 | NA                  |
| <b>Unsecured</b>                 |             |              |                     |               |                       |                                                                                                                                      |                                |                          |                    |                     |
| Bank - Coutts & Co - CBIL Loan   | Bank        |              | 63                  | Variable      | BoE Base Rate + 3.75% | Government-backed / Debenture                                                                                                        | 12                             | 72                       | NO                 | NO                  |
| Bank - Coutts & Co - Fitout Loan | Bank        |              | 55                  | Variable      | BoE Base Rate + 3.75% | Mortgage Debenture dated 31 March 2012, incorporating fixed and floating charge over all assets of the Company, including book debts | 26                             | 60                       | NO                 | NO                  |



**Notes to the Financial Statement for the Period ended March 31, 2026**  
 (All amounts are in ₹ million unless otherwise stated)

**As at 31 March 2025**

| Name Of Lender                   | Lender Type | Type Of Loan | As at 31 March 2025 | Interest Type | Rate Of Interest      | Security                                                                                                                             | Remaining Installment (Months) | Original Tenure (Months) | Personal Guarantee | Corporate Guarantee |
|----------------------------------|-------------|--------------|---------------------|---------------|-----------------------|--------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|--------------------------|--------------------|---------------------|
| <b>Secured</b>                   |             |              |                     |               |                       |                                                                                                                                      |                                |                          |                    |                     |
| HDFC Bank Term Loan              | Bank        |              | 194                 |               | 9.50%                 | FD & Shares Pledge                                                                                                                   | 79                             | 86                       | NA                 | NA                  |
| Canara Bank Car Loan             | Bank        |              | 3                   |               | 8.85%                 | Mortgage of Vehicle                                                                                                                  | 47                             | 84                       | NA                 | NA                  |
| <b>Unsecured</b>                 |             |              |                     |               |                       |                                                                                                                                      |                                |                          |                    |                     |
| Bank - Coutts & Co - CBIL Loan   | Bank        |              | 111                 | Variable      | BoE Base Rate + 3.75% | Government-backed / Debenture                                                                                                        | 23                             | 72                       | NO                 | NO                  |
| Bank - Coutts & Co - Fitout Loan | Bank        |              | 71                  | Variable      | BoE Base Rate + 3.75% | Mortgage Debenture dated 31 March 2012, incorporating fixed and floating charge over all assets of the Company, including book debts | 37                             | 60                       | NO                 | NO                  |
| Deutsche Bank Business Loan      | Bank        |              | 0                   |               | 14.00%                |                                                                                                                                      | 2                              | 38                       | NA                 | NA                  |
| IDFC Bank Business Loan          | Bank        |              | 0                   |               | 14.00%                |                                                                                                                                      | 1                              | 36                       | NA                 | NA                  |
| Standard Chartered Term Loan     | Bank        |              | 0                   |               | 14.00%                |                                                                                                                                      | 1                              | 37                       | NA                 | NA                  |
| Aditya Birla - Term Loan         | NBFC        |              | 0                   |               | 13.00%                |                                                                                                                                      | 1                              | 37                       | NA                 | NA                  |

**16 LEASE LIABILITIES**

| Particulars        | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|--------------------|---------------------|---------------------|---------------------|
| <b>Non Current</b> |                     |                     |                     |
| Lease liabilities  | 329                 | 238                 | 124                 |
|                    | <b>329</b>          | <b>238</b>          | <b>124</b>          |

**17 PROVISIONS**

| Particulars                            | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|----------------------------------------|---------------------|---------------------|---------------------|
| <b>Non-Current</b>                     |                     |                     |                     |
| <b>Provision for employee benefits</b> |                     |                     |                     |
| Provision for gratuity                 | 34                  | 33                  | 30                  |
| Provision for Dilapidation             | -                   | 11                  | -                   |
|                                        | <b>34</b>           | <b>44</b>           | <b>30</b>           |

**18 BORROWINGS**

| Particulars                                                  | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|--------------------------------------------------------------|---------------------|---------------------|---------------------|
| <b>Current liabilities</b>                                   |                     |                     |                     |
| <b>Secured</b>                                               |                     |                     |                     |
| Current Maturities of Long-term borrowings                   | 27                  | 23                  | 3                   |
| <b>Unsecured</b>                                             |                     |                     |                     |
| Working capital loan from bank                               | -                   | -                   | -                   |
| Current maturities of long term borrowings                   | 334                 | 109                 | 16                  |
| Current Maturities of LT Borrowings-Related Party            | 23                  | 23                  | -                   |
| Current Maturities of LT Borrowings-Other loans and advances | 0                   | -0                  | -                   |
|                                                              | <b>384</b>          | <b>155</b>          | <b>19</b>           |

**Notes to the Financial Statement for the Period ended March 31, 2026**  
 (All amounts are in ₹ million unless otherwise stated)

**19 LEASE LIABILITIES**

| Particulars       | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|-------------------|---------------------|---------------------|---------------------|
| <b>Current</b>    |                     |                     |                     |
| Lease Liabilities | 89                  | 67                  | 43                  |
|                   | <b>89</b>           | <b>67</b>           | <b>43</b>           |

**20 TRADE PAYABLES**

| Particulars                                                                              | As at 31 March 2026 | As at 31 March 2025 | As at 01 April 2024 |
|------------------------------------------------------------------------------------------|---------------------|---------------------|---------------------|
| <b>Carried at amortised cost</b>                                                         |                     |                     |                     |
| - Total outstanding dues of micro enterprises and small enterprises                      | 9                   | 25                  | 10                  |
| - Total outstanding dues of creditors other than micro enterprises and small enterprises | 227                 | 13                  | 50                  |
|                                                                                          | <b>236</b>          | <b>38</b>           | <b>60</b>           |

**20.1 Trade Payable Ageing Schedule**

| As at 31 March 2026                                                                    | Outstanding for following periods from due date of payment |                  |           |           |                   |            |
|----------------------------------------------------------------------------------------|------------------------------------------------------------|------------------|-----------|-----------|-------------------|------------|
|                                                                                        | Not Due (including unbilled)                               | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total      |
| Total outstanding dues of micro enterprises and small enterprises                      | -                                                          | 9                | -         | -         | -                 | <b>9</b>   |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | -                                                          | 227              | -         | -         | -                 | <b>227</b> |
| Disputed dues of micro enterprises and small enterprises                               | -                                                          | -                | -         | -         | -                 | -          |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -                                                          | -                | -         | -         | -                 | -          |
| <b>TOTAL</b>                                                                           | -                                                          | <b>236</b>       | -         | -         | -                 | <b>236</b> |

| As at 31 March 2025                                                                    | Outstanding for following periods from due date of payment |                  |           |           |                   |           |
|----------------------------------------------------------------------------------------|------------------------------------------------------------|------------------|-----------|-----------|-------------------|-----------|
|                                                                                        | Not Due (including unbilled)                               | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total     |
| Total outstanding dues of micro enterprises and small enterprises                      | -                                                          | 25               | -         | -         | -                 | <b>25</b> |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | -                                                          | 13               | -         | -         | -                 | <b>13</b> |
| Disputed dues of micro enterprises and small enterprises                               | -                                                          | -                | -         | -         | -                 | -         |
| Disputed dues of creditors other than micro enterprises and small enterprises          | -                                                          | -                | -         | -         | -                 | -         |
| <b>TOTAL</b>                                                                           | -                                                          | <b>38</b>        | -         | -         | -                 | <b>38</b> |

**Notes**

Information as required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for the year/ period ended is given below. This information has been determined to the extent such

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

parties have been identified on the basis of information available with the Company.

### 20.2 Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act)

| Particulars                                                                                                                                                                                                                                                                             | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|------------------------|------------------------|
| - Principal amount remaining unpaid to any supplier as at the end of the accounting year.                                                                                                                                                                                               | 9                      | 25                     | 10                     |
| - Interest due thereon remaining unpaid to any supplier as at the end of the accounting year                                                                                                                                                                                            | 0                      | 0                      | -                      |
| - The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.                                                                               | -                      | -                      | -                      |
| - The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006);                                                             | -                      | -                      | -                      |
| - The amount of interest accrued and remaining unpaid at the end of the accounting year.                                                                                                                                                                                                | -                      | -                      | -                      |
| - The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006. | -                      | -                      | -                      |

### 21 FINANCIAL LIABILITIES

| Particulars                  | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|------------------------------|------------------------|------------------------|------------------------|
| -Expenses Payable            | 22                     | 6                      | 2                      |
| -Salary Payable              | 37                     | 37                     | 30                     |
| Interest accrued but not due | 0                      | 1                      | 0                      |
|                              | <b>59</b>              | <b>44</b>              | <b>32</b>              |

### 22 PROVISIONS

| Particulars                            | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|----------------------------------------|------------------------|------------------------|------------------------|
| <b>Current</b>                         |                        |                        |                        |
| <b>Provision for employee benefits</b> |                        |                        |                        |
| Provision for gratuity                 | 1                      | 2                      | 2                      |
| Provision for Taxation                 | 205                    | 72                     | 40                     |
|                                        | <b>206</b>             | <b>74</b>              | <b>42</b>              |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 23 OTHER CURRENT LIABILITIES

| Particulars                     | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|---------------------------------|------------------------|------------------------|------------------------|
| Statutory dues                  | 2                      | 38                     | 6                      |
| Advance received from customers |                        | -                      | -                      |
| Accruals                        | 180                    | 155                    | 1                      |
| Income received in advance      | 146                    | 41                     | -                      |
| Others                          | 0                      | 0                      | -                      |
|                                 | <b>328</b>             | <b>234</b>             | <b>7</b>               |

### 24 REVENUE FROM OPERATIONS

| Particulars                                  | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|----------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Revenue from contracts with customers</b> |                                     |                                     |
| <b>Sale of services</b>                      |                                     |                                     |
| Domestic Services                            | 7                                   | 11                                  |
| Export Services                              | 4,071                               | 3,030                               |
| <b>Total revenue from operations</b>         | <b>4,078</b>                        | <b>3,041</b>                        |
| Within India                                 | 7                                   | 11                                  |
| Outside India                                | 4,071                               | 3,030                               |
| <b>Total revenue from operations</b>         | <b>4,078</b>                        | <b>3,041</b>                        |

### 25 OTHER INCOME

| Particulars                               | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-------------------------------------------|-------------------------------------|-------------------------------------|
| Interest income on :                      |                                     |                                     |
| - from deposit with bank and Others       | 31                                  | 7                                   |
| Foreign Exchange Gain or Loss             | 73                                  | 13                                  |
| Interest on unwinding of Security Deposit | 1                                   | 1                                   |
| Other non-operating income                | 1                                   | -                                   |
| <b>Total other income</b>                 | <b>106</b>                          | <b>21</b>                           |

### 26 EMPLOYEE BENEFITS EXPENSE

| Particulars                                        | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|----------------------------------------------------|-------------------------------------|-------------------------------------|
| Salary, wages and bonus                            | 2,440                               | 1,718                               |
| Employer contribution to provident and other funds | 59                                  | 127                                 |
| Gratuity Expense                                   | 8                                   | 11                                  |
| Staff Welfare                                      | 89                                  | 46                                  |
| <b>Total</b>                                       | <b>2,596</b>                        | <b>1,902</b>                        |



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 27 FINANCE COSTS

| Particulars                 | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-----------------------------|-------------------------------------|-------------------------------------|
| Interest on borrowings      | 72                                  | 40                                  |
| Interest Expense            | 11                                  | -                                   |
| Others borrowing cost       | 2                                   | 1                                   |
| Interest on lease liability | 16                                  | 22                                  |
| <b>Total</b>                | <b>101</b>                          | <b>63</b>                           |

### 28 DEPRECIATION AND AMORTISATION EXPENSE

| Particulars                                   | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-----------------------------------------------|-------------------------------------|-------------------------------------|
| Depreciation of property, plant and equipment | 93                                  | 62                                  |
| Depreciation on right of use assets           | 70                                  | 60                                  |
| <b>Total</b>                                  | <b>163</b>                          | <b>122</b>                          |

### 29 OTHER EXPENSES

| Particulars                              | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|------------------------------------------|-------------------------------------|-------------------------------------|
| Artist Outsource Charges                 | 79                                  | 46                                  |
| Office Rent                              | 25                                  | 35                                  |
| Hiring and Subscription Charges          | 192                                 | 122                                 |
| Communication Charges                    | 50                                  | 11                                  |
| Consultancy Charges                      | 30                                  | 24                                  |
| Travelling Expenses                      | 22                                  | 10                                  |
| Electricity Charges                      | 15                                  | 62                                  |
| Bad Debt                                 | -                                   | -                                   |
| Auditor's remuneration                   | 2                                   | -                                   |
| Advertisement Charges                    | 2                                   | 4                                   |
| Repairs and maintenance                  | 1                                   | 1                                   |
| Director Sitting Fees                    | 2                                   | 2                                   |
| Bank charges                             | 2                                   | 1                                   |
| Legal and Professional Charges           | 69                                  | 44                                  |
| Printing and Stationery                  | 0                                   | 0                                   |
| Power & fuel                             | 0                                   | 0                                   |
| Insurance Expenses                       | 14                                  | 8                                   |
| Postage & Telegram                       | 0                                   | 0                                   |
| Security Charges                         | 1                                   | 1                                   |
| Services Charges                         | 0                                   | 0                                   |
| Office Maintenance                       | 94                                  | -                                   |
| Rates and Taxes                          | 7                                   | 3                                   |
| Listing Fees                             | -                                   | -                                   |
| Foreign Exchange Loss                    | -                                   | 1                                   |
| Corporate social Responsibility Expenses | 7                                   | 6                                   |
| Miscellaneous expenses                   | 16                                  | 43                                  |
| <b>Total</b>                             | <b>630</b>                          | <b>424</b>                          |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 30 EXCEPTIONAL ITEMS (NET)

| Particulars                                          | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|------------------------------------------------------|-------------------------------------|-------------------------------------|
| Legal and Professional Charges (M&A & Due Diligence) | -                                   | 40                                  |
| Severance Cost                                       | 32                                  | -                                   |
| <b>Total</b>                                         | <b>32</b>                           | <b>40</b>                           |

### 31 INCOME TAX

The Company is subject to income tax in India on the basis of financial statements. Business loss can be carried forward for a maximum period of eight assessment years immediately succeeding the assessment year to which the loss pertains. Unabsorbed depreciation can be carried forward for an indefinite period.

Pursuant to the Taxation Law (Amendment) Ordinance, 2019 ('Ordinance') issued by Ministry of Law and Justice (Legislative Department) on September 20, 2019 which is effective from April 1, 2019, domestic companies have the option to pay income tax at 22% plus applicable surcharge and cess ('new tax regime') subject to certain conditions. The Company based on the current projections has chosen to adopt the reduced rates of tax as per the Income Tax Act, 1961 from the financial year 2019-20 and accordingly the Company has accounted deferred tax based on the reduced applicable tax rates.

#### 31.1 Tax expenses

| Particulars                                             | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|---------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Income tax recognized in Profit and Loss Account</b> |                                     |                                     |
| Current tax                                             | 173                                 | 64                                  |
| Prior Period Tax                                        | -                                   | 7                                   |
| <b>Deferred tax expense / (credit)</b>                  |                                     |                                     |
| Deferred tax charge                                     | -17                                 | -7                                  |
|                                                         | <b>156</b>                          | <b>64</b>                           |

### 32 EARNINGS PER SHARE (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### Calculation of EPS :

| Particulars                                                                       | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-----------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Basic and diluted:</b>                                                         |                                     |                                     |
| Profit for the year attributable to the owners of the Company                     | 506                                 | 447                                 |
| Weighted average number of equity shares outstanding during the year (in million) | 24                                  | 23                                  |
| Face value per share (₹)                                                          | 10                                  | 10                                  |
| <b>Basic and Diluted earnings per share (₹)</b>                                   | <b>20.78</b>                        | <b>19.20</b>                        |

There have been no transaction involving equity shares or potential equity shares between the reporting date and the date of authorisation of these financial statements.

### 33 FIRST TIME ADOPTION OF IND AS

Upto the Financial year ended March 31, 2025, the Company prepared its financial statements in accordance with accounting standards notified under the Section 133 of the Act, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ("Indian GAAP" or "Previous GAAP").

The financial statement for the period ended 31 December 2025 is the first set of Financial Statements prepared in accordance with the requirements of IND AS 101 - First time adoption of Indian Accounting Standards. Accordingly, the transition date to IND AS is 01 April 2024.

The Special purpose Ind AS Financial Statements as at and for the period ended 31 December 2025 and 31 March 2025 have been prepared after making suitable adjustments to the accounting heads from their Indian GAAP values following accounting policies and accounting policy choices (both mandatory exceptions and optional exemptions availed as per Ind AS 101) consistent with that used at the date of transition to Ind AS (01 April 2024) and as per the presentation, accounting policies and Comapnying/classifications including revised Schedule III disclosures followed as at and for the period ended 31 December 2025.

The impact of above to the equity as at 31 December 2025 and 1 April 2024 (Opening balance sheet date for Special purpose financial statements) and on total comprehensive income for the years ended 31 March 2025 has been explained as under.

#### (A) Exemptions availed on first time adoption of Ind AS

Ind AS 101, First-time Adoption of Indian Accounting Standards, allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has accordingly applied the following exemptions.

##### i) Deemed Cost

Since there is no change in the functional currency, the Company has elected to continue with carrying value for all of its property, plant and equipment as recognized in its Indian GAAP financial statements as its deemed cost at the date of transition after making adjustments for decommissioning liabilities. This exemption can also be used for investment properties. Accordingly the management has elected to measure all of its property,

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

plant and equipment and investment properties at their Indian GAAP carrying value.

### (B) Mandatory Exemption on first-time adoption of Ind AS

#### i) Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with Indian GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates are consistent with the estimates as at the same date made in conformity with Indian GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under Indian GAAP:

- (i) Impairment of financial assets based on expected credit loss model.
- (ii) Fair valuation of non-current Investments.
- (iii) Effective interest rate used in calculation of security deposit and retention money.

#### ii) Derecognition of financial assets and financial liabilities

A first-time adopter should apply the derecognition requirements in Ind AS 109, Financial Instruments, prospectively to transactions occurring on or after the date of transition. Therefore, if a first-time adopter derecognized non-derivative financial assets or non-derivative financial liabilities under its Indian GAAP as a result of a transaction that occurred before the date of transition, it should not recognize those financial assets and liabilities under Ind AS (unless they qualify for recognition as a result of a later transaction or event). A first-time adopter that wants to apply the derecognition requirements in Ind AS 109, Financial Instruments, retrospectively from a date of the entity's choosing may only do so, provided that the information needed to apply Ind AS 109, Financial Instruments, to financial assets and financial liabilities derecognized as a result of past transactions was obtained at the time of initially accounting for those transactions.

The Company has elected to apply the de-recognize provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

#### iii) Classification and measurement of financial assets

Ind AS 101, First-time Adoption of Indian Accounting Standards, requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

### (c) Reconciliations

The following reconciliations provides the effect of transition to Ind AS from Indian GAAP in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards:



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### (i) Reconciliation of Equity as at 31 March 2025

| Particulars                                                                  | Notes     | Indian GAAP  | IND AS Adjustment | IND AS Adjustment OOU | Prior Period Adjustment | IND AS       |
|------------------------------------------------------------------------------|-----------|--------------|-------------------|-----------------------|-------------------------|--------------|
| <b>ASSETS</b>                                                                |           |              |                   |                       |                         |              |
| <b>1 Non-current assets</b>                                                  |           |              |                   |                       |                         |              |
| (a) Property, plant and equipment                                            |           | 179          | -                 |                       | -                       | 179          |
| (b) Goodwill                                                                 |           | 770          | 5                 |                       | -                       | 775          |
| (c) Right of use assets                                                      | <b>B2</b> | -            | 104               | 173                   | -                       | 277          |
| (d) Deferred tax Asset (net)                                                 |           | 9            | 8                 |                       | -                       | 17           |
| (e) Financial assets                                                         |           |              |                   |                       |                         |              |
| i. Investments                                                               |           |              |                   |                       |                         | -            |
| ii. Other financial assets                                                   | <b>B3</b> | 52           | (2)               | -                     | -                       | 49           |
| <b>Total non-current assets (1)</b>                                          |           | <b>1,010</b> | <b>114</b>        | <b>173</b>            | <b>-</b>                | <b>1,297</b> |
| <b>2 Current assets</b>                                                      |           |              |                   |                       |                         |              |
| (a) Financial assets                                                         |           |              |                   |                       |                         |              |
| i. Trade receivables                                                         | <b>B4</b> | 775          | (4)               | -                     | -                       | 772          |
| ii. Cash and cash equivalents                                                |           | 298          | -                 | -                     | -                       | 298          |
| iii. Other bank balances                                                     |           | 130          | -                 | -                     | -                       | 130          |
| iv. Other financial assets                                                   |           | -            | -                 | -                     | -                       | -            |
| (b) Current Tax Asset (Net)                                                  |           | -            | -                 | -                     | -                       | -            |
| (c) Other current assets                                                     |           | 869          | -                 | -                     | -                       | 869          |
| <b>Total current assets (2)</b>                                              |           | <b>2,073</b> | <b>(4)</b>        | <b>-</b>              | <b>-</b>                | <b>2,070</b> |
| <b>Total assets (1+2)</b>                                                    |           | <b>3,083</b> | <b>111</b>        | <b>173</b>            | <b>-</b>                | <b>3,366</b> |
| <b>EQUITY AND LIABILITIES</b>                                                |           |              |                   |                       |                         |              |
| <b>1 Equity</b>                                                              |           |              |                   |                       |                         |              |
| (a) Equity share capital                                                     |           | 232          | -                 | -                     | -                       | 232          |
| (b) Other equity                                                             |           | 1,790        | (10)              | (8)                   | -                       | 1,773        |
| (c) Non-controlling interest                                                 |           | 84           | -                 | -                     | -                       | 84           |
| <b>Total equity (1)</b>                                                      |           | <b>2,106</b> | <b>(10)</b>       | <b>(8)</b>            | <b>-</b>                | <b>2,089</b> |
| <b>Liabilities</b>                                                           |           |              |                   |                       |                         |              |
| <b>2 Non-current liabilities</b>                                             |           |              |                   |                       |                         |              |
| (a) Financial liabilities                                                    |           |              |                   |                       |                         |              |
| i. Borrowings                                                                |           | 357          | -                 | -                     | -                       | 357          |
| ii. Lease liabilities                                                        | <b>B1</b> | -            | 74                | 165                   | -                       | 238          |
| (b) Provisions                                                               |           | 44           | -                 | -                     | -                       | 44           |
| (c) Deferred tax liabilities (net)                                           |           | 27           | -                 | -                     | -                       | 27           |
| <b>Total non-current liabilities (2)</b>                                     |           | <b>428</b>   | <b>74</b>         | <b>165</b>            | <b>-</b>                | <b>666</b>   |
| <b>3 Current liabilities</b>                                                 |           |              |                   |                       |                         |              |
| (a) Financial liabilities                                                    |           |              |                   |                       |                         |              |
| i. Borrowings                                                                |           | 155          | -                 | -                     | -                       | 155          |
| ii. Lease liabilities                                                        | <b>B1</b> | -            | 51                | 16                    | -                       | 67           |
| iii. Trade payables                                                          |           |              |                   |                       |                         |              |
| - Total outstanding dues of micro and small enterprises                      |           | 25           | -                 | -                     | -                       | 25           |
| - Total outstanding dues of creditors other than micro and small enterprises |           | 13           | -                 | -                     | -                       | 13           |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

| Particulars                                 | Notes     | Indian GAAP  | IND AS Adjustment | IND AS Adjustment OOU | Prior Period Adjustment | IND AS       |
|---------------------------------------------|-----------|--------------|-------------------|-----------------------|-------------------------|--------------|
| iv. Other financial liabilities             | <b>B4</b> | 48           | (4)               | -                     | -                       | 44           |
| (b) Provisions                              |           | 74           | -                 | -                     | -                       | 74           |
| (c) Other current liabilities               |           | 234          | -                 | -                     | -                       | 234          |
| (d) Current Tax Liabilities (net)           |           | -            | -                 | -                     | -                       | -            |
| <b>Total current liabilities (3)</b>        |           | <b>548</b>   | <b>47</b>         | <b>16</b>             | <b>-</b>                | <b>612</b>   |
| <b>Total equity and liabilities (1+2+3)</b> |           | <b>3,083</b> | <b>111</b>        | <b>173</b>            | <b>-</b>                | <b>3,367</b> |

### (ii) Reconciliation of Profit or loss for the year ended 31 March 2025

| Particulars                                                        | Notes     | Indian GAAP  | IND AS Adjustment | IND AS Adjustment OOU | Prior Period Adjustment | IND AS       |
|--------------------------------------------------------------------|-----------|--------------|-------------------|-----------------------|-------------------------|--------------|
| <b>I Income</b>                                                    |           |              |                   |                       |                         |              |
| Revenue from operations                                            |           | 3,041        | -                 | -                     | -                       | 3,041        |
| Other income                                                       | <b>A5</b> | 20           | 1                 | -                     | -                       | 21           |
| <b>Total income (I)</b>                                            |           | <b>3,061</b> | <b>1</b>          | <b>-</b>              | <b>-</b>                | <b>3,062</b> |
| <b>II Expenses</b>                                                 |           |              |                   |                       |                         |              |
| Employee benefits expense                                          | <b>A3</b> | 1,893        | 9                 | -                     | -                       | 1,902        |
| Finance costs                                                      | <b>A6</b> | 41           | 13                | 9                     | -                       | 63           |
| Depreciation and amortisation expense                              | <b>A4</b> | 62           | 47                | 14                    | -                       | 122          |
| Other expenses                                                     | <b>A1</b> | 500          | (57)              | (19)                  | -                       | 424          |
| <b>Total expenses (II)</b>                                         |           | <b>2,496</b> | <b>12</b>         | <b>3</b>              | <b>-</b>                | <b>2,511</b> |
| <b>III Profit before exceptional items and tax (I-II)</b>          |           | <b>565</b>   | <b>(11)</b>       | <b>(3)</b>            | <b>-</b>                | <b>551</b>   |
| <b>IV Exceptional Items (net)</b>                                  |           | <b>40</b>    |                   |                       |                         | <b>40</b>    |
| <b>V Profit before tax (III-IV)</b>                                |           | <b>525</b>   | <b>(11)</b>       | <b>(3)</b>            | <b>-</b>                | <b>511</b>   |
| Current tax                                                        |           | 64           | -                 | -                     | -                       | 64           |
| Prior Period Tax                                                   |           | 7            | -                 | -                     | -                       | 7            |
| Deferred tax charge                                                | <b>A2</b> | (3)          | (4)               | -                     | -                       | (7)          |
| <b>Total tax expense (VI)</b>                                      |           | <b>68</b>    | <b>(4)</b>        | <b>-</b>              | <b>-</b>                | <b>64</b>    |
| <b>VII Non-controlling interest</b>                                |           | <b>82</b>    | <b>-</b>          | <b>-</b>              | <b>-</b>                | <b>82</b>    |
| <b>VIII Profit for the year (VI - VII)</b>                         |           | <b>375</b>   | <b>(7)</b>        | <b>(3)</b>            | <b>-</b>                | <b>365</b>   |
| <b>IX Other comprehensive income/(loss)</b>                        |           |              |                   |                       |                         |              |
| Items that will not be reclassified subsequently to Profit or Loss |           |              |                   |                       |                         |              |

### Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

| Particulars                                                             | Notes     | Indian GAAP | IND AS Adjustment | IND AS Adjustment OOU | Prior Period Adjustment | IND AS |
|-------------------------------------------------------------------------|-----------|-------------|-------------------|-----------------------|-------------------------|--------|
| (i) Re-measurement gains / (losses) on defined benefit plans            | <b>A1</b> | -           | 9                 | -                     | -                       | 9      |
| (ii) Exchange difference on translation of foreign operations           | <b>A7</b> | -           | 2                 | -                     | -                       | 2      |
| (ii) Income tax effect on above                                         | <b>A2</b> | -           | (2)               | -                     | -                       | (2)    |
| <b>Total other comprehensive income for the year (net of tax)</b>       |           | -           | 9                 | -                     | -                       | 9      |
| <b>X Total comprehensive income for the year, net of tax (VII+VIII)</b> |           | 375         | 2                 | (3)                   | -                       | 374    |

#### (iii) Reconciliation of Cash flow as at March 31, 2025

|                                                         | Indian GAAP | Difference due to change in IND AS and Prior Period Adjustments | IND AS     |
|---------------------------------------------------------|-------------|-----------------------------------------------------------------|------------|
| Net cash (used in) operating activities                 | 96          | 101                                                             | 198        |
| Cash flow from investing activities                     | (268)       | (639)                                                           | (907)      |
| Cash flow from financing activities                     | 440         | 538                                                             | 978        |
| Net (decrease)/increase in cash and cash equivalents    | 269         | -                                                               | 269        |
| Cash and cash equivalents at the beginning of the year  | 30          | -                                                               | 30         |
| <b>Cash and cash equivalents at the end of the year</b> | <b>298</b>  | <b>-</b>                                                        | <b>298</b> |

#### Reconciliation of total equity between previous GAAP and Ind AS as at 31 March 2025

| Particulars                               | Notes     | 31-Mar-25    |
|-------------------------------------------|-----------|--------------|
| Shareholder's equity as per Indian GAAP   |           | 2,106        |
| Recognition of Lease liability            | <b>B1</b> | (305)        |
| Recognition of Right of use assets        | <b>B2</b> | 277          |
| Remeasurement of financial instrument     | <b>B3</b> | (2)          |
| Reclassification of Expected Credit loss  | <b>B4</b> | -            |
| Reclassification of deferred tax          | <b>B6</b> | 8            |
| Reclassification of Goodwill              | <b>B7</b> | 5            |
| <b>Total IND AS Adjustment</b>            |           | <b>(18)</b>  |
| <b>Total Prior Period Adjustments</b>     |           | <b>-</b>     |
| <b>Shareholder's equity as per Ind AS</b> |           | <b>2,088</b> |

### Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

#### Reconciliation of total comprehensive income for the period ended 31 March 2025

| Particulars                                                                       | Notes     | 31-Mar-25  |
|-----------------------------------------------------------------------------------|-----------|------------|
| <b>Profit/ (loss) after tax as per Indian GAAP</b>                                |           | <b>374</b> |
| Adjustment on account of Employee benefits expense                                | <b>A1</b> | -          |
| Adjustment on account of Deferred Tax                                             | <b>A2</b> | 2          |
| Adjustment on account of Operating expenses                                       | <b>A3</b> | 75         |
| Adjustment on account of Depreciation and amortisation expense                    | <b>A4</b> | (60)       |
| Adjustment on account of Other income                                             | <b>A5</b> | 1          |
| Adjustment on account of Finance Cost                                             | <b>A6</b> | (22)       |
| Adjustment on account of Exchange difference on translation of foreign operations | <b>A7</b> | 2          |
| <b>Total IND AS Adjustment</b>                                                    |           | <b>(2)</b> |
| <b>Total Prior Period Adjustments</b>                                             |           | <b>-</b>   |
| <b>Profit as per Ind AS</b>                                                       |           | <b>372</b> |

- A1 Adjustment on account of Employee benefits expense
- A2 Adjustment on account of Deferred Tax
- A3 Adjustment on account of Operating expenses
- A4 Adjustment on account of Depreciation and amortisation expense
- A5 Adjustment on account of Other income
- A6 Adjustment on account of Finance Cost
- A7 Adjustment on account of Exchange difference on translation of foreign operations
- B1 Recognition of Lease liability
- B2 Recognition of Right of use assets
- B3 Remeasurement of financial instrument
- B4 Reclassification of Expected Credit loss
- B5 Reclassification of Provision
- B6 Reclassification of deferred tax
- B7 Reclassification of Goodwill

## 34 RELATED PARTIES TRANSACTIONS

### 34.1 Names of the related parties and related party relationships

| Nature of relationship               | Name of related parties                            |
|--------------------------------------|----------------------------------------------------|
| <b>(i) Key management personnel:</b> |                                                    |
| Promoter cum Managing Director       | Balakrishnan                                       |
| Promoter cum Wholetime director      | Sundaram Yogalakshmi                               |
| Company Secretary                    | Swati Sharma (Resigned w.e.f. 30-09-2025)          |
| Company Secretary                    | Chandramohan (Appointed w.e.f. 03-10-2025)         |
| Chief Financial officer              | Gaurav Mehra (Appointed w.e.f 15-10-2024)          |
| Director                             | Rajarathinam Thiripurasundari                      |
| Wholetime director                   | Duraiswami Prabhakar (Cessation w.e.f. 31-12-2025) |
| Independent Director                 | Vengarai Seshadri Sowrirajan                       |
| Independent Director                 | Jitendra Kumar Pal (Resigned w.e.f. 12-05-2025)    |
| Independent Director                 | Nandagopal Damodaran                               |
| Independent Director                 | Chitra (Appointed w.e.f. 23-01-2026)               |
| <b>(ii) Subsidiary</b>               |                                                    |
| Wholly Owned Subsidiary              | Basilic Fly Studio UK Private Limited, UK          |
| Subsidiary                           | Basilic Fly Studio Canada Limited, Canada          |
| Subsidiary (Step-down Subsidiary)    | One Of US Ltd, London                              |
| Step-down Subsidiary                 | One Of US Paris                                    |



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 34.2 The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

| Nature of transaction                          | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Remuneration &amp; Other Benefits</b>       |                                     |                                     |
| Managing Director Remuneration                 | 13                                  | 12                                  |
| Wholetime Director Remuneration                | 9                                   | 8                                   |
| Chief Financial officer                        | 15                                  | 5                                   |
| Company Secretary                              | 2                                   | 1                                   |
| Other than Wholetime Director                  | -                                   | 2                                   |
| <b>Director's Sitting Fee &amp; Commission</b> |                                     |                                     |
| Independent Director                           | 2                                   | 2                                   |
| <b>Income from Services rendered</b>           |                                     |                                     |
| Basilic Fly Studio UK Private Limited          | 86                                  | -                                   |
| Basilic Fly Studio Canada Limited              | 171                                 | -                                   |
| One Of US Ltd, London                          | 85                                  | 110                                 |
| One Of US Paris                                | 7                                   | 37                                  |
| <b>Expenses for Services rendered</b>          |                                     |                                     |
| Basilic Fly Studio UK Private Limited          | 6                                   | -                                   |
| Basilic Fly Studio Canada Limited              | 7                                   | -                                   |
| One Of US Ltd, London                          | 126                                 | 7                                   |
| <b>Other Expenses</b>                          |                                     |                                     |
| Interest Expenses - Wholetime Director         | 3                                   | -                                   |
| <b>Loan Taken</b>                              |                                     |                                     |
| Wholetime Director                             | 24                                  | 23                                  |
| <b>Loan Given</b>                              |                                     |                                     |
| Basilic Fly Studio UK Private Limited          | 246                                 | -                                   |

### 34.3 Summary of the outstanding balances with the above related parties are as follows:

| Name of related party                                    | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|----------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>Investments in equity instruments of subsidiaries</b> |                                     |                                     |
| Basilic Fly Studio UK Private Limited                    | 452                                 | 447                                 |
| Basilic Fly Studio Canada Limited                        | 21                                  | 21                                  |
| <b>Trade Receivable</b>                                  |                                     |                                     |
| Basilic Fly Studio UK Private Limited                    | 15                                  | -                                   |
| Basilic Fly Studio Canada Limited                        | 205                                 | 44                                  |
| One Of US Ltd, London                                    | 132                                 | 155                                 |
| One Of US Paris                                          | 0                                   | 10                                  |
| <b>Trade Payable</b>                                     |                                     |                                     |
| Basilic Fly Studio UK Private Limited                    | 6                                   | -                                   |
| Basilic Fly Studio Canada Limited                        | 7                                   | -                                   |
| One Of US Ltd, London                                    | 138                                 | 7                                   |
| <b>Remuneration &amp; Other Benefits payable</b>         |                                     |                                     |
| Managing Director Remuneration                           | 1                                   | 0                                   |
| Wholetime Director Remuneration                          | 1                                   | 0                                   |
| Chief Financial officer                                  | 1                                   |                                     |
| Company Secretary                                        | 0                                   | 0                                   |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 35 AUDIT TRAIL

Ministry of Corporate Affairs (MCA) vide its notification number G.S.R 206(E ) dated March 24, 2021 (amended from time to time) in reference to the proviso to rule 3 (1) of the companies (Accounts) Amendment Rules, 2021, introduced the requirement, where a company used an accounting software, of only using such accounting software w.e.f April 01, 2023 which has a feature of recording audit trail of each and every transaction.

The company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility.

### 36 OTHER STATUTORY INFORMATION

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- The Company did not have any material transaction with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the respective reported financial year.
- There has been no charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.
- The Company has not traded or invested in Crypto currency or Virtual Currency.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- The Company does not have any unrecorded transactions which have been surrendered or disclosed as Income during the year in the tax assessment under the Income Tax Act, 1961
- The Company is not declared willful defaulter by any bank, financial institution or lender.
- During the year, no scheme of arrangements in relation to the company has been approved by the competent authority in terms of Section 232 to 237 of the Companies Act, 2013. Accordingly, this clause is not applicable to the company.

### 37 SEGMENT INFORMATION

The Company specializes in post-production services, specializing in high-end visual effects (VFX) and 2D-to-3D conversion services for the media and entertainment industry.

The Chief Operating Decision Maker (CODM) reviews the operations of the Company as one operating segment. Hence no separate segment information has been furnished herewith.

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 38 LEASES

#### (a) Company as a lessee

- (i) The Company has lease contracts for office facilities.

The lease term of the office facilities is generally 1 - 5 years .The Company's obligations under its leases are secured by the lessor's title to the leased assets.

- (ii) Set-out below are the carrying amounts of right-of-use assets recognised and the movements during the year.

| Gross Amount                       |                 |            |
|------------------------------------|-----------------|------------|
| Particulars                        | Office Facility | Total      |
| <b>Balance as at 31 March 2024</b> | <b>228</b>      | <b>228</b> |
| Additions                          | 203             | 203        |
| Disposal                           | -               | -          |
| <b>Balance as at 31 March 2025</b> | <b>431</b>      | <b>431</b> |
| Additions                          | 182             | 182        |
| Disposal                           | -               | -          |
| <b>Balance as at 31 March 2026</b> | <b>613</b>      | <b>613</b> |
| <b>Accumulated depreciation</b>    |                 |            |
| <b>Balance as at 31 March 2024</b> | <b>80</b>       | <b>80</b>  |
| Additions                          | 76              | 76         |
| Disposal                           | -               | -          |
| <b>Balance as at 31 March 2025</b> | <b>156</b>      | <b>156</b> |
| Additions                          | 70              | 70         |
| Disposal                           | -               | -          |
| <b>Balance as at 31 March 2026</b> | <b>226</b>      | <b>226</b> |
| <b>Net Block</b>                   |                 |            |
| <b>As at March 31, 2024</b>        | <b>148</b>      | <b>148</b> |
| <b>As at March 31, 2025</b>        | <b>275</b>      | <b>275</b> |
| <b>As at March 31, 2026</b>        | <b>387</b>      | <b>387</b> |

- (iii) The following are the amounts recognised in the Statement of Profit and Loss:

| Particulars                                                                             | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-----------------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|
| Depreciation expense of right-of-use assets (refer note 28)                             | 70                                  | 60                                  |
| Interest expense on lease liabilities(Refer Note 27)                                    | 16                                  | 22                                  |
| Expense relating to short-term leases and low-value assets (included in other expenses) | 2                                   | 1                                   |
| <b>Total amount recognised in Statement of Profit and Loss</b>                          | <b>88</b>                           | <b>83</b>                           |

- (iv) Impact on statement of cash flows (increase/(decrease)):

| Particulars                                       | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|---------------------------------------------------|-------------------------------------|-------------------------------------|
| Payment of principal portion of lease liabilities | 69                                  | 48                                  |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

|                                                  |           |           |
|--------------------------------------------------|-----------|-----------|
| Payment of interest portion of lease liabilities | 16        | 22        |
| Payment Related to short-term leases             | 2         | 1         |
| <b>Cash flows</b>                                | <b>87</b> | <b>72</b> |

### 39 COMMITMENTS AND CONTINGENCIES

#### A. Commitments

##### Capital Commitments

| Particulars                                                                                                      | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|------------------------------------------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) | -                                   | -                                   | -                                   |

#### B. Contingent liabilities

In the ordinary course of business, the Company faces claims and assertions by various parties. The Company assesses such claims and assertions and monitors the legal environment on an ongoing basis with the assistance of external legal counsel, wherever necessary. The Company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements if material. For potential losses that are considered possible, but not probable, the Company provides disclosure in the financial statements but does not record a liability in its accounts unless the loss becomes probable.

##### Contingent Liabilities not provided for in respect of:

| Particulars                                            | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|--------------------------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| a) Claims against the company not acknowledged as debt |                                     |                                     |                                     |
| - Demand by Income Tax Department                      | -                                   | -                                   | -                                   |
| - Demand by Excise / GST Authorities                   | -                                   | -                                   | -                                   |
| - Claim filed by a supplier                            | -                                   | -                                   | -                                   |
| b) Corporate Guarantee given by the company            | -                                   | -                                   | -                                   |
| c) Export obligation on account of duty free import    | -                                   | -                                   | -                                   |

### 40 CAPITAL MANAGEMENT

The Company's capital management is intended to maximize the return to shareholders for meeting the long-term and short-term goals of the Company through the optimization of the debt and equity balance.

The Company determines the amount of capital required on the basis of annual and long-term operating plans and strategic investment plans. The funding requirements are met through equity and long-term/short-term borrowings. The Company monitors the capital structure on the basis of Net debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

For the purpose of capital management, capital includes issued equity capital, securities premium and all other reserves



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

attributable to the equity shareholders of the Company.

Net debt includes all long, short-term borrowings and lease liabilities as reduced by cash and cash equivalents.

The following table summarizes the capital of the Company

| Particulars                                 | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|---------------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| Debt*                                       | 1,064                               | 818                                 | 192                                 |
| Less: Cash and cash equivalents             | 445                                 | 298                                 | 30                                  |
| <b>Net debt (A)</b>                         | <b>619</b>                          | <b>519</b>                          | 162                                 |
| Equity share Capital                        | 253                                 | 232                                 | 232                                 |
| Other Equity                                | 3,087                               | 1,773                               | 985                                 |
| <b>Equity (B)</b>                           | <b>3,340</b>                        | <b>2,005</b>                        | 1,217                               |
| <b>Capital and net debt (C) = (A) + (B)</b> | <b>3,959</b>                        | <b>2,524</b>                        | <b>1,379</b>                        |
| <b>Net debt to equity ratio (A) / (B)</b>   | <b>0.19</b>                         | <b>0.26</b>                         | <b>0.13</b>                         |

\* Debt is defined as long term, short term borrowings and lease liabilities

## 41 FAIR VALUES

(a) Financial instruments by category:-  
As at 31 March 2026

|                                    | Cost     | FVTPL    | FVTOCI   | Amortised Cost |
|------------------------------------|----------|----------|----------|----------------|
| <b>(A) Financial assets</b>        |          |          |          |                |
| <b>Non-current</b>                 |          |          |          |                |
| i) Investment                      | -        | -        | -        | -              |
| ii) Other financial assets         | -        | -        | -        | 129            |
| <b>Current</b>                     |          |          |          |                |
| i) Trade receivables               | -        | -        | -        | 1,382          |
| ii) Cash and cash equivalents      | -        | -        | -        | 445            |
| iii) Other bank balances           | -        | -        | -        | 294            |
| iv) Other financial assets         | -        | -        | -        | -              |
| <b>Total financial assets</b>      | <b>-</b> | <b>-</b> | <b>-</b> | <b>2,250</b>   |
| <b>(B) Financial liabilities</b>   |          |          |          |                |
| <b>Non-current</b>                 |          |          |          |                |
| i) Borrowings                      | -        | -        | -        | 263            |
| ii) Lease liabilities              | -        | -        | -        | 329            |
| <b>Current</b>                     |          |          |          |                |
| i) Borrowings                      | -        | -        | -        | 384            |
| ii) Lease liabilities              | -        | -        | -        | 89             |
| iii) Trade payables                | -        | -        | -        | 236            |
| iv) Other financial liabilities    | -        | -        | -        | 59             |
| <b>Total financial liabilities</b> | <b>-</b> | <b>-</b> | <b>-</b> | <b>1,360</b>   |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

As at 31 March 2025

| Particular                         | Cost     | FVTPL    | FVTOCI   | Amortised Cost |
|------------------------------------|----------|----------|----------|----------------|
| <b>(A) Financial assets</b>        |          |          |          |                |
| <b>Non-current</b>                 |          |          |          |                |
| i) Investment                      | -        | -        | -        | -              |
| ii) Other financial assets         | -        | -        | -        | 49             |
| <b>Current</b>                     |          |          |          |                |
| i) Trade receivables               | -        | -        | -        | 772            |
| ii) Cash and cash equivalents      | -        | -        | -        | 298            |
| iii) Other bank balances           | -        | -        | -        | 130            |
| iv) Other financial assets         | -        | -        | -        | -              |
| <b>Total financial assets</b>      | <b>-</b> | <b>-</b> | <b>-</b> | <b>1,249</b>   |
| <b>(B) Financial liabilities</b>   |          |          |          |                |
| <b>Non-current</b>                 |          |          |          |                |
| i) Borrowings                      | -        | -        | -        | 357            |
| ii) Lease liabilities              | -        | -        | -        | 238            |
| <b>Current</b>                     |          |          |          |                |
| i) Borrowings                      | -        | -        | -        | 155            |
| ii) Lease liabilities              | -        | -        | -        | 67             |
| iii) Trade payables                | -        | -        | -        | 38             |
| iv) Other financial liabilities    | -        | -        | -        | 44             |
| <b>Total financial liabilities</b> | <b>-</b> | <b>-</b> | <b>-</b> | <b>899</b>     |

As at 01 April 2024

| Particular                         | Cost     | FVTPL    | FVTOCI   | Amortised Cost |
|------------------------------------|----------|----------|----------|----------------|
| <b>(A) Financial assets</b>        |          |          |          |                |
| <b>Non-current</b>                 |          |          |          |                |
| i) Investment                      | -        | -        | -        | -              |
| ii) Other financial assets         | -        | -        | -        | 41             |
| <b>Current</b>                     |          |          |          |                |
| i) Trade receivables               | -        | -        | -        | 531            |
| ii) Cash and cash equivalents      | -        | -        | -        | 30             |
| iii) Other bank balances           | -        | -        | -        | 398            |
| iv) Other financial assets         | -        | -        | -        | -              |
| <b>Total financial assets</b>      | <b>-</b> | <b>-</b> | <b>-</b> | <b>1,000</b>   |
| <b>(B) Financial liabilities</b>   |          |          |          |                |
| <b>Non-current</b>                 |          |          |          |                |
| i) Borrowings                      | -        | -        | -        | 6              |
| ii) Lease liabilities              | -        | -        | -        | 124            |
| <b>Current</b>                     |          |          |          |                |
| i) Borrowings                      | -        | -        | -        | 19             |
| ii) Lease liabilities              | -        | -        | -        | 43             |
| iii) Trade payables                | -        | -        | -        | 60             |
| iv) Other financial liabilities    | -        | -        | -        | 32             |
| <b>Total financial liabilities</b> | <b>-</b> | <b>-</b> | <b>-</b> | <b>284</b>     |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### (b) Fair value disclosures for financial assets and financial liabilities

Set out below is a comparison by class, of the carrying amounts and fair value of the company's financial instruments, other than those with carrying amounts that are reasonable approximations of their fair values.

#### As at 31 March 2026

| Non-current             |      |            |
|-------------------------|------|------------|
| Particular              | Cost | Fair Value |
| <b>Financial assets</b> |      |            |
| Investments             | -    | -          |
|                         | -    | -          |

#### As at 31 March 2025

| Particular              | Cost | Fair Value |
|-------------------------|------|------------|
| <b>Financial assets</b> |      |            |
| Investments             | -    | -          |
|                         | -    | -          |

#### As at 01 April 2024

| Particular              | Cost | Fair Value |
|-------------------------|------|------------|
| <b>Financial assets</b> |      |            |
| Investments             | -    | -          |
|                         | -    | -          |

#### Method and assumption

The carrying amount of financial assets and financial liabilities measured at amortized cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

## 42 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities comprise Borrowings, lease liabilities and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's principal financial assets include investments, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to various financial risks. These risks are categorised into market risk, credit risk and liquidity risk. The Company's risk management is coordinated by the Board of Directors and focuses on securing long term and short term cash flows. The Company does not engage in trading of financial assets for speculative purposes.

#### Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

equity price risk and commodity risk. Financial instruments affected by market risk include borrowings and derivative financial instruments.

The sensitivity analysis in the following sections relate to the position as at 31 March 2026, 31 December 2025, 31 March 2025 and 01 April 2024.

The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of floating to fixed interest rates of the debt and the proportion of financial instruments in foreign currencies are all constant in place as at 31 March 2026, 31 December 2025, 31 March 2025 and 01 April 2024.

The analysis exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations and provisions.

The following assumption have been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held as at 31 March 2026, 31 December 2025, 31 March 2025 and 01 April 2024.

#### Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

#### (a) Interest rate risk exposure

The exposure of the Company's borrowings to interest rate changes at the end of the reporting period/year are as follows:

| Particulars                                         | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|-----------------------------------------------------|------------------------|------------------------|------------------------|
| <b>Fixed rate borrowings</b>                        |                        |                        |                        |
| Long term borrowings (including current maturities) | 290                    | 380                    | 9                      |
| Short term borrowings                               | -                      | -                      | -                      |
| <b>Variable rate borrowings</b>                     |                        |                        |                        |
| Long term borrowings (including current maturities) | -                      | -                      | -                      |
| Short term borrowings                               | 384                    | 155                    | 19                     |
| <b>Total borrowings</b>                             | <b>674</b>             | <b>535</b>             | <b>28</b>              |



## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### (b) Sensitivity

For floating rate borrowings, the analysis is prepared assuming that the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used, which represents management's assessment of the reasonably possible change in interest rate.

| Particulars                                     | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|-------------------------------------------------|------------------------|------------------------|------------------------|
| Variable Cost Borrowings at the year/period end | 384                    | 155                    | 19                     |

In case of fluctuation in interest rates by 50 basis points and all other variables were held constant, the profit before tax for the year from continuing operations would increase or decrease as follows:

| Particulars                                     | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|-------------------------------------------------|------------------------|------------------------|------------------------|
| Impact on profit before tax for the year/period | 2                      | 1                      | 0                      |

### Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's financing activities (when borrowings are denominated in a different currency from the Company's functional currency).

### Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables.

Customer credit risk is managed by Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major customers. The Company does not hold collateral as security.

With respect to Trade receivables, the Company has constituted the terms to review the receivables on periodic basis and to take necessary mitigations, wherever required. The Company creates allowance for all unsecured receivables based on lifetime expected credit loss based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix.

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

The following table summarises the changes in the loss allowance measured using ECL:

| Particulars                                 | As at<br>31 March 2026 | As at<br>31 March 2025 | As at<br>01 April 2024 |
|---------------------------------------------|------------------------|------------------------|------------------------|
| Opening balance                             | 4                      | -                      | -                      |
| Amount provided/ (reversed) during the year | 4                      | 4                      | -                      |
| Amount utilised during the year             | -                      | -                      | -                      |
| <b>Closing provision</b>                    | <b>8</b>               | <b>4</b>               | <b>-</b>               |

Credit risk on cash and cash equivalent and bank balances is not significant as it majorly includes deposits with bank.

### Liquidity risk

Liquidity risk is the risk, where the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due.

The table below summarises the maturity profile of company's financial liabilities based on contractual payments:-

| Particulars                 | 0 - 1 years | 1 to 5 years | > 5 years | Total      |
|-----------------------------|-------------|--------------|-----------|------------|
| <b>As at 31 March 2026</b>  |             |              |           |            |
| Borrowings                  | 384         | 263          | -         | <b>647</b> |
| Lease liabilities           | 89          | 329          | -         | <b>418</b> |
| Trade payables              | 236         | -            | -         | <b>236</b> |
| Other financial liabilities | 59          | -            | -         | <b>59</b>  |
| <b>As at 31 March 2025</b>  |             |              |           |            |
| Borrowings                  | 155         | 357          | -         | <b>512</b> |
| Lease liabilities           | 67          | 238          | -         | <b>305</b> |
| Trade payables              | 38          | -            | -         | <b>38</b>  |
| Other financial liabilities | 44          | -            | -         | <b>44</b>  |
| <b>As at 01 April 2024</b>  |             |              |           |            |
| Borrowings                  | 19          | 6            | -         | <b>25</b>  |
| Lease liabilities           | 43          | 124          | -         | <b>167</b> |
| Trade payables              | 60          | -            | -         | <b>60</b>  |
| Other financial liabilities | 32          | -            | -         | <b>32</b>  |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### 43 GRATUITY AND OTHER POST-EMPLOYMENT BENEFITS PLANS

#### A. Defined Contribution plan

The Company contribution to provident fund, other funds are considered as defined contribution plans. The contributions are charged to the Statement to profit and loss as they accrue. Contributions to provident fund included in employee benefits expense (refer note 26 ) are as under:

| Particulars                    | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|--------------------------------|-------------------------------------|-------------------------------------|
| Contribution to provident fund | 59                                  | 127                                 |

#### B. Defined benefit plans - general description

The Group has a defined gratuity benefit plan. Every employee who completes service of five years or more gets a gratuity of 15 days salary (last drawn salary) for each completed year of service. The obligation towards gratuity is being measured using projected credit line method. The gratuity is unfunded.

The following tables summaries the components of net benefit expense recognised in the Restated consolidated Statement of Profit and Loss and the funded status and amounts recognised in the Restated consolidated statement of Asset & Liability for the gratuity benefit (based on actuarial valuation) :

##### Amount recognised in Restated Statement of Profit and Loss

##### Net employee benefit expense recognized in the employee cost:

| Particulars                                                    | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|----------------------------------------------------------------|-------------------------------------|-------------------------------------|
| Service cost                                                   | 6                                   | 9                                   |
| Net interest cost                                              | 2                                   | 2                                   |
| Expected return on plan assets                                 | -                                   | -                                   |
| <b>Expenses recognised in the statement of profit and loss</b> | <b>8</b>                            | <b>11</b>                           |

##### Amount recognised in other comprehensive income

| Particulars                                                                           | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|---------------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|
| Actuarial (gain)/ loss on obligations arising from changes in experience adjustments  | (17)                                | (11)                                |
| Actuarial (gain)/ loss on obligations arising from changes in demographic adjustments | -                                   | -                                   |
| Actuarial (gain)/ loss on obligations arising from changes in financial assumptions   | (2)                                 | 2                                   |
| <b>Expenses recognised in the other comprehensive income</b>                          | <b>(19)</b>                         | <b>(9)</b>                          |

## Notes to the Financial Statement for the Period ended March 31, 2026

(All amounts are in ₹ million unless otherwise stated)

### Balance sheet

#### Benefit asset/ (liability)

| Particulars                                                 | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-------------------------------------------------------------|-------------------------------------|-------------------------------------|
| Present value of defined obligation at the end of the year  | 23                                  | 34                                  |
| Less : Fair value of the plan assets at the end of the year | -                                   | -                                   |
| <b>Net present value of defined benefit obligation</b>      | <b>23</b>                           | <b>34</b>                           |

#### Changes in the present value of the defined benefit obligation are as follows:

| Particulars                               | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-------------------------------------------|-------------------------------------|-------------------------------------|
| Opening defined benefit obligation        | 34                                  | 32                                  |
| Service cost                              | 6                                   | 9                                   |
| Interest cost                             | 2                                   | 2                                   |
| Benefits paid                             | (0)                                 | -                                   |
| Actuarial (gain)/ loss on obligation      | (19)                                | (9)                                 |
| <b>Closing defined benefit obligation</b> | <b>23</b>                           | <b>34</b>                           |

#### C. The principal actuarial assumptions used in determining gratuity are as follows:

##### Economic assumptions

| Particulars                                            | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|--------------------------------------------------------|-------------------------------------|-------------------------------------|
| Discount rate                                          | 7.62%                               | 6.81%                               |
| Average Salary escalation rate                         | 7.00%                               | 7.00%                               |
| Average remaining working life of the employees(years) | 28.36                               | 29.42                               |
| Attrition at Ages                                      | Withdrawal rate %                   | Withdrawal rate %                   |
| Up to 35 Years                                         | 7.89%                               | 7.50%                               |
| From 36 to 40 years                                    | 5.26%                               | 5.00%                               |
| From 41 to 50 years                                    | 2.63%                               | 2.50%                               |
| Above 51 years                                         | 1.32%                               | 1.25%                               |

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

#### D. Demographic assumptions

| Particulars     | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|-----------------|-------------------------------------|-------------------------------------|
| Retirement age  | 60.00                               | 60.00                               |
| Mortality table | 100% of IALM<br>(2012 - 14)         | 100% of IALM<br>(2012 - 14)         |





Notes to the Financial Statement for the Period ended March 31, 2026  
(All amounts are in ₹ million unless otherwise stated)

E. The following payments are expected contributions to the defined benefit plan in future years:

| Particulars                                              | For the year ended<br>31 March 2026 | For the year ended<br>31 March 2025 |
|----------------------------------------------------------|-------------------------------------|-------------------------------------|
| Within the next 12 months (next annual reporting period) | 1                                   | 2                                   |
| Between 1 and 5 years                                    | 4                                   | 5                                   |
| Beyond 5 years                                           | 18                                  | 27                                  |
| <b>Total expected payments</b>                           | <b>23</b>                           | <b>34</b>                           |

As per our report of even date attached

**For L.U.KRISHNAN & CO**  
**Chartered Accountants**  
**ICAI Firm Registration Number: 001527S**

**P K Manoj**  
Partner  
Membership No.: 207550  
UDIN : 26207550CNCQDB5165

**Place : Chennai**  
**Date : 29 May 2026**

**For and on behalf of the Board of Directors of**  
**Basilic Fly Studio Limited**

**Balakrishnan**  
Managing Director  
DIN: 06590484  
Place: London  
Date: 29 May 2026

**Gaurav Mehra**  
Chief Financial Officer  
Place: Chennai  
Date: 29 May 2026

**Sundaram Yogalakshmi**  
Wholetime Director  
DIN: 07323404  
Place: London  
Date: 29 May 2026

**Ikkurthi Chandramohan**  
Company Secretary & Compliance  
Officer  
M.No: F10194  
Place: Chennai  
Date: 29 May 2026



**Registered Office:**

4th Floor, Tower A, KRC Commerzone Mount Poonamallee Road Porur,  
Chennai, Tamil Nadu, India, 600116

Website: [www.basilicflystudio.com](http://www.basilicflystudio.com) | Email ID: [cs@basilicfly.com](mailto:cs@basilicfly.com)

Tel No.: 044 61727700

## NOTICE TO THE MEMBERS

**NOTICE** is hereby given that the Tenth Annual General Meeting of members of the Company will be held on Monday, September 28, 2026 at 3.00 P.M (IST) through Video Conferencing / Other Audio Visual Means ("VC/OAVM") to transact the following business:-

### ORDINARY BUSINESS

**1. To adopt the audited financial statements of the Company for the Financial Year ended March 31, 2026 along with the reports of the Board of Directors and Auditors**

**i) Adoption of Audited Standalone Financial Statements**

To consider and if thought fit to pass the following resolution as **Ordinary Resolution**.

**"RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, including the Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement, the Statement of Changes in Equity, and the Notes annexed thereto, together with the reports of the Board of Directors and the Statutory Auditors thereon, be and are hereby considered, approved, and adopted."

**ii) Adoption of Audited Consolidated Financial Statements**

To consider and if thought fit to pass the following resolution as **Ordinary Resolution**.

**"RESOLVED THAT** the Audited Consolidated

Financial Statements of the Company for the financial year ended March 31, 2026, including the Consolidated Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement, the Statement of Changes in Equity, and the Notes annexed thereto, together with the Auditor's Report thereon, be and are hereby considered, approved, and adopted."

**2. To re-appoint Mrs. Rajarathinam Thiripurasundari (DIN No: 07323583), who retires by rotation, as a Director of the Company:**

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution**.

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mrs. Rajarathinam Thiripurasundari (DIN: 07323583), who retires by rotation and being eligible has consented for re-appointment, be and is hereby re-appointed as the Director of the Company and shall continue as the Non-Executive Director of the Company, whose term of office will be subject to retirement by rotation."

### SPECIAL BUSINESS

**3. Variation in the objects of the Initial Public Offer (IPO) for opening a new studio at Bengaluru:**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**.

**RESOLVED THAT** pursuant to the provisions of Section 27 read with Section 13 (8) of the Companies Act, 2013, Rule 7 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and other applicable provisions of Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and other applicable rules, regulations, guidelines and other statutory provisions for the time being in force, if any, subject to such other approvals, consents, permissions, and sanctions as may be required from any statutory, regulatory, or governmental authority, the consent of the Members of the Company be and is hereby accorded to Change one of the object of the Initial Public Offer (IPO) of the Company, as stated in the Prospectus dated September 7, 2023 (hereinafter referred to as the "Prospectus"), in the following manner:

- The original object of utilization of IPO proceeds towards expenditure for setting up a studio/facility at Hyderabad and Salem, as disclosed in the Prospectus, is hereby varied and the said proceeds shall instead be utilized for the purpose of setting up a new studio in Bengaluru (hereinafter referred to as the "Proposed Bengaluru Studio"), having an approximate area of 11,000 square feet with a seating capacity of approximately 150 employees, along with requisite infrastructure, equipment, software and operational facilities.

**RESOLVED FURTHER THAT** all other objects of the Issue, as disclosed in the Prospectus, shall remain

unchanged and the IPO proceeds shall continue to be utilized in the manner disclosed therein. The variation approved herein shall be limited only to the object relating to the establishment of the new studio/branch office in Bengaluru.

**RESOLVED FURTHER THAT** there shall be no variation in the proposed utilization of IPO proceeds in terms of the total amounts earmarked; the variation pertains solely to the change in location from Hyderabad and Salem to Bengaluru for the purpose of setting up the aforesaid studio. Any incremental or additional cost, if any, arising on account of the larger size or enhanced specifications of the Proposed Bengaluru Studio shall be met through the Company's internal accruals or such other permissible sources as the Board of Directors may deem fit, and shall not result in any revision to the total IPO fund utilization as originally disclosed in the Prospectus.

**RESOLVED FURTHER THAT** the Board of Directors or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things, sign and execute all such documents, instruments, and writings, and make all such filings, intimations, and disclosures to the Registrar of Companies, Stock Exchange(s), Securities and Exchange Board of India, and such other regulatory or statutory authorities as may be required or necessary, to give full force and effect to the foregoing resolutions, and to settle any question, difficulty, or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members of the Company.

**By Order of the Board  
For Basilic Fly Studio Limited**

**Ikkurthi Chandramohan  
Company Secretary & Compliance Officer  
M.No:F10194**

Place: Chennai  
Date: August 14, 2026  
**Registered Office:**  
4th Floor, Tower A, Commerzone,  
Mount Poonamalle Road, Porur,  
Chennai,TamilNadu -600116.  
Website: [www.basilicflystudio.com](http://www.basilicflystudio.com)  
Email ID: [cs@basilicfly.com](mailto:cs@basilicfly.com)  
Tel No.: 044 61727700

#### NOTES:

1. Pursuant to the General Circular No.03/2025 dated September 22, 2025 read with circular No. 09/2024 dated September 19, 2024, read with Circular No.09/2023 dated September 25, 2023 read with Circular No.10/2022 dated December 28, 2022 read with Circular No. 02/2022 dated May 05, 2022 read with Circular No. 21/2021 dated December 14, 2021 read with Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 05, 2020, Circular No.14/2020 dated April 8, 2020 read with Circular No.17/2020 dated April 13, 2020 Circulars") respectively and Securities and Exchange Board of India Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January15,2021,SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (hereinafter collectively referred to as "the Circulars") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Since the AGM is being held in accordance with the MCA Circulars through VC, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM, hence, the Proxy Form and Attendance Slip are not annexed to this Notice.  
  
However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. 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

Companies Act, 2013.

4. The Register of Directors and Key Managerial Personnel and their shareholding, as maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, as maintained under Section 189 of the Companies Act, 2013, and all other documents referred to in this Notice and Statement will be available electronically for inspection by the Members during the AGM without payment of any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. September 28, 2026. The said documents will also be available for inspection by Members at the Registered Office of the Company between 10:00 A.M. (IST) and 5:00 P.M. (IST) on all working days except Saturdays and Sundays and government holidays up to the date of the AGM of the Company. Members, seeking to inspect such documents, can send their request through an e-mail to [cs@basilicfly.com](mailto:cs@basilicfly.com)
5. Particulars of Director seeking re-appointment, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2), are given in **Annexure – A**
6. In compliance with the MCA and SEBI Circulars, the Notice calling the AGM has been uploaded on the website of the Company at <https://basilicflystudio.com/>. The Notice and the Annual report for the financial year 2025-26 can also be accessed from the website of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, Circulars issued by MCA and SEBI in this regard and as amended from time to time and Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulations 2015, as



amended from time to time, the Company provides facility for its Members to exercise their voting right by electronic means in respect of the business to be transacted at the AGM.

The Company has availed the services of National Securities Depository Limited (NSDL) for facilitating voting through electronic means.

The remote e-voting period commences on Friday, September 25, 2026 (9:00 A.M. IST) and ends on Sunday, September 27, 2026 (5:00 P.M. IST). During this period, Members holding shares as on Monday, September 21, 2026 i.e. cut-off date, may cast their vote electronically.

The voting rights of Members shall be in proportion to their shares reflecting in the paid-up equity share capital of the Company as on the cut-off date of i.e; Monday, September 21, 2026.

The Board of Directors has appointed Mr. M. Alagar (M.No: F7488; COP No.: 8196), failing which Mr. D. Saravanan (M.No: F13721; COP No: 22608), Designated Partners of Alagar & Associates LLP, (Formerly known as M. Alagar and Associates), (Firm Registration No. L2025TN019200) Company Secretaries, Chennai as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

8. Members present in the AGM through VC and who 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 during the AGM.

Members who need assistance before or during the AGM in the use of technology, can send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) or call at **022-4886 7000** or Contact Ms. Prajakta Pawle, National Securities Depository Limited at the designated e-mail ID: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

9. SEBI has mandated the submission of the Permanent

Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical mode can submit their PAN to the Company / to our RTA.

10. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.
11. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
12. As per the provisions of Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13.
13. Members are requested to intimate to their Depository Participants the changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., for equity shares held in dematerialized form.
14. Members may also note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz., Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. In

view of the above and to eliminate the risks associated with physical shares, Members holding shares in physical form are requested to consider converting their holding to demat form. Members can contact the Company or our RTA for assistance in this regard.

15. Members are advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant, and holdings should be verified from time to time.
16. Declaration of results on the resolutions:
  - a) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast during the AGM and votes cast through remote e-voting and shall submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
  - b) The result declared along with the Scrutinizer's Report shall be placed on the Company's website <https://basilicflystudio.com/> and on the website of e-voting service provider (NSDL) within two (2) working days from the conclusion of the Meeting. The Company shall simultaneously forward the results to National Stock Exchange of India Limited, where the shares of the Company are listed.
  - c) Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting i.e. Monday, September 28, 2026.

## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

**The remote e-voting period begins on Friday, September 25, 2026 (9:00 A.M. IST) and ends on Sunday, September 27, 2026 (5:00 P.M. IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, September 21, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, September 21, 2026.**

### How do I vote electronically using NSDL e-Voting system?

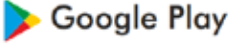
*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

#### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, 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 email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders                                                | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|---------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>"Beneficial Owner"</b> icon under <b>"Login"</b> which is available under <b>'IDeAS'</b> section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on <b>"Access to e-Voting"</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>"Register Online for IDeAS Portal"</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>"NSDL Speede"</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div> <p><b>NSDL Mobile App is available on</b></p> <div>   </div> <div>   </div> </div> |

| Type of shareholders                                                                                   | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with CDSL                                     | <ol style="list-style-type: none"> <li>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 Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my Easi username &amp; password.</li> <li>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 company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; 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.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol> |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.



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

| Login type                                                         | Helpdesk details                                                                                                                                                                                                           |
|--------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000                                            |
| 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911 |

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS*

*login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

**4. Your User ID details are given below :**

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:                                                                                                                                              |
|----------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|
| a) For Members who hold shares in demat account with NSDL.     | 8 Character DP ID followed by 8 Digit Client ID<br><br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.   |
| b) For Members who hold shares in demat account with CDSL.     | 16 Digit Beneficiary ID<br><br>For example if your Beneficiary ID is 12***** then your user ID is 12*****.                                                    |
| c) For Members holding shares in Physical Form.                | EVEN Number followed by Folio Number registered with the company<br><br>For example if folio number is 001*** and EVEN is 141636 then user ID is 141636001*** |

**5. Password details for shareholders other than Individual shareholders are given below:**

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

**c) How to retrieve your 'initial password'?**

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

**6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:**

- a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify

the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [alagarcs@gmail.com](mailto:alagarcs@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the

Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 or send a request to Ms. Prajakta Pawle, at [evoting@nsdl.com](mailto:evoting@nsdl.com).

4. Any person holding shares and non-individual shareholders, who acquire shares of the Company and becomes Member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. Monday, September 21, 2026, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you could reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call at 022 - 4886 7000.
5. The Scrutiniser will, after the conclusion of Voting at the AGM:
  - i. First count the votes cast at the meeting through e-Voting;
  - ii. Then unblock the votes cast through Remote E-Voting;
  - iii. All the above will be done in the presence of two witnesses not in the employment of the Company
  - iv. Make a consolidated Scrutiniser's Report (integrating the votes cast at the meeting and through Remote e-Voting) of the total votes cast in favour or against, if any, to the Chairman.
  - v. The Scrutiniser's Report as above would

be made soon after the conclusion of AGM and in any event not later than 48 hours after the conclusion of the Meeting

#### 6. Voting Results:

The Chairman or a person authorised by him in writing shall declare the result

The transcript of the AGM proceedings will also be made available on the Company's website.

#### Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of 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 email to [cs@basilicfly.com](mailto:cs@basilicfly.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@basilicfly.com](mailto:cs@basilicfly.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send

a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.



**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the /AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. 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 for 1000 members on first come first served basis.

**Procedure to raise questions/seek clarifications at the Annual General Meeting:**

1. Shareholders are requested to send their questions mentioning their name, demat account number/folio number, email id, mobile number at [cs@basilicfly.com](mailto:cs@basilicfly.com) till September 25, 2026 Such questions by the shareholders shall be taken up during the meeting and replied suitably.
2. 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 mentioning their name, demat account number/folio number, email id, mobile number at [cs@basilicfly.com](mailto:cs@basilicfly.com) till Friday, 25th September 2026, 5:00 p.m.
3. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting.
4. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM, depending on the availability of time.

**EXPLANATORY STATEMENT PURUSANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

**ITEM 3: VARIATION IN THE OBJECTS OF THE INITIAL PUBLIC OFFER (IPO) FOR OPENING A NEW STUDIO AT BENGALURU**

The Company has filed its prospectus dated September 7, 2023 ("Prospectus") with the Registrar of Companies Chennai, in connection with its initial public offering ("Offer") of its equity shares of ₹10/- each ("Equity Shares") with an object of the Offer inter alia;

1. Expenditure for setup of Studio/Facility at Hyderabad and Salem;
2. Expenditure for adding infrastructure to further strengthen the existing facilities/offices of the company located at Chennai and Pune.
3. Making investment through equity in the subsidiaries for expansion of workspace by acquiring new office space located at London and strengthen the existing facilities/offices located at Vancouver.
4. General Corporate Purposes and
5. Issue Expenses

Since the management is considering the change of objects in the prospectus with respect to Open A New Branch Office, the disclosure in compliance with sections 27 of the Companies Act, 2013, as amended ("Companies Act"), read with Rule 32 of the Companies (Incorporation) Rules, 2014, Rule 7 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Regulation 32 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and the Regulation 281A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), 2018 read with Schedule XX thereto, as amended are as follows:

**A. THE ORIGINAL PURPOSE OR OBJECT OF THE ISSUE:**

The Original Object of the Issue were as Follows:

1. Expenditure for setup of Studio/Facility at Hyderabad and Salem;
2. Expenditure for adding infrastructure to further strengthen the existing facilities/offices of the company located at Chennai and Pune.
3. Making investment through equity in the subsidiaries for expansion of workspace by acquiring new office space located at London and strengthen the existing facilities/offices located at Vancouver.
4. General Corporate Purposes and
5. Issue Expenses

**B. THE AMOUNT RAISED IN THE INITIAL PUBLIC OFFERING:**

Pursuant to the Prospectus dated September 7, 2023, the total Fresh Issue comprised 62,40,000 equity shares of face value ₹10 each ("Equity Shares"), aggregating to ₹605 Mn ("Fresh Issue"). However, the object for the expenditure incurred for the setup of the studio/facilities at Hyderabad and Salem was amounted to ₹214 Mn.

**C. THE MONEY UTILISED FOR THE OBJECTS OF THE COMPANY STATED IN THE PROSPECTUS AS ON JUNE 30, 2026;**

The Initial Public Offering (IPO) of the Company was successfully completed on September 11, 2023.

As of **June 30, 2026**, all IPO proceeds have been utilised except expenditure incurred for the setup of the studio/facilities at Hyderabad and Salem, as stated in the Prospectus.

Further, we confirm that the Company has obtained a certificate from its statutory auditor dated August 14, 2026 confirming the amount of IPO proceeds utilised, as specified in the table below:

(₹ in Million)

| Sr. No | Item heads                                                                                                                                                                                           | Amount Proposed in Issue (₹ in Million) | Amount Utilized (₹ in Million) | Amount Unutilized (₹ in Million) |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------------|----------------------------------|
| 1.     | Expenditure for setup of Studio/Facility at Hyderabad and Salem;                                                                                                                                     | 214                                     | -                              | 214                              |
| 2.     | Expenditure for adding infrastructure to further strengthen the existing facilities/offices of the company located at Chennai and Pune.                                                              | 196                                     | 196                            | -                                |
| 3.     | Making investment through equity in the subsidiaries for expansion of workspace by acquiring new office space located at London and strengthen the existing facilities/offices located at Vancouver. | 46                                      | 46                             | -                                |
| 4.     | General Corporate Purposes and                                                                                                                                                                       | 124                                     | 124                            | -                                |
| 5.     | Issue Expenses                                                                                                                                                                                       | 25                                      | 25                             | -                                |
|        | <b>Total</b>                                                                                                                                                                                         | <b>605</b>                              | <b>391</b>                     | <b>214</b>                       |

**D. THE EXTENT OF ACHIEVEMENT OF PROPOSED OBJECTS (THAT IS FIFTY PERCENT, SIXTY PERCENT, ETC.);**

The Initial Public Offering (IPO) of the Company was successfully completed on September 11, 2023. As on June 30, 2026, an amount of ₹391 Mn, representing 64.72% of the total IPO proceeds of ₹605 Mn, has been utilized towards the objects stated in the Prospectus. The balance amount of ₹214 Mn, constituting 35.28% of the IPO proceeds, remains unutilized and is proposed to be utilized in accordance with the revised object,

subject to the approval of the shareholders and other applicable regulatory requirements.

**E. THE UNUTILIZED AMOUNT OUT OF THE MONEY RAISED THROUGH PROSPECTUS**

An amount of ₹214 Mn out of the proceeds raised through the Prospectus remained unutilised towards the object: expenditure incurred for the setup of the studio/facilities at Hyderabad and Salem as stated in the Prospectus.

**F. THE PARTICULARS OF THE PROPOSED VARIATION IN THE TERMS OF CONTRACTS REFERRED TO IN THE PROSPECTUS OR OBJECTS FOR WHICH PROSPECTUS WAS ISSUED;**

| Sr. No. | Original objects of the IPO as stated in the Prospectus | Amount unutilized as on June 30, 2026 (in Million) | Details of variation (New Object)                                                                                                                                       | Amount to be Utilized Towards New Object                                                                                                                                                                                                                                                                                          | Proposed Time Limit                                                                                                      |
|---------|---------------------------------------------------------|----------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------|
| 1.      | <b>Setting up studios at Salem and Hyderabad</b>        | <b>214</b>                                         | <b>Setting up new studio in Bengaluru</b> with an approximate size of <b>11,000</b> square feet. It will have a seating capacity of approximately <b>150</b> employees. | The total amount proposed to be utilised for the new object is ₹233 Mn. Out of the said amount, ₹214 Mn shall be utilised from the unutilised proceeds of the issue, and the balance amount of ₹19 Mn shall be met through a combination of internal accruals and other sources, considering the larger size of the new location. | All project activities and the proposed varied objects are scheduled to be fully carried out and achieved by March 2027. |

**G. THE REASON AND JUSTIFICATION FOR SEEKING VARIATION;**

The Company had proposed to set up its studio operations across two separate locations at Salem and Hyderabad; however, no business has commenced at either of these locations. The fragmented presence across these locations restricts the Company's ability to consolidate its teams, equipment and facilities under one roof, leading to increased time and expense in the movement of manpower and resources. To overcome these challenges, the Company has identified a suitable facility at Bengaluru, where the studio operations can be consolidated under one integrated setup. This move will allow the Company to operate seamlessly from a single location, improving operational efficiency, reducing overheads and ensuring smoother coordination across departments. The proposed Bengaluru studio, having an approximate area of 11,000 sq. ft. with a seating capacity of approximately 150 employees, will also

provide adequate space for the Company's present requirements as well as future growth, while enabling better infrastructure planning, resource utilization and compliance management. Accordingly, the Board is of the view that the proposed variation is in the best interest of the Company and its shareholders, and recommends the same for Members' approval.

**H. THE PROPOSED TIME LIMIT WITHIN WHICH THE PROPOSED VARIED OBJECTS WOULD BE ACHIEVED:**

All project activities and the proposed varied objects are scheduled to be fully carried out and achieved by March 2027.

**I. THE CLAUSE-WISE DETAILS AS SPECIFIED IN SUB-RULE (3) OF RULE 3 AS WAS REQUIRED WITH RESPECT TO THE ORIGINALLY PROPOSED OBJECTS OF THE ISSUE;**

| Sr. No.                        | Name of the suppliers/Vendor                           | Item Description                                                                                                                                                 | date of placement of order   | expected date of supply | Quantity | Amount Excluded Tax (In Million) |
|--------------------------------|--------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|-------------------------|----------|----------------------------------|
| <b>Capital Expenditure</b>     |                                                        |                                                                                                                                                                  |                              |                         |          |                                  |
| 1                              | Tech Fruits- HP, Multiple Vendors for Various Products | HP Z4 G5 Tower/ server Workstation Intel Xeon W5-2455x vPro Processor, 128GBRAM, DDR5, 1TB SSD, NVIDIA GeForce RTX 8GB GPU, Keyboard, Mouse, Headphones, Webcams | Sep, 2026                    | Sep, 2026               | 70       | 91                               |
| 2                              | TechPC                                                 | 32GB RAM, 256GB SSD, 1G ETH, 1 DP port                                                                                                                           | Sep, 2026                    | Sep, 2026               | 120      | 1                                |
| <b>Operational Expenditure</b> |                                                        |                                                                                                                                                                  |                              |                         |          |                                  |
| 3                              | CBRE**                                                 | Office- Rental Space                                                                                                                                             | Sep 2026                     | Sep 2026 to March 2027  | -        | 20                               |
| 4                              | ARK Info Solutions Pvt Ltd                             | Nuke Studio Floating, Foundry Mari Floating,                                                                                                                     | Partial purchase based on HC | -                       | -        | 14                               |
|                                | Rahul - FX Graphics                                    | Silhouette - Floating License, Houdini, Mocha Pro                                                                                                                | Partial purchase based on HC | -                       | -        |                                  |
|                                | Online                                                 | Okta, Photoshop, 3DE, Zbrush, After Effects, Adobe CC                                                                                                            | Partial purchase based on HC | -                       | -        |                                  |
| 5                              | Employees Salary                                       | Proportionate Salary                                                                                                                                             | -                            | -                       | 100      | 88                               |
| 6                              | AWS Subscription                                       | Amazon web services subscription                                                                                                                                 | -                            | Sep, 2026               | -        | 19                               |
| <b>Total</b>                   |                                                        |                                                                                                                                                                  |                              |                         |          | <b>233</b>                       |

\*\* CBRE Advisory and Transaction services



**J. THE RISK FACTORS PERTAINING TO THE NEW OBJECTS:**

The risk factors associated with the objects of the Issue remain consistent with those disclosed in the Prospectus dated September 7, 2023. The only change in the current variation pertains to the location of the proposed studio, from Salem and Hyderabad to Bengaluru, where the IPO proceeds are proposed to be utilized. This change does not materially impact the risk profile of the project or the Company's ability to implement the proposed object. Accordingly, no new risk factors have been identified, other than those already disclosed in the Prospectus dated September 7, 2023.

**K. THE PARTICULARS OF THE PROPOSED ALTERATION OR CHANGE IN THE OBJECTS**

The particulars of the proposed alteration/change in the objects remain the same as those specified in Clause F.

**L. JUSTIFICATION FOR THE ALTERATION OR CHANGE IN THE OBJECTS**

The justification of the alteration/change in the objects remains the same as those specified in Clause G.

**M. AMOUNT PROPOSED TO BE UTILISED FOR THE NEW OBJECTS**

Amount proposed to be utilised for the new objects will be ₹233 Mn. Out of the said amount, ₹214 Mn shall be utilised from the unutilised proceeds of the issue, and the balance amount of ₹19 Mn shall be met through a combination of internal accruals and other sources.

**N. ESTIMATED FINANCIAL IMPACT OF THE PROPOSED ALTERATION ON THE EARNINGS AND CASH FLOW OF THE COMPANY**

The proposed alteration in the Objects of the Issue is not expected to have any adverse impact on the Company's existing revenue streams, cost structure,

funding strategy, liquidity, or overall financial position. The alteration pertains solely to the reallocation of the unutilised Issue Proceeds and does not involve any change in the total size of the Issue.

The total amount proposed to be utilised towards the revised object is ₹233 Mn, of which ₹214 Mn shall be funded from the unutilised Issue Proceeds. The balance amount of ₹19 Mn shall be financed through a combination of internal accruals and other available funding sources, considering the larger size of the proposed new location.

Accordingly, while the proposed alteration results in an incremental investment of ₹19 Mn over the originally allocated amount, it is not expected to have any material adverse impact on the Company's earnings, cash flows, or financial stability.

**O. THE PLACE FROM WHERE ANY INTERESTED PERSON MAY OBTAIN A COPY OF THE NOTICE OF RESOLUTION TO BE PASSED.**

Any interested person may access the notice of the resolution from the Company's website at [www.basilicflystudio.com](http://www.basilicflystudio.com) and the website of National Stock Exchange of India (NSE) at [www.nseindia.com](http://www.nseindia.com) the Stock Exchange where the securities of the Company are listed.

**P. THE OTHER RELEVANT INFORMATION WHICH IS NECESSARY FOR THE MEMBERS TO TAKE AN INFORMED DECISION ON THE PROPOSED RESOLUTION;**

Accordingly, in terms of the provisions of Sections 27 of the Companies Act, 2013 and any other applicable provisions and the rules made there under, the Company seeks approval of the members by way of Special Resolution for Ratification of Utilisation of Issue Proceeds and Variation in the Objects / Terms of Utilisation of the Initial Public Offering ("IPO") Proceeds in the terms of the Objects of the Issue as disclosed in the Prospectus.

The Board of Directors, at its meeting held on August 14, 2026, formally approved the proposal and recommended it to the shareholders for their final approval.

None of the Directors or KMPs of the Company or their

**Registered Office:**

4th Floor, Tower A, KRC Commerzone Mount  
Poonamallee Road Porur, Chennai, Tamil Nadu,  
India, 600116

Website: [www.basilicflystudio.com](http://www.basilicflystudio.com)

Email ID: [cs@basilicfly.com](mailto:cs@basilicfly.com)

Tel No.: 044 61727700

**Date:** August 14, 2026

**Place:** Chennai

relatives, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of their respective shareholdings in the Company.

**By Order of the Board of Directors**

**For Basilic Fly Studio Limited**

**Ikkurthi Chandramohan**

**Company Secretary & Compliance Officer**

**M.No: F10194**

## ANNEXURE - A

### Details of Director seeking re-appointment at this AGM

(Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meeting)

|                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|-------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Director</b>                                                                     | <b>Ms. Rajarathinam Thiripurasundari</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>DIN</b>                                                                                      | 07323583                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Designation and Category of the Director</b>                                                 | Non-Executive Director                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>Date of first appointment</b>                                                                | 01-01-2023                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| <b>Date of Birth and Age</b>                                                                    | 12/02/1966 – 60 years                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Qualification</b>                                                                            | Under Matriculate                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>Brief Profile and experience</b>                                                             | Ms. R. Thiripurasundari is a Non-Executive Non-Independent Director of the Company with over 10 years of experience in an advisory role supporting the Company's administrative functions. She has contributed to strengthening internal administration and employee-focused initiatives. She has been actively involved in women empowerment programs, employee welfare initiatives, and personality development and mentoring activities. Her experience extends to working closely with small businesses, particularly in the fashion and textile sectors, where she has provided guidance on administrative and people-management aspects. Ms. Thiripurasundari brings valuable practical insight and a strong people-centric perspective to the Board |
| <b>Expertise in specific functional areas</b>                                                   | Administration, Risk Management and Leadership                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| <b>Terms and conditions of re-appointment</b>                                                   | Appointment as non-executive director of the Company, liable to retire by rotation.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Directorships held in other companies (excluding Foreign Companies)</b>                      | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Listed Entities from which he has resigned as Director in past 3 years</b>                   | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Memberships/Chairmanships of committees of other companies (excluding Foreign Companies)</b> | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Details of remuneration sought to be paid</b>                                                | Sitting Fees                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| <b>Number of meeting attended</b>                                                               | 11/12                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Number of Equity Shares held in the Company</b>                                              | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Relationship with other Directors and KMP of the Company</b>                                 | She is the mother of Mr. Balakrishnan, Managing Director & Chairman and mother-in-law of Ms. Sundaram Yagalakshmi, Whole-Time Director.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |

In accordance with the circular dated June 20, 2018, issued by the Stock Exchange, we confirm that Ms. Rajarathinam Thiripurasundari is not debarred from holding office of Director by order of SEBI or any authority.





BEETLEJUICE  
BEETLEJUICE

ALITA  
BATTLE ANGEL

WAKANDA FOREVER

ALICE IN WONDERLAND

HOUSE OF THE DRAGON

THOR: LOVE AND THUNDER

MISSION: IMPOSSIBLE  
THE FINAL RECKONING

JUJUTSU KAISEN

ASTERIX OBELIX  
THE MIDDLE KINGDOM

STAR WARS  
THE MANDALORIAN

EXTRACTION 2

Collect

def analyse\_sentiment(texts):  
 scores = []  
 for text in texts:  
 score = sentiment\_model.predict([text])  
 scores.append(score)  
 return np.mean(scores)

SELECT region, AVG(revenue) as avg\_revenue  
FROM sales\_data  
WHERE date >= '2024-01-01'  
GROUP BY region

BASILIC FLY  
STUDIO LTD

Basilic Fly Studio Limited

4th floor, A, Tower, Commerzone,  
Mount Poonamallee Rd, Porur,  
Chennai, Tamil Nadu 600116