

January 21, 2025

To,
Manager – Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1,
G Block, Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

Subject: Outcome of Board Meeting held on January 21, 2025

NSE Symbol: PANACHE

Dear Sir / Madam,

We wish to inform you that pursuant to Regulation 30 and 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Board of Directors of Panache Digilife Limited ("the Company") at its meeting held today i.e. Tuesday, January 21, 2025; has inter-alia approved and taken on record the following:

1. Approved the Unaudited Financial Results (Standalone & Consolidated) for the quarter and nine months ended December 31, 2024 along with Limited Review Report thereon.

The above said Unaudited Financial Results along with the Limited Review Report of the Statutory Auditors thereon are enclosed herewith as **Annexure I**.

2. Based on the recommendation of Nomination and Remuneration Committee, the Board re-appointed Mr. Shailesh Gala (DIN: 01283286) as an Independent Director of the Company subject to approval of Shareholders for a second term of five (5) consecutive years with effect from May 29, 2025 till May 28, 2030. His re-appointment shall not be liable to retire by rotation.

Mr. Shailesh Gala has confirmed that he meets the criteria of 'independence' under Section 149 of the Companies Act, 2013, and Regulation 16 of the Listing Regulations. Further, he has also confirmed that he is not been debarred from holding the office of Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

Details required as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed as **Annexure II** to this disclosure.

3. Approved Investment upto an amount not exceeding Rs 25 lakhs in ICT Infratech Services Private Limited (Wholly Owned Subsidiary) of the Company.

Details required as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed as **Annexure III** to this disclosure.

4. Acquisition of 40% stake in equity shares in AIR Digilife Private Limited (formerly known as NAJ Digilife Private Limited) (Subsidiary Company). Subsequent to the acquisition, AIR Digilife Private Limited shall become Wholly Owned Subsidiary of the Company.

Details required as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed as **Annexure IV** to this disclosure.

The meeting of the Board of Directors of the Company commenced at 11:00 a.m. and concluded at 4.05 p.m.

Kindly take the same on your records.

Thanking you,
Yours faithfully,

For Panache Digilife Limited

Harshil Chheda
Company Secretary & Compliance Officer

Encl.: As above

Panache Digilife Limited

Regd Office : Building No. A3, Unit No. 102 To 108, 201 To 208, Babosa Industrial Park, Saravali Village, Bhiwandi, Thane - 421302

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Tel.: +91-22-2500 7002 | Website: www.panachedigilife.com

Email: info@panachedigilife.com | CIN: L72200MH2007PLC169415

Statement of Standalone Unaudited Results for the Quarter and Nine months ended 31/12/2024

		(Rs. In Lacs/amount) except data per share					
Particulars	Quarter Ended			Nine Months Ended		Year Ended	
	31-12-2024 (Unaudited)	30-09-2024 (Unaudited)	31-12-2023 (Unaudited)	31-12-2024 (Unaudited)	31-12-2023 (Unaudited)	31-03-2024 (Audited)	
I	Revenue From Operations	2,073.998	2,342.915	1,521.235	5,591.000	4,175.840	9,650.058
II	Other Income	16.714	18.149	66.483	58.951	217.642	403.733
III	Total Income (I+II)	2,090.712	2,361.064	1,587.718	5,649.952	4,393.482	10,053.791
IV	Expenses						
	Cost of Materials Consumed	1,594.935	1,714.378	1,183.445	4,097.488	3,518.787	8,187.455
	Purchases of Stock-in-Trade	-	-	-	-	-	-
	Changes in inventories of finished goods, Stock-in-Trade and work-in progress	(52.546)	143.672	56.278	199.284	(90.665)	34.768
	Employee benefits expense	106.997	94.707	88.944	292.538	271.357	378.301
	Finance Costs	63.274	65.493	116.432	222.148	329.615	444.839
	Depreciation and amortisation expenses	27.268	29.776	22.108	81.110	66.190	88.340
	Other Expenses	105.317	107.223	94.349	292.307	251.034	432.862
	Total Expenses (IV)	1,845.245	2,155.248	1,561.557	5,184.875	4,346.317	9,566.564
V	Profit/(loss) before exceptional items and tax (I-IV)	245.466	205.816	26.162	465.077	47.165	487.227
VI	Exceptional Profit / (Loss) Items	-	-	-	-	-	(435.128)
VII	Profit/ (loss) before tax(V-VI)	245.466	205.816	26.162	465.077	47.165	52.098
VIII	Tax Expense:						
	(1) Current Tax	39.837	40.813	0.304	80.650	0.304	0.304
	(2) Deferred Tax	3.985	12.376	3.148	19.007	6.115	10.843
IX	Profit/(Loss) for the period from continuing operations (VII-VIII)	201.645	152.626	22.709	365.419	40.746	40.951
X	Profit/(Loss) from discontinued operations	-	-	-	-	-	-
XI	Tax expenses of discontinued operations	-	-	-	-	-	-
XII	Profit/(Loss) from discontinued operations (after tax)	-	-	-	-	-	-
XIII	Profit/(Loss) for the period (IX+XII)	201.645	152.626	22.709	365.419	40.746	40.951
XIV	Other Comprehensive Income						
	A. (i) Items that will not be reclassified to profit or loss	-	-	-	-	-	(2.458)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	0.619
	B. (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be re classifies to profit or loss	-	-	-	-	-	-
XV	Total Comprehensive Income for the period (XIII+XIV) Comprising Profit (Loss) and Other Comprehensive Income for the period)	201.645	152.626	22.709	365.419	40.746	39.112
XVI	Earnings per equity (for Continuing operation):						
	(1) Basic	1.439	1.089	0.189	2.607	0.340	0.341
	(2) Diluted	1.362	1.031	0.189	2.468	0.340	0.341
XVII	Earnings per equity (for discontinuing operation)						
	(1) Basic	-	-	-	-	-	-
	(2) Diluted	-	-	-	-	-	-
XVIII	Earning per equity share (for discontinuing & continuing operation)						
	(1) Basic	1.439	1.089	0.189	2.607	0.340	0.341
	(2) Diluted	1.362	1.031	0.189	2.468	0.340	0.341



Panache Digilife Limited

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Notes:

- 1) The standalone financial results for the quarter and nine months ended 31 December 2024 were reviewed by the Audit Committee and have been approved and taken on record by the Board of Directors at its meeting held on 21st January 2025. The statutory auditors have issued Limited Review Report.
- 2) The figures for the corresponding previous period have been regrouped/reclassified wherever necessary, to make them comparable
- 3) Financial Results for all the periods presented have been prepared in accordance with IND AS notified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.
- 4) Segment Information for the quarter as per Indian Accounting Standard - 108 on Operating Segment is not applicable.
- 5) The Financial statements of Technofy Digital Private Limited (Wholly owned Subsidiary) have been prepared on the assumption that it is 'not a going concern'. However, it will not have any impact on the carrying value of investments in subsidiary as well as the loans given to it as the management is of the opinion that the existing amount of investment and loans would be recovered.

Date : - 21-01-2025

Place : - Mumbai

FOR PANACHE DIGILIFE LIMITED



MR. AMIT RAMBHIA
MANAGING DIRECTOR
DIN: 00165919

Jain Salia & Associates

Chartered Accountants

LIMITED REVIEW REPORT

Independent Auditor's report on Standalone Unaudited Quarterly Financial Results of the company Pursuant to the Regulation 33 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 (as amended)

To,
The Board of Directors of
Panache Digilife Limited

1. We have reviewed the accompanying statement of unaudited Standalone financial results of **Panache Digilife Limited**, (*the Company*) for the quarter and nine months ended 31st December 2024. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review of the statement, which has been prepared on the basis of the related interim financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these Standalone Financial Statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "*Review of Interim Financial information performed by the Independent auditor of the entity*" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the standalone financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying standalone statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Companies Act, 2013,



Jain Salia & Associates

Chartered Accountants

SEBI circular, and other accounting principles generally accepted in India, policies have not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.



Place: - Mumbai

Dated: - 21.01.2025

UDIN: - 25044039BMJHZD3918

**For Jain Salia & Associates
Chartered Accountants
[FRNO. 116291W]**



**Partner
(CA. Jayesh K. Salia)
(Membership No. 044039)**

Panache Digilife Limited

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Statement of Consolidated Unaudited Results for the Quarter and Nine Months ended 31/12/2024

		(Rs. In Lacs/amount) except data per share					
Particulars	Quarter Ended			Nine Months Ended		Year Ended	
	31-12-2024 (Unaudited)	30-09-2024 (Unaudited)	31-12-2023 (Unaudited)	31-12-2024 (Unaudited)	31-12-2023 (Unaudited)	31-03-2024 (Audited)	
I Revenue From Operations	2,081.357	2,345.902	1,521.235	5,603.252	4,175.840	9,654.247	
II Other Income	16.588	12.551	8.060	44.848	132.492	304.725	
III Total Income (I+II)	2,097.945	2,358.453	1,529.295	5,648.100	4,308.332	9,958.972	
IV Expenses							
Cost of Materials Consumed	1,598.966	1,714.378	1,183.445	4,105.469	3,518.787	8,190.074	
Purchases of Stock-in-Trade	-	-	-	-	-	-	
Changes in inventories of finished goods, Stock-in-Trade and work-in progress	(52.546)	141.525	56.278	193.869	(90.665)	34.768	
Employee benefits expense	109.208	96.403	88.944	296.490	271.357	378.310	
Finance Costs	63.274	65.493	116.432	222.148	329.615	444.839	
Depreciation and amortisation expenses	27.268	29.776	22.108	81.110	66.190	88.340	
Other Expenses	103.896	109.435	94.591	296.698	251.276	435.608	
Total Expenses (IV)	1,850.067	2,157.010	1,561.798	5,195.784	4,346.559	9,571.938	
V Profit/(loss) before exceptional items and tax (I-IV)	247.878	201.443	(32.503)	452.317	(38.227)	387.033	
VI Exceptional Profit / (Loss) Items	-	-	-	-	-	(435.128)	
VII Profit/ (loss) before tax(V-VI)	247.878	201.443	(32.503)	452.317	(38.227)	(48.095)	
VIII Tax Expense:							
(1) Current Tax	40.761	40.942	0.304	81.853	0.304	0.580	
(2) Deferred Tax	3.464	12.467	3.148	17.985	6.115	9.947	
IX Profit/(Loss) for the period from continuing operations (VII-VIII)	203.653	148.034	(35.955)	352.479	(44.646)	(58.622)	
X Share of Profit from Associate	(5.883)	(5.840)	(0.004)	(14.431)	(0.004)	1.232	
XI Total Profit/(Loss) for the period from continuing operations (IX+X)	197.770	142.193	(35.960)	338.048	(44.650)	(57.390)	
XII Profit/(Loss) from discontinued operations	(0.002)	83.156	91.961	130.769	121.073	114.522	
XIII Tax expenses of discontinued operations	-	3.122	-	7.732	-	2.419	
XIV Profit/(Loss) from discontinued operations (after tax) (X-XI)	(0.002)	80.034	91.961	123.037	121.073	112.102	
XV Profit/(Loss) for the period (IX+XII)	197.769	222.228	56.001	461.085	76.423	54.712	
XVI Other Comprehensive Income							
A. (i) Items that will not be reclassified to profit or loss	-	-	-	-	-	(2.458)	
(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	0.619	
B. (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-	
(ii) Income tax relating to items that will be re classifies to profit or loss	-	-	-	-	-	-	
XVII Total Comprehensive Income for the period (XIII+XIV) Comprising Profit (Loss) and Other Comprehensive Income for the period)	197.769	222.228	56.001	461.085	76.423	52.872	
XVIII Profit Attributable to :							
Owners of the company	198.328	222.195	56.098	462.605	76.520	54.144	
Non-controlling Interest	(0.559)	0.032	(0.097)	(1.520)	(0.097)	(0.663)	
XIX Total Comprehensive Income Attributable to :							
Owners of the company	198.328	222.195	56.098	462.605	76.520	52.304	
Non-controlling Interest	(0.559)	0.032	(0.097)	(1.520)	(0.097)	(0.663)	
XX Earnings per equity (for Continuing operation):							
(1) Basic	1.415	1.014	(0.299)	2.422	(0.371)	(0.478)	
(2) Diluted	1.340	0.961	(0.299)	2.294	(0.371)	(0.478)	
XXI Earnings per equity (for discontinuing operation)							
(1) Basic	(0.000)	0.571	0.766	0.878	1.009	0.934	
(2) Diluted	(0.000)	0.541	0.766	0.831	1.009	0.934	
XXII Earning per equity share (for discontinuing & continuing operation)							
(1) Basic	1.415	1.585	0.467	3.300	0.638	0.456	
(2) Diluted	1.340	1.501	0.467	3.125	0.638	0.456	



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Notes:

- 1) The consolidated financial results for the quarter and nine months ended 31 December 2024 were reviewed by the Audit Committee and have been approved and taken on record by the Board of Directors at its meeting held on 21st January 2025. The statutory auditors have issued Limited Review Report.
- 2) The figures for the corresponding previous period have been regrouped/reclassified wherever necessary, to make them comparable
- 3) Financial Results for all the periods presented have been prepared in accordance with IND AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time
- 4) Segment Information for the quarter as per Indian Accounting Standard - 108 on Operating Segment is not applicable.
- 5) The consolidated financial results of the company comprising its subsidiaries & associate (together referred to as "The Group") includes results of the following entities:-

Company	Relation
ICT Infratech Services Private Limited	Wholly Owned Indian Subsidiary
Technofy Digital Private Limited	Wholly Owned Indian Subsidiary
AIR Digilife Private Limited <i>(formerly known as NAJ Digilife Private Limited)</i>	Indian Subsidiary
Cadcord Technologies Private Limited	Associate

- 6) As disclosed in the previous year's result, the status of subsidiary viz. Technofy Digital Private Limited, continued to be 'not a going concern'. Hence the company has continued to disclose subsidiary's result as a discontinued operation as per Ind AS 105 "Non-current Assets Held for Sale and Discontinued Operations."

Date : - 21-01-2025

Place : - Mumbai

FOR PANACHE DIGILIFE LIMITED



AMIT RAMBHIA
MANAGING DIRECTOR
DIN: 00165919

Jain Salia & Associates

Chartered Accountants

LIMITED REVIEW REPORT

Independent Auditor's report on Consolidated Unaudited Quarterly Financial Results of the company Pursuant to the Regulation 33 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 (as amended)

To,
The Board of Directors of
Panache Digilife Limited

1. We have reviewed the accompanying statement of unaudited Consolidated financial results of **Panache Digilife Limited** (the "Parent") and its Subsidiary and Associate ("the Parent" and its Subsidiary and Associate together referred to as "the Group") for the quarter and nine months ended 31st December 2024 ("the statement") being submitted by company pursuant to the requirement of Regulation 33 of the Securities Exchange Board of India (Listing Obligation and Disclosure requirements) Regulations, 2015 (the "Listing Regulation,2015") as amended.
2. This statement is the responsibility of the Parent's Management and has been approved by the Parent's Board of Directors which has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



Jain Salia & Associates

Chartered Accountants

We have also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

NAME OF THE COMPANY	RELATION
Technofy Digital Private Limited	Indian Subsidiary (Wholly owned)
ICT Infratech Services Private Limited	Indian Subsidiary (Wholly owned)
AIR Digilife Private Limited (Formerly known as NAJ Digilife Private Limited)	Indian Subsidiary
Cadcord Technologies Private Limited	Associate Company

5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited Consolidated financial results prepared in accordance with applicable accounting principles generally accepted in India, including Accounting Standard ("Ind AS") as prescribed under section 133 of the Companies Act, 2013, read with relevant rules issued thereunder has not disclosed the information required to be disclosed in terms of 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed or that it contains any material misstatement.

- i. In respect of unaudited financial results of Technofy Digital Private Limited, the financial statements reflect net profit/(loss) after tax from discontinued operations of Rs. (0.002) Lakhs, total comprehensive profit/(loss) of Rs. (0.002) Lakhs for the quarter ended 31st December 2024 as are considered in the consolidated financial results.
- ii. The consolidated financial results also include the Indian Subsidiary (Wholly owned) - ICT Infratech Services Private Limited. The financial statements reflect net profit/(loss) after tax from operations of Rs. 3.407 Lakhs, Total Comprehensive profit/(loss) of Rs. 3.407 Lakhs for the quarter ended 31st December 2024 as are considered in the consolidated financial results.



Jain Salia & Associates

Chartered Accountants

- iii. The consolidated financial results also include the Indian Subsidiary being 60% stake in AIR Digilife Private Limited (Formerly known as NAJ Digilife Private Limited). The financial statements reflect net profit/(loss) after tax from operations of Rs. (1.398) Lakhs, total comprehensive profit/(loss) of Rs. (1.398) Lakhs for the quarter ended 31st December 2024. The share of net profit/(loss) after tax from operations of Rs. (0.839) Lakhs, total comprehensive profit/(loss) of Rs. (0.839) Lakhs is considered in the consolidated financial results.

These financial statements whose report have been furnished to us by the management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of this Associate is based solely on the reports of other management and procedures performed by us as stated in paragraph above.

- iv. The consolidated financial results also include the Share of Net profit / (Loss) of Rs. (5.883) Lakhs from Associate having 26% stake in Cadcord Technologies Private Limited. The financial results of this associate have not been reviewed by us. The net profit/(loss) after tax from operations of Rs. (22.654) Lakhs, total comprehensive profit/(loss) of Rs. (22.654) Lakhs for the quarter ended 31st December 2024 and hence, the share of total comprehensive profit / (loss) of Rs. (5.883) Lakhs is considered in the consolidated financial results.

Our conclusion on the Statement is not modified in respect of the above matters.



Place: - Mumbai
Dated: - 21.01.2025
UDIN: - 25044039BMJHZE6735

For Jain Salia & Associates
Chartered Accountants
[FRNO. 116291W]

Partner
(CA. Jayesh K. Salia)
(Membership No. 044039)

Annexure II

Details required as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is as follows:

Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment of Mr. Shailesh Gala as an Independent Director.
Date of appointment/cessation (as applicable) & term of appointment	Re-appointment as an Independent Director with effect from May 29, 2025 till May 28, 2030 for a second term of five (5) consecutive years.
Brief profile (in case of appointment)	<p>Mr. Shailesh Premji Gala has over 30 Years of experience in the field of electronics. He has Completed 2 years of Diploma course in Audio & Video Engineering. He has started his career in VISHA WORLD previously called as VISHA Electronics Corporation in 1995. He has started "UC Micro Systems in 2005" with an intent to serve electronics industry RnD & Production Department. He was instrumental in developing ucFlash – First IC Programming tool which was a revolution for R&D industry 19 years back. He started "LARE – Laboratory for Applied Research in Electronics in 2008" – Hands on Embedded Training Center @ CBD Belapur. He has started new vertical Sensors & Modules in 2014 at VISHA WORLD with 250+ products which has grown exponentially to 1200+ products now. In 30 years, he has gained skill sets in Electronics Research & Development and he is an Innovation enabler with Leadership & Strategy qualities.</p> <p>He brings many years of well-rounded administrative, practical and business knowledge and his experience and expertise will be of great use for the Company.</p>
Disclosure of relationships between directors (in case of appointment of a director)	None of the existing Directors are related to Mr. Shailesh Gala.

Annexure III

Details required as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is as follows:

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Name: ICT Infratech Services Private Limited Authorised Capital: Rs 5,00,000 divided into 50,000 equity shares of Rs 10 each. Paid up Capital: Rs 3,00,000 divided into 30,000 equity shares of Rs 10 each. Turnover: Rs. 4.79 Lakhs as on 31 st March, 2024
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	ICT Infratech Services Private Limited, being wholly owned subsidiary is a related party of the Company. The transaction falls within the ambit of related party transactions and is at arms' length. None of the promoter/ promoter group/ group companies have interest in ICT Infratech Services Private Limited except Amit Rambhia and Nikit Rambhia, promoters of the Company are considered as interested being directors of ICT Infratech Services Private Limited and Mr. Amit Rambhia being a nominee shareholder of ICT Infratech Services Private Limited. The transaction shall be on arm's length basis.
3.	Industry to which the entity being acquired belongs;	Information Technology
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The investment is of strategic nature and will help the Company in reviving business of ICT Infratech Services Private Limited.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
6.	Indicative time period for completion of the acquisition;	Approximately 6 months
7.	consideration - whether cash consideration or share swap and details of the same;	Cash Consideration

8.	Cost of acquisition or the price at which the shares are acquired;	Cost of Acquisition of the Equity Shares of ICT Infratech Services Private Limited, shall be up to Rs. 25 lakhs (Rupees Twenty-Five Lakhs only) approximately.								
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	Investment upto an amount not exceeding Rs 25 lakhs in ICT Infratech Services Private Limited, its 100% Subsidiary.								
10.	Brief background about the entity acquired in terms of products / line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>ICT Infratech Services Private Limited is a private company incorporated on 8th March, 2007 with its registered office in Mumbai, India.</p> <p>ICT is, <i>inter alia</i>, engaged in the business of trading and distribution of IT and electronic products and providing IT services and related designing services.</p> <table border="1"> <thead> <tr> <th>Financial Year</th> <th>Turnover (Rs. In Lakhs)</th> </tr> </thead> <tbody> <tr> <td>FY 2021-22</td> <td>Rs.1.24 Lakhs</td> </tr> <tr> <td>FY 2022-23</td> <td>NIL</td> </tr> <tr> <td>FY 2023-24</td> <td>Rs. 4.79 Lakhs</td> </tr> </tbody> </table>	Financial Year	Turnover (Rs. In Lakhs)	FY 2021-22	Rs.1.24 Lakhs	FY 2022-23	NIL	FY 2023-24	Rs. 4.79 Lakhs
Financial Year	Turnover (Rs. In Lakhs)									
FY 2021-22	Rs.1.24 Lakhs									
FY 2022-23	NIL									
FY 2023-24	Rs. 4.79 Lakhs									

Annexure IV

Details required as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is as follows:

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Name: AIR Digilife Private Limited (Formerly known as NAJ Digilife Private Limited ("Subsidiary Company") Authorized Capital: Rs 5,00,000 divided into 50,000 equity shares of Rs 10 each. Paid up Capital: Rs 1,00,000 divided into 10,000 equity shares of Rs 10 each. Turnover: NIL as on 31 st March, 2024
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The Subsidiary Company is the related party of Panache Digilife Limited ("Company"). None of the promoter/ promoter group/ group companies have interest in the Subsidiary Company except Amit Rambhia and Nikit Rambhia, promoters of the Company, being appointed as directors of the Subsidiary Company. The transaction shall be on arm's length basis.
3.	Industry to which the entity being acquired belongs;	Information Technology
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The purpose of the acquisition is to execute the business plans of the Company more effectively.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
6.	Indicative time period for completion of the acquisition;	Approximately 6 months
7.	consideration - whether cash consideration or share swap and details of the same;	Cash Consideration
8.	Cost of acquisition or the price at which the shares are acquired;	Cost of Acquisition of the 40% Equity Shares of AIR Digilife Private Limited, is Rs. 40,000 (Rupees Forty Thousand only).

9.	Percentage of shareholding / control acquired and / or number of shares acquired;	The Company will acquire 4000 (40%) shares.								
10.	Brief background about the entity acquired in terms of products / line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>AIR Digilife Private Limited is a private company incorporated on 13th October, 2023 with its registered office in Mumbai, India.</p> <p>AIR Digilife Private Limited is, <i>inter alia</i>, engaged in the business of trading, distributing, importing, exporting, repairing, buy, sell, maintain, hire, let on hire, provide services including consultancy or otherwise deal in computer and computer peripherals, accessories, computer parts, laptops, tablets, servers, monitors, All-in-One (AIO) PCs, kiosks, Televisions, and Wearable devices.</p> <table border="1" data-bbox="778 817 1481 974"> <thead> <tr> <th>Financial Year</th> <th>Turnover (Rs. In Lakhs)</th> </tr> </thead> <tbody> <tr> <td>FY 2021-22</td> <td>Not Applicable*</td> </tr> <tr> <td>FY 2022-23</td> <td>Not Applicable*</td> </tr> <tr> <td>FY 2023-24</td> <td>NIL</td> </tr> </tbody> </table> <p>*AIR Digilife Private Limited was incorporated on 13th October, 2023.</p>	Financial Year	Turnover (Rs. In Lakhs)	FY 2021-22	Not Applicable*	FY 2022-23	Not Applicable*	FY 2023-24	NIL
Financial Year	Turnover (Rs. In Lakhs)									
FY 2021-22	Not Applicable*									
FY 2022-23	Not Applicable*									
FY 2023-24	NIL									