Ref./No./FRACTAL/SE/2026-27/068

Date: November 3, 2026

National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051 Maharashtra, India Scrip Symbol: **FRACTAL**	**BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001 Maharashtra, India Scrip Code: **544700**

Sub: Monitoring Agency Report for the quarter ended September 30, 2026

Dear Ma'am / Sir,

Pursuant to Regulation 32(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 41(4) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, please find enclosed herewith the Monitoring Agency Report for the quarter ended September 30, 2026, issued by CARE Ratings Limited, the Monitoring Agency appointed to monitor the utilisation of proceeds of the Initial Public Offer of the Company.

The said report has been reviewed and taken on record by the Audit Committee and the Board of Directors of the Company at their respective meetings held today i.e. on November 3, 2026.

This disclosure will also be hosted on the Company's website at: https://fractal.ai/investor-relations

Kindly take the same on records and arrange to bring this to the notice of all concerned.

Thanking you.

Yours sincerely,

For **Fractal Analytics Limited**

SOMYA AGARWAL

Digitally signed by SOMYA AGARWAL
Date: 2026.11.03 23:09:13 +05'30'

Somya Agarwal
Company Secretary and Compliance Officer
Membership No: A17336

Encl: a/a

No. CARE/ARO/GEN/2026-27/1211

The Board of Directors
Fractal Analytics Limited
Level 7, Commerz II, International Business Park,
Oberoi Garden City, Off W. E. Highway Goregaon (E),
Mumbai - 400063, Maharashtra, India

November 03, 2026

Dear Sir/Ma'am,

Monitoring Agency Report for the quarter ended September 30, 2026 - in relation to the Initial Public Offering (IPO) of Fractal Analytics Limited ("the Company")

We write in our capacity of Monitoring Agency for the IPO for the amount aggregating to Rs. 1,023.50 crore of the Company and refer to our duties cast under 41 of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations.

In this connection, we are enclosing the Monitoring Agency Report for the quarter ended September 30, 2026 as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated January 23, 2026 and May 07, 2026.

Request you to kindly take the same on records.

Thanking you,
Yours faithfully,



Komal Israni
Assistant director
Komal.israni@careedge.in

Report of the Monitoring Agency
Name of the issuer: Fractal Analytics Limited
For quarter ended: September 30, 2026
Name of the Monitoring Agency: CARE Ratings Limited
(a) Deviation from the objects: Nil
(b) Range of Deviation: Not applicable

Declaration:

We declare that this report provides an objective view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The MA does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013.

The MA or its affiliates may have credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit related analyses. We confirm that there is no conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer, or while undertaking credit rating or other commercial transactions with the entity.

We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.



Signature:
Name and designation of the Authorized Signatory: Komal Israni
Designation of Authorized person/Signing Authority: Assistant director

1) Issuer Details:

Name of the issuer : Fractal Analytics Limited
Name of the promoter : Srikanth Velamakanni, Pranay Agrawal, Chetana Kumar, Narendra Kumar Agrawal and Rupa Krishnan Agrawal
Industry/sector to which it belongs : Data Analytics and Artificial Intelligence

2) Issue Details

Issue Period : Feb 09, 2026 to Feb 11, 2026
Type of issue (public/rights) : Public (IPO)
Type of specified securities : Equity shares
IPO Grading, if any : Not applicable
Issue size (in crore) : Rs. 1,023.5 crore (Fresh issue)

Note: The company had offered 3,15,57,305 shares, comprising a fresh issue of 1,14,41,751 equity shares and an offer for sale of 2,01,15,554 shares at an issue price of Rs.900 per share aggregating Rs.1,023.5 crore for the fresh issue and Rs.1810.4 crore for the offer for sale. The fresh issue included 7,36,196 equity shares offered to eligible employees under the employee reservation portion at a discount of Rs.85 per share.
The overall issue was oversubscribed by around 2.7 times, while the employee portion received bids for 3,83,008 shares. Subsequently, the company allotted 3,15,23,948 shares (1,14,08,394 shares under the fresh issue and 2,01,15,554 shares under offer for sale) for a total consideration of Rs.2,833.9 crore.

Particulars	**Amount (in Rs. crore)**
Gross Proceeds received from the fresh issue	1,023.5
Less: Issue expenses related to the fresh issue	64.2 ^
Net Proceeds from the fresh issue available for utilization	**959.3**

^ Related to fresh issue as mentioned in prospectus.

3) Details of the arrangement made to ensure the monitoring of issue proceeds:

Particulars	**Reply**	**Source of information / certifications considered by Monitoring Agency for preparation of report**	**Comments of the Monitoring Agency**	**Comments of the Board of Directors**
Whether all utilization is as per the disclosures in the Offer Document?	Yes	Prospectus dated Feb 11, 2026, CA certificate*, Management certificate, Bank statements, CA certificate on issue expenses#, Laptop and issue expenses invoices, Company-provided expenditure reconciliation, payroll summary, Intercompany debit notes/ invoices, Sample cloud cost invoices.	During Q2FY27, the company reported utilization of ₹82.1 crore towards the stated objects. The utilization comprised of direct payments as well as reimbursement of expenditure previously incurred by the company and its subsidiaries. Please refer Note 1.	No comments received
Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document?	Not applicable	Not applicable	Not applicable	No comments received
Whether the means of finance for the disclosed objects	No	CA certificate, Management certificate	No comments	No comments

Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
of the issue have changed?				received
Is there any major deviation observed over the earlier monitoring agency reports?	No	Q1FY27 Monitoring agency report dated July 23, 2026	No comments	No comments received
Whether all Government/statutory approvals related to the object(s) have been obtained?	Yes	CA certificate, Management certificate	Statutory approvals and other documentations related to overseas investment in form of equity investment in Fractal USA (Subsidiary company) has been obtained by the company	No comments received
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	There is no such arrangement	CA certificate, Management certificate	No comments	No comments received
Are there any favorable/unfavorable events affecting the viability of these object(s)?	No	CA certificate, Management certificate	No comments	No comments received
Is there any other relevant information that may materially affect the decision making of the investors?	No	CA certificate, Management certificate	No comments	No comments received

* CA certificate from M/s Chhajed & Doshi dated October 29, 2026.

CA certificate on utilization of issue expenses utilization from M/s Nikunj Raichura & Associates dated March 11, 2026, March 30, 2026, and June 30, 2026.

Note 1: This comprised ₹10.3 crore towards the purchase of laptops under Object 2 and ₹71.1 crore towards manpower and cloud costs for Fractal.ai and Fractal Alpha segments towards product development and sales and marketing under Object 4. The eligible utilization under Object 4 is determined based on the project identification and cost-allocation basis adopted by the company and is considered based on CA certificate which records verification of the relevant expense ledgers with payroll registers, bank statements and cloud-cost invoices towards the object, company's submissions and management certificate. For details regarding the basis of utilization under Object 4, please refer Note 2.

#Where material deviation may be defined to mean:
a) Deviation in the objects or purposes for which the funds have been raised
b) Deviation in the amount of funds actually utilized by more than 10% of the amount projected in the offer documents.

4) Details of objects to be monitored:

(i) Cost of objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original cost (as per the Offer Document) in Rs. Crore	Revised Cost in Rs. Crore	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of -firm arrangements made
1	Investment in one of our Subsidiaries, Fractal USA, for pre-payment and/ or scheduled repayment, in full or in part, of its borrowings	Prospectus, CA certificate*, Management certificate	264.9	NA	None for quarter under review	No comments received		
2	Purchase of laptops		57.1	NA		No comments received		
3	Setting-up new office premises in India		121.1	NA		No comments received		

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original cost (as per the Offer Document) in Rs. Crore	Revised Cost in Rs. Crore	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of -firm arrangements made
4	Investment in (a) research and development; and (b) sales and marketing under Fractal Alpha		355.1	NA		No comments received		
5	Funding inorganic growth through unidentified acquisitions and other strategic initiatives, and general corporate purposes		161.1	NA		No comments received		
6	Issue expenses		64.2	NA		No comments received		
Total			**1,023.5**					

* CA certificate from Chhajed & Doshi dated October 29, 2026.

(ii) Progress in the objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in Rs. Crore	Amount utilised in Rs. Crore			Total unutilised amount in Rs. crore	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter in Rs. Crore	During the quarter in Rs. Crore	At the end of the quarter in Rs. Crore			Reasons for idle funds	Proposed course of action
1	Investment in one of our Subsidiaries, Fractal USA, for pre-payment and/ or scheduled repayment, in full or in part, of its borrowings	CA certificate*, Management certificate, Prospectus, Bank statements	264.9	264.9	-	264.9	-	Fully utilized by Q1FY27	No comments received	
2	Purchase of laptops	CA certificate*, Management certificate, Invoices, Bank statements	57.1	5.3	10.3	15.5	41.6	The company utilized Rs.10.3 crore towards the purchase of laptops in Q2FY27. The payments were initially made from the company's Citi Bank current account and subsequently reimbursed from the Monitoring account.	No comments received	
3	Setting-up new office premises in India	CA certificate*, Management certificate	121.1	-	-	-	121.1	Not utilized during the quarter	No comments received	
4	Investment in (a) research and development; and (b) sales and marketing under Fractal Alpha	CA certificate*, management certificate, Company-provided expenditure reconciliation, payroll summary, Bank	355.1	-	71.1	71.1	284.0	During Q2FY27, the company transferred Rs.71.1 crore from the Monitoring Account to its current account as reimbursement of manpower and cloud costs incurred by the company and its global	No comments received	

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in Rs. Crore	Amount utilised in Rs. Crore			Total unutilised amount in Rs. crore	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter in Rs. Crore	During the quarter in Rs. Crore	At the end of the quarter in Rs. Crore			Reasons for idle funds	Proposed course of action
		statements, Intercompany debit notes/ invoices, Sample cloud-cost invoices						subsidiaries towards the stated object. In respect of the Fractal Alpha project, the investment was made in the global subsidiary (related party) towards product development and sales & marketing activities undertaken by them. Pl refer note 2.		
5	Funding inorganic growth through unidentified acquisitions and other strategic initiatives, and general corporate purposes	CA certificate*, Management certificate	161.1	-	-	-	161.1	Not utilized during the quarter	No comments received	
6	Issue expenses	CA certificate*, Management certificate, Prospectus, CA certificate on issue expenses#, Bank statements, Select high value invoices related to issue expenses	64.2	55.3	0.7	56.0	8.2	The company utilized Rs.0.7 crore in Q2FY27 towards issue expenses (inclusive of applicable taxes and proportionately allocated to the fresh issue component of IPO). The amount includes direct payments and reimbursement of expenses previously incurred by the company from the Public Offer account.	No comments received	
Total			**1,023.5**	**325.5**	**82.1**	**407.5**	**616.0**			

* CA certificate from Chhajed & Doshi dated October 29, 2026.

CA certificate on issue expenses utilization from M/s Nikunj Raichura & Associates dated March 11, 2026, March 30, 2026 and June 30, 2026.

Note 2: As submitted by the company, eligible expenditure (as approved in the prospectus) is identified through the relevant employee, project and legal-entity codes for the period March to September 2026 and mapped to the stated object. In respect of the Fractal Alpha project, Rs.34.7 crore of manpower and cloud costs was considered as utilization (part of aforesaid Rs.71.1 crore). The investment flow from the company i.e. Fractal Analytics Limited (Fractal India) to Fractal USA (subsidiary of Fractal India) and subsequently to Asper USA (subsidiary of Fractal USA) has been traced. The related costs towards the project incurred by the company and group entities were charged through inter-company debit notes/ invoices to Asper USA.

The IPO proceeds were transferred to the company's current account as reimbursement of previously incurred costs. Further, since the total payroll, cloud and intercompany costs were higher than the eligible expenditure attributable to the stated object, CareEdge Ratings could not trace individual bank entries for eligible expenditure under consideration. The eligible amount was derived based on the project and entity-wise allocation provided by the company incurred towards the stated object. The CA certificate records verification of the relevant expense ledgers with payroll registers, bank statements and cloud-cost invoices. Accordingly, the utilization is based on the management certificate, the CA certificate, and the company's submissions.

(iii) Deployment of unutilized proceeds:

Sr. No.	Type of instrument and name of the entity invested in	Amount invested Rs. Crore	Maturity date	Earning Rs. Crore	Return on Investment (%)	Market Value as at the end of quarter Rs. Crore ^
1	Fixed Deposit with Axis Bank	463.5	25-03-2027	15.6	7.4%	479.1
2	Fixed Deposit with IDFC Bank	150.0	26-03-2027	2.7	7.6%	152.7
4	Balance in Axis Bank Public Offer account *	8.2				
	Total	**621.6**				
	Less: Accrued/ Interest earned on fixed deposits	(5.7)				
	Total unutilized amount	**616.0**				

This is the company's share (pertaining to fresh issue) of balance in the Public Offer Account to be utilized towards issue expenses.
^Inclusive of accrued interest net of TDS

(iv) Delay in implementation of the object(s) –

Objects	Completion Date		Delay (no. of days/ months)	Comments of the Board of Directors	
	As per the offer document	Actual		Reason of delay	Proposed course of action
Investment in one of our Subsidiaries, Fractal USA, for pre-payment and/ or scheduled repayment, in full or in part, of its borrowings	FY26: Rs. 2.6 crore	March 16, 2026	Nil	No comments received	
	FY27: Rs. 262.3 crore	April 21, 2026	Nil		
Purchase of laptops	FY27: Rs. 26.1 crore	Ongoing	NA	No comments received	
	FY28: Rs. 31.0 crore				
Setting-up new office premises in India	FY27: Rs. 58.5 crore	Ongoing	NA	No comments received	
	FY28: Rs. 62.6 crore				
Investment in (a) research and development; and (b) sales and marketing under Fractal Alpha	FY27: Rs. 154.5 crore	Ongoing	NA	No comments received	
	FY28: Rs. 200.6 crore				
Funding inorganic growth through unidentified acquisitions and other strategic initiatives, and general corporate purposes	FY27: 80.6 crore	Ongoing	NA	No comments received	
	FY28: 80.5 crore				
Issue expenses	Not specified *	NA	NA	No comments received	

*The prospectus does not specify the timeline for utilisation of funds towards issue expenses.

5) Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document:

Sr. No	Item Head^	Amount in Rs. Crore	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of Monitoring Agency	Comments of the Board of Directors
1	General corporate purposes	Nil	CA certificate, Management certificate	Not utilized during the quarter	No comments received
	Total				

^ *Section from the offer document related to GCP:*
"The general corporate purposes for which our Company proposes to utilise the Net Proceeds include, without limitation, (i) meeting ongoing general corporate contingencies and exigencies and business requirements of our Company, (ii) expenses incurred in the ordinary course of business; (iii) employee and other personnel expenses; (iv) brand building and other marketing expenses; (v) working capital of our Company or our Subsidiaries; and (vi) any other purpose, as may be approved by our Board or a duly constituted committee thereof from time to time, subject to compliance with applicable law, including provisions of the Companies Act.

The allocation or quantum of utilisation of funds towards the specific purposes described above will be determined by the Board, based on our business requirements and other relevant considerations (including applicable law), from time to time. Our management, in accordance with the policies of the Board, shall have the flexibility in utilising surplus amounts, if any."

Disclaimers to MA report:

a) This Report is prepared by CARE Ratings Ltd (hereinafter referred to as **"Monitoring Agency/MA"**). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever.

b) This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like peer reviewed audit firm appointed by the Issuer believed by it to be accurate and reliable.

c) Nothing contained in this Report is capable or intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The MA is also not responsible for any errors in transmission and specifically states that it, or its directors, employees do not have any financial liabilities whatsoever to the users of this Report.

d) The MA and its affiliates do not act as a fiduciary. The MA and its affiliates also do not act as an expert to the extent defined under Section 2(38) of the Companies Act, 2013. While the MA has obtained information from sources it believes to be reliable, it does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives from peer reviewed audit firm (or from peer reviewed CA firms), lawyers, chartered engineers or other experts, and relies on in its reports.

e) The MA or its affiliates may have other commercial transactions with the entity to which the report pertains. As an example, the MA may rate the issuer or any debt instruments / facilities issued or proposed to be issued by the issuer that is subject matter of this report. The MA may receive separate compensation for its ratings and certain credit-related analyses, normally from issuers or underwriters of the instruments, facilities, securities or from obligors.