



24th February 2026

Bombay Stock Exchange Ltd.

Floor 25, P J Towers,
Dalal Street, Mumbai 400 001

National Stock Exchange of India Ltd.

Exchange Plaza, Bandra-Kurla Complex
Bandra (E), Mumbai 400 051.

Dear Sirs:

SUB: Intimation of Application filed before National Company Law Tribunal (NCLT) under Regulation 30 of SEBI (LODR) Regulations 2015

Pursuant to Regulation 30 of SEBI (LODR) Regulations 2015, we hereby inform you that the company has filed application/petition before the National Company Law Tribunal (NCLT) , Chennai Bench on 24-02-2026 (Today).

The Application has been filed under Section 66, 52 and other applicable provisions of the Companies Act, 2013 for reduction of Share Capital of the Company.

The Petition filed with NCLT is attached herewith.

We shall keep you informed of further developments in this matter. Kindly take the information on record.

Thanking you,

Yours truly,

For QUINTEGRA SOLUTIONS LIMITED

V SRIRAMAN

Wholetime Director

Encls.: As Above.



Quintegra Solutions Ltd.

Wescare Towers, 3rd Floor, 16, Cenotaph Road, Teynampet, Chennai - 600 018. INDIA

Tel: +91 44 2432 8395 CIN : L52599TN1994PLC026867

www.quintegrasolutions.com

FORM NO. RSC-1

[PURSUANT TO RULE 2 (1)]

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL CHENNAI BENCH AT CHENNAI

IN THE MATTER OF THE COMPANIES ACT, 2013

AND

IN THE MATTER OF SECTION 66 READ WITH SECTION 52 OF THE COMPANIES ACT, 2013

AND

IN THE MATTER OF QUINTEGRA SOLUTIONS LIMITED

COMPANY PETITION No. / CHE/2026

QUINTEGRA SOLUTIONS LIMITED

CIN: L52599TN1994PLC026867

Company incorporated under Companies Act, 1956

Registered Office at 3rd floor, Wescare Towers, no.16,

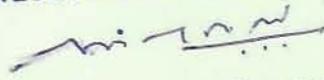
Cenotaph Road, Teynampet,

Chennai, Tamil Nadu, India, 600018

Represented by Mr. V. Sriraman, Director/Authorized Signatory

...PETITIONER COMPANY

For QUINTEGRA SOLUTIONS LIMITED,



Authorised Signatory

COMPANY PETITION SEEKING FOR SANCTION OF CAPITAL REDUCTION OF THE PETITIONER COMPANY UNDER SECTION 66 READ WITH SECTION 52 OF THE COMPANIES ACT, 2013, THE NATIONAL COMPANY LAW TRIBUNAL (PROCEDURE FOR REDUCTION OF SHARE CAPITAL OF COMPANY) RULES, 2016 AND THE APPLICABLE PROVISIONS OF THE NATIONAL COMPANY LAW TRIBUNAL RULES, 2016

The Petitioner herein submits:

I. **Details of Petitioner:**

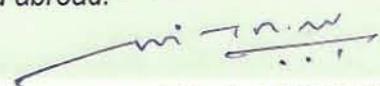
1. The Petitioner Company was incorporated on 23rd February, 1994 under the provisions of the Companies Act, 1956 with the Registrar of Companies, Chennai, Tamil Nadu, in the name and style of Sofia Infosys Limited bearing Registration No. 18-26867 of 1994. Subsequently, the name of the Petitioner Company was changed to "Sofia Softwares Limited" pursuant to a Fresh Certificate of Incorporation dated 23rd February, 1996. Thereafter, the name was further changed to "Soffia Software Limited" pursuant to a Fresh Certificate of Incorporation dated 12th November, 1999. Subsequently, the name of the Company was changed to "Quintegra Solutions Limited" and a Fresh Certificate of Incorporation consequent upon change of name was issued by the Registrar of Companies, Chennai on 23rd December, 2003. The Corporate Identification Number of the Petitioner Company is L52599TN1994PLC026867. The copy of the Certificate of Incorporation and fresh certificates of changing the name of the Petitioner Company is annexed hereto and marked as **Annexure-1**.

2. The Registered office of the Petitioner Company is situated at 3rd Floor, Wescare Towers, No.16, Cenotaph Road, Teynampet, Chennai, Tamil Nadu, India, 600018.

3. The main objects of the Petitioner Company as per clause III(A) of MOA are as follows:

- a) *To manufacture, develop, import, export, buy, sell and deal in all configurations of computers, communication and information technology equipments in all its branches including hardwares, softwares, tools, accessories, peripherals and all the other allied products and related services in India and abroad.*

For QUINTEGRA SOLUTIONS LIMITED,



Authorised Signatory

b) *To carry business as consultants for exporters, importers in India and abroad for the above objects and to represent as agents, distributors, dealers for many products or services including man power management, research and development work to design, develop, system softwares, application softwares, etc.*

Copy of the Memorandum and Articles of Association of the Petitioner Company is annexed hereto and marked as **Annexure-2**.

4. The company is carrying on the business of Consulting Company specializing in custom software development, application management

II. Facts of the case are given below:

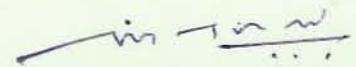
1. The object of the Petitioner Company filing this Petition under Sections 66 and 52 and other applicable provisions of the Companies Act, 2013 read with the National Company Law Tribunal (Procedure for Reduction of Share Capital of Company) Rules, 2016 for seeking confirmation of this Hon'ble Tribunal for reduction of its paid-up equity share capital and for adjustment of the amount so reduced against the accumulated losses, and for utilization of the balance standing to the credit of the securities premium account, capital reserve and general reserve for setting off the debit balance in the Statement of Profit and Loss as at 31.03.2025.

2. The authorised, issued, subscribed and paid-up share capital of the Petitioner Company as on March31, 2025 was as follows:

Authorized Capital	Amount in INR
4,50,00,000/- Equity Shares of INR 10/- each	45,00,00,000
Total	45,00,00,000
Issued, Subscribed and Paid-Up Capital	Amount in INR
2,68,13,830 Equity Shares of INR 10/- each	26,81,38,300
Total	26,81,38,300

There has been no change in the authorised, issued, subscribed and paid-up capital of the Petitioner Company since March 31, 2025.

For QUINTEGRA SOLUTIONS LIMITED,



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3. It is respectfully submitted that by **Article No.4B & 4C** of the Articles of Association of the Petitioner Company it is provided as follows:

4B. Subject to provisions of section 52 and 66 of the Companies act 2013 the Company may, by special resolution, reduce in any manner and with, and subject to, any incident authorized and consent required by law, —

- (a) its share capital;*
- (b) any capital redemption reserve account; or*
- (c) any share premium account.*

4C. Subject to the provisions of Companies Act, 2013 and approval of shareholders by way of special resolution the company may utilize capital reserves, general reserves or other reserves for any purpose including adjustment of losses, reduction of share capital by payout or for any other purpose as may be decided by the board of directors and/or members of the Company.

4. It is submitted that, the summary of assets and liabilities of the Petitioner Company as per the **March 31, 2025** are as follows:

(Amount in INR thousands)

Liabilities	March 31, 2025	Assets	March 31, 2025
Shareholders' Funds		Non-Current Assets	11,995.78
Equity Share Capital	268138.00	Current Assets	Nil
other equity *	(398075.13)		
Non-Current Liabilities	132658.02		
Current Liabilities	9724.96		
Total	11,995.78	Total	11,995.78

***Other Equity:** -includes security premium Rs.43,14,33,100/- General Reserve Rs.4,94,62,799/-, Capital Reserve Rs.90,22,42,054/-, Surplus from profit and loss account negative Rs. (178,12,13,081) Total Rs. (39,80,75,128).

There is no audit qualification, reservation or adverse remark or disclaimer made by the statutory auditor in the report. Copies of the audited financial statements of the Petitioner Company for the financial year ended March 31, 2025, March 31, 2024 and March 31,

For QUINTEGRA SOLUTIONS LIMITED,



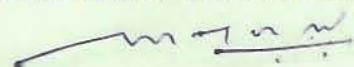
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2023 are annexed and marked as **Annexure 3, 4 and 5 respectively**. And copy of the Provisional financial statements as on 31st December, 2025 of the Petitioner Company is annexed and marked as **Annexure 6**.

5. The Petitioner Company being a Consulting Company specializing in custom software development, application management, and technology consulting was incorporated in 1994. The Company has made huge acquisitions, including Jadelite Tech, Singapore, Valley US Inc. and PA Corporation in the USA during 2007 - 08. The value of this acquisition was Rs 99.00 Crores. During the year 2008, the global Banking and financial market has collapsed due to the Suh-Prime crisis resulted in the global meltdown and collapse of financial market. Further the above three acquisitions done by the company were badly hit by the recession and global collapse of financial services our company's business was adversely affected which resulted into bad debts and business losses. This has forced our big acquisitions PAC suffering losses on one side due to sudden drop in business and on the other side loss of receivables from various other customers as well. The company did not have any money to run its operations and could not pay its vendors due to sudden drop of revenue and mounting bad debts. Having suffered difficulty in the business, the company incurred huge losses as well due to non-receipt of revenue from these clients. This has resulted in bad debts write offs from the year 2009 onwards which had resulted in our inability to repay the loans to the banks. Due to the above factors the company has went for OTS with SBI during 2015 and settled the dues. As on this date the company has no dues to any secured creditors The Company now intends to revive its operations now since the IT Market is growing rapidly. For revival the company needs funds/capital. To enable to rise funds the company wants to clean up it's the book and reduce the huge losses that reflects in financial statement, which will enable to attract new investors.

6. Accordingly, the Board of Directors of the Company at its meeting held on 26th August 2025 approved, subject to the approval of the shareholders by way of special resolution

For QUINTEGRA SOLUTIONS LIMITED.



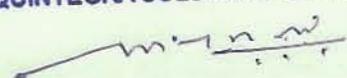
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and confirmation by the Hon'ble National Company Law Tribunal ("NCLT"), the proposal for;

- a. Reduction of the issued, subscribed and paid-up equity share capital of the Company from Rs.26,81,38,300/- divided into 2,68,13,830 equity shares of Rs. 10/- each to Rs. 2,68,13,830/- divided into 2,68,13,830 equity shares of Rs.1/- each, by reducing an amount of Rs. 24,13,24,470/- (Rupees Twenty-Four Crores Thirteen Lacs Twenty-Four thousand four hundred and seventy only) from the present paid up share capital and that the issued, subscribed and paid-up equity share capital of the Company henceforth, shall be Rs.2,68,13,830/- (Rupees Two Crores Sixty-Eight Lacs Thirteen Thousand Eight Hundred & Thirty only) equity shares of Rs.1/- each fully paid up by reducing the face value of paid-up equity share from Rs.10/- to Rs.1/- each and thereby reducing an aggregate sum of Rs.24,13,24,470/- (Rupees Twenty-Four Crores Thirteen Lakhs Twenty-Four Thousand Four Hundred and Seventy only) from the paid-up share capital, which amount shall be applied towards writing off the accumulated losses as appearing In the Financial Statement as at 31.3.2025 shall be reduced from Rs.178,12,13,081/-.
- b. The balance of retained losses/ accumulated losses amounting to Rs.1,53,98,88,611/- (Rupees One Hundred Fifty-Three Crores Ninety-Eight Lakhs Eighty-Eight Thousand Six Hundred and Eleven only), remaining after adjustment of the reduced paid-up share capital as aforesaid, as above shall be set-off against the share premium of Rs. 43,14,33,100/-, General Reserve of Rs 4,94,62,799 and Capital Reserve of Rs.90,22,42,054/-, aggregating to Rs. 1,38,31,37,953/- (Rupees One Hundred Thirty-Eight Crores Thirty-One Lakhs Thirty-Seven Thousand Nine Hundred and Fifty-Three only) and the remaining accumulated losses (P & L A/c.) after adjusting Share premium, General Reserve & Capital Reserve shall be (Rs. 15,67,50,658/-)(Rupees Fifteen Crores Sixty-Seven Lakhs Fifty Thousand Six Hundred and Fifty-Eight only).

The above-mentioned adjustment would result in a fairer reflection of the financial statements of the Company and enable the Company to raise additional funds, reward the

For QUINTEGRA SOLUTIONS LIMITED.



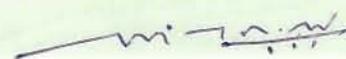
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shareholders and enhance long term value of the Company. Certified true copy of the resolution passed by the Board of Directors of the Petitioner Company is produced herewith and marked as **Annexure-7**.

7. As per the provisions of Section 52 of the Act, the balance in the securities premium account can only be utilized for purposes specified therein, and any utilization of securities premium account for other purposes would be construed as reduction in share capital and the provisions of Section 66 of the Companies Act, 2013 read with the National Company Law Tribunal (Procedure for Reduction of Share Capital of the Company) Rules, 2016 would accordingly be applicable in respect of such reduction in share capital. Proposed utilization of the securities premium account for setting of the losses does not fall under exceptions provisions of section 52(2) of the Act and would attract the provisions of this Act relating to reduction of share capital of a company as if the securities premium account were the paid-up share capital of the Petitioner Company
8. The capital reduction is proposed to be carried out in terms of Section 66 read with Section 52 of the Companies Act, 2013, the National Company Law Tribunal (Procedure for Reduction of Share Capital of Company) Rules, 2016 and the applicable provisions of the National Company Law Tribunal Rules, 2016 and subject to the approval of the shareholders and the confirmation of the Hon'ble NCLT.
9. It is respectfully submitted that, accordingly, by a **Special Resolution** of the Petitioner Company duly passed in accordance with Section 66(1) read with section 52 and Section 114 of the Companies Act, 2013 at the Annual General Meeting held on 24th September, 2025 pursuant to due notice as provided under the Companies Act, 2013 dated 26th August, 2025, it was resolved:

"RESOLVED THAT pursuant to the provisions of Section 66 & Section 52 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, the Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and

For QUINTEGRA SOLUTIONS LIMITED,



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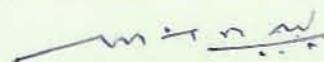
confirmation by the Hon'ble National Company Law Tribunal ("NCLT") and such other approvals, consents, permissions and sanctions as may be necessary, the approval of the shareholders of the company be and is hereby accorded to the proposal for reduction of the issued, subscribed and paid-up equity share capital of the Company from Rs.26,81,38,300/- divided into 2,68,13,830 equity shares of Rs.10/- each to Rs. 2,68,13,830/- divided into 2,68,13,830 equity shares of Re.1/- each, by reducing an amount of Rs. 24,13,24,470/- (Rupees Twenty Four Crores Thirteen Lacs Twenty Four thousand four hundred and seventy only) from the present paid up share capital and that the issued, subscribed and paid up equity share capital of the Company henceforth, shall be 2,68,13,830 equity shares of Re.1/- (Rupees Two Crores Sixty Eight Lacs Thirteen thousand eight hundred & thirty only) each fully paid up by reducing the face value of paid up equity share from Rs.10 to Re.1/- each and the accumulated losses as appearing in the Financial Statement as at 31.3.2025 shall be reduced from Rs.178,12,13,081/- by Rs.24.13,24.470/- [paid up share capital that is being (Rupees Twenty Four Crores Thirteen Lacs Twenty Four thousand four hundred and seventy only).

RESOLVED FURTHER THAT the remaining Net Loss of Rs.153,98,88,611/- after adjusting the paid up share capital as above shall be adjusted against the share premium of Rs.43,14,33,100/-, General Reserve of Rs.4,94,62,799/- and Capital Reserve of Rs.90,22,42,054/- aggregating to Rs.1,38,31,37,953/- and the remaining accumulated losses (P & L A/c.) after adjusting Share premium, General Reserve & Capital Reserve shall be (Rs.15,67,50,658/-).

RESOLVED FURTHER THAT the balances in the shareholder's funds post the proposed reduction shall be follows:

Particulars	Amount as at 31.3.2025 (Rs.)	Proposed reduction/ Adjustment	Post Reduction/ Adjustment
Paid Up Share Capital	26,81,38,300.00	(24,13,24,470.00)	2,68,13,830.00
Securities Premium Account	43,14,33,100.00	(43,14,33,100.00)	0.00
General Reserve	4,94,62,799.00	(4,94,62,799.00)	0.00
Capital Reserve	90,22,42,054.00	(90,22,42,054.00)	0.00
Total Reduction (A)		162,44,62,423.00	
Total Accumulated Loss /Retained Earnings (B)	(178,12,13,081.00)	162,44,62,423.00	(15,67,50,658.00)
Total equity/shareholders funds	(12,99,36,828)		(12,99,36,828)

For QUINTEGRA SOLUTIONS LIMITED.



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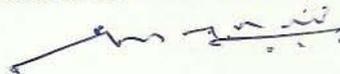
RESOLVED FURTHER THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Act read with rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) and subject to the approval and confirmation of NCLT or any other competent authority as may be specified in this regard, the consent of the members of the Company be and is hereby accorded for reclassification of the share, pursuant to subdivision of the face value of the equity shares of the Company from existing Rs 10/- (Rupees Ten only) each to equity shares with face value of Re. 1 each (Rupees One only) each and also substitution of the existing clause V of the Memorandum of Association of the Company by the following: 'The Authorized Share Capital of the Company is Rs 45,00,00,000/- (Rupees Forty Fiver Crore only) divided into 45,00,00,000 Equity Shares of Re. 1 each (Rupee 1/- Only) each.

RESOLVED FURTHER THAT all the shareholders prior to Capital Reduction shall continue to remain shareholders of the Company post giving effect to the to the Capital Reduction & subject to the approval of Hon'ble National Company Law Tribunal without any further act or deed the shares issued to the members at face value of Rs.10 each shall automatically stand reduced to face value of Re.1 each and the company shall without surrender of original share certificate issue a fresh share certificate with the face value of Re.1 each in lieu of original shares issued with face value of shares at Rs.10 each, original shares issued shall stand automatically cancelled, become infructuous and in respect of shares held in dematerialized form through corporate action face value of shares shall be reduced to Re.1/.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to take all necessary steps for giving effect to this resolution, including but not limited to preparing, signing and filing all necessary applications, petitions, documents and affidavits with the Hon'ble NCLT, SEBI, Stock Exchanges, Registrar"

A certified true copy of the notice calling for the Annual General Meeting of the Petitioner Company held on 24th September, 2025 along with the explanatory statement pursuant to Section 102 of the Act is produced herewith and marked as **Annexure-8**. The copy of the extracts of the Special Resolution passed in the Annual General Meeting of the Petitioner Company held on 24th September, 2025, the Minutes of the Extraordinary General Meeting and copy of the e-form - MGT 14 vide SRN AB8016277 dated 08th October, 2025 filed with the Registrar of Companies in Chennai along with the payment challan are produced

For QUNTEGRA SOLUTIONS LIMITED,



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herewith and marked as **Annexure 9, 10 and 11 Respectively.**

10. Since the Petitioner Company being the listed entity, obtained scrutinizer report of said annual general meeting held on 24th September, 2025 issued by Mr. A Rangarajan, Practicing Company Secretary, which was confirmed that, the resolution for reduction of share capital was duly approved by the members of the Petitioner Company through remote e-voting. The voting details the Annual General Meeting held on 24th September 2025 on approval of proposed Reduction of Capital are as follows:

i.	Number of shares or voting present at them such meeting	788,993 Shares
ii.	The number of shares or votes casted "in favor" of the resolution for capital reduction	786,582 Shares
iii.	The number of shares or votes casted against the resolution for capital reduction	2,411 Shares

As the votes cast in favour of the resolution exceeded the statutory requirement of three-fourths of the votes cast, the said resolution was duly passed as a Special Resolution in accordance with the applicable provisions of the Companies Act, 2013. Copy of the said scrutinizer report issued by Mr. A Rangarajan, Practicing Company Secretary is herewith enclosed and marked as **Annexure- 12.**

11. Cut-off date for the above-mentioned Annual general meeting the board of Directors of the Petitioner company decided as on 17th September, 2025. The copy of the shareholding pattern certified by Chartered Accountant is also produced herewith and marked as **Annexure- 13.**

12. The Petitioner company being a listed Company in BSE and NSE send intimation pursuant regulation 30 of the SEBI Listing Regulation and in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBIIHO/CFD/CFD-PoD-IIP/CIR/20231I23 dated 13th July 2023. Copy of the

For QUINTEGRA SOLUTIONS LIMITED,



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said intimation herewith enclosed and marked as **Annexure – 14**.

Further, it is here by informed that the proposed reduction of capital has been approved without Scheme of Arrangement. Hence the requirement of approval of stock Exchange not arises.

13. It is respectfully submitted that, the amount available under Paid-up Capital, securities premium account and Retained earnings (negative balance) prior to and after reduction of share capital is furnished below for reference:

Amounts to be debited	Amount available as on 31.01.2025 (Amount in Rs)	Amount proposed to be utilized (Amount in Rs)	Balance post Reduction of the Share Capital (Amount in Rs)
Paid- up Share Capital	26,81,38,300	(24,13,24,470)	2,68,13,830
Securities premium account	43,14,33,100	(43,14,33,100)	0
General Reserve	4,94,62,799	(4,94,62,799)	0
Capital Reserve	90,22,42,054	(90,22,42,054)	0
Retained earnings (negative balance)/ Accumulated Loss	(178,12,13,081)	162,44,62,423	(15,67,50,658)
Total equity/ shareholders funds	(12,99,36,828)		(12,99,36,828)

14. Further, It is respectfully submitted that the proposed utilization of security premium to set off losses requires the Petitioner Company to comply with procedures as set out in Section 66 read with Section 52 of the Companies Act, 2013 and other applicable provisions, if any, and in accordance with **Article 4B & 4C** of the Articles of Association of the Petitioner Company and subject to the approval and confirmation of the NCLT Chennai Bench or any other competent authority as may be prescribed.

15. It is hereby further clarified that the aforesaid capital reduction does not envisage any cash payout to any shareholder. hence the requirement of submission of a valuation report does

For QUINTEGRA SOLUTIONS LIMITED,

Authorised Sign

not arise.

16. It is further submitted that the capital reduction does not involve the diminution of any liability in respect of unpaid share capital. The creditors of the Petitioner Company are also in no way affected by the proposed capital reduction as there is no reduction in the amount payable to any of the creditors, no compromise or arrangement is contemplated with the creditors and there is no reduction in the security, which the creditors may have in the Petitioner Company. Further, the proposed capital reduction would not in any way adversely affect the ordinary operations of the Petitioner Company or the ability of the Petitioner Company to honor its commitments or to pay its debts in the ordinary course of its business. Subsequent to approval of the proposed capital reduction by this Hon'ble NCLT, there shall be no change in the capital structure of the Petitioner Company.

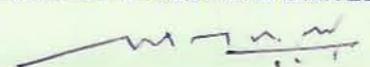
17. The Form of Minute proposed to be registered under Section 66(5) of the Companies Act, 2013 is as follows:

"The issued, subscribed and paid-up equity share capital of Quintegra Solutions Limited is henceforth Rs. 2,68,13,830/- (Rupees Two Crore Sixty Eight Lakhs Thirteen Thousand Eight Hundred and thirty only) divided into 2,68,13,830 equity shares of Re.1/- (Rupees One) each reduced from Rs.26,81,38,300/- (Rupees Twenty-Six Crores Eighty One Lakhs Thirty Eight Thousand Three Hundred Only) divided into 2,68,13,830 equity shares of Rs.10/- (Rupees Ten only) each fully paid up, At the date of the registration of this minute The issued, subscribed and paid-up equity share capital of Quintegra Solutions Limited is Rs. 2,68,13,830/- (Rupees Two Crore Sixty-Eight Lakhs Thirteen Thousand Eight Hundred and thirty only) divided into 2,68,13,830 equity shares of Re.1/- (Rupees One) each and Securities Premium Account is Rs. 0 (Zero) and accumulated Loss is Rs. 15,67,50,658 (Rupees Fifteen Crore Sixty-Seven Lacs Fifty Thousand Six Hundred and Fifty-Eight only).

The Form of Minute is furnished as **Annexure- 15**.

18. The Petitioner Company does not/Nil Secured Creditors and 10 (Ten) Unsecured Creditors

For QUINTEGRA SOLUTIONS LIMITED,



Authorised Signatory

as on 17th February 2026. The list of Secured and Unsecured Creditors in the Petitioner Company certified by **2 (Two)** Directors of the Petitioner Company is furnished herewith and marked as **Annexure- 16**. Further, a Certificate issued by the Statutory Auditor confirming the correctness of the above list of Secured and Unsecured Creditors as per the records of the Petitioner Company is furnished herewith and marked as **Annexure-17**.

19. The Petitioner Company herein submits that there are no arrears in repayment of any deposits or interest payable thereon as on the date of presenting this Petition. The declaration made by the Director that there are no arrears in repayment of any deposits or interest payable thereon is furnished as **Annexure-18**. The Certificate issued by the Statutory Auditor verifying that there are no arrears in repayment of any deposits or interest payable thereon is furnished as **Annexure-19**.

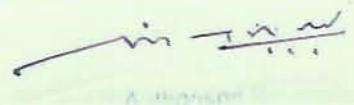
20. Upon the sanction of Company Petition, the Petitioner Company shall account for reduction of capital in accordance with Indian Accounting Standards notified under Section 133 of the Companies Act 2013, under the Companies (Indian Accounting Standard) Rules, 2015, as may be amended from time to time (Ind AS) and other accounting principles generally accepted in India, in its books of accounts, as the case may be.

a) The Company has passed a Special Resolution at its General Meeting held on 24th September 2025 approving the reduction of share capital under Section 66 of the Companies Act, 2013 subject to confirmation by the Hon'ble National Company Law Tribunal (NCLT).

b) As per the said Special Resolution, the issued, subscribed and paid-up equity share capital of the Company is proposed to be reduced as under:

- Paid-up Equity Share Capital before reduction: Rs. 26,81,38,300/- (Rupees Twenty-Six Crores Eighty-One Lakhs Thirty-Eight Thousand Three Hundred only) divided into 2,68,13,830 equity shares of Rs. 10/- each.

For **QUINTEGRA SOLUTIONS LIMITED**,

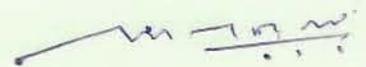


- Paid-up Equity Share Capital after reduction: Rs. 2,68,13,830/- (Rupees Two Crores Sixty-Eight Lakhs Thirteen Thousand Eight Hundred and Thirty only) divided into 2,68,13,830 equity shares of Rs. 1/- each.
 - Amount of reduction: Rs. 24,13,24,470/- (Rupees Twenty-Four Crores Thirteen Lakhs Twenty-Four Thousand Four Hundred and Seventy only) by reduction of face value of equity shares from Rs. 10/- to Rs. 1/- each.
- c) It has been decided by the Company to adjust the amount of reduction of Rs. 24,13,24,470/- against the accumulated loss. The remaining Net Loss of Rs. 153,98,88,611/- after adjusting the paid-up share capital as above shall be adjusted against the Share premium of Rs. 43,14,33,100/-, General Reserve of Rs. 4,94,62,799 and Capital Reserve of Rs. 90,22,42,054/- aggregating to Rs. 1,38,31,37,953/- and the remaining accumulated losses (Profit and Loss Account.) after adjusting Share premium, General Reserve & Capital Reserve shall be (Rs.15,67,50,658.00).
- d) The balances in the Shareholders' funds post the proposed reduction shall be as follows:

Particulars	Amount as at 31.03.2025 (Rs.)	Post Reduction/Adjust ment
Paid Up Share Capital	26,81,38,300.00	2,68,13,830.00
Securities Premium Account	43,14,33,100.00	-
General Reserve	4,94,62,799.00	-
Capital Reserve	90,22,42,054.00	-
Total Accumulated Loss	(178,12,13,081.00)	(15,67,50,658.00)

- e) The accounting treatment proposed for the reduction of share capital is in conformity with:
- Section 133 of the Companies Act, 2013, and
 - Applicable Indian Accounting Standards (Ind AS) / Accounting Standards (AS).

For QUINTEGRA SOLUTIONS LIMITED.

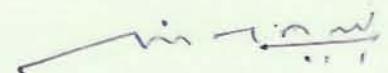


Authorised Signatory

The Statutory Auditor's Certificate certifying that the accounting treatment for the capital reduction is in conformity with the applicable accounting standards under Section 133 of the Companies Act, 2013 is furnished as **Annexure-20**.

21. The Petitioner Company respectfully submits that since it has more than adequate assets including cash and bank balances to satisfy all its creditors, the words "and reduced" be not added to the name of the Petitioner Company.
22. The Petitioner Company submits that this Hon'ble Tribunal is having jurisdiction in as much as the Registered Office of the Petitioner Company is situated within the Jurisdiction of this Hon'ble Tribunal
23. It is respectfully submitted that there is no pending inspection, inquiry or investigation against the Petitioner Company under the Companies Act.
24. It is further respectfully submitted that; the Board of Directors and the members have also approved the consequential amendment to Clause V- Authorized share capital clauses of the Memorandum of Association by altering the face value of equity shares from Rs.10/- each to Re.1/- each and adjust/ increase the number of shares accordingly.
25. There are No winding up application filed or are pending against the Petitioner Company under the Act, based on the information available as per the records of the Petitioner Company.
26. A certified true copy of resolution of the Board of Directors of the Petitioner Company authorizing Mr. P. Sriram and/ or Ms. Nithya Pasupathy, partners of SPNP & Associates, Practicing Company Secretaries, Chennai' or Mr. R. Inbaraju, Advocate, Prowis Legal Services to appear and represent the Petitioner Company before this Hon'ble Tribunal and Memorandum of Appearance and Vakalatnama to this effect is annexed and marked as **Annexure -21**.

For QUINTEGRA SOLUTIONS LIMITED,



Authorised Signatory

27. Mr. V Sriraman, Whole time Director (Authorized Signatory) of the Petitioner Company who is familiar with the facts and circumstances of the case and authorized to depose the same and the contents of this Petition has signed and declared this Petition. An affidavit verifying / confirming the Petition (NCLT-6) is annexed herewith as **Annexure -22**.
28. A certified true copy of the master data of the Petitioner Company as available on the website of Ministry of Corporate Affairs is annexed herewith as **Annexure -23**.

III. The Petitioner therefore prays:

The Petitioner herein prays that this Hon'ble Bench may be pleased to issue Notice and Directions as follows as per Rule 3 of NCLT (Procedure for Reduction of Share Capital of Company) Rules, 2016:

- a) That the reduction of share capital resolved on 24th September, 2025 by special resolution set out in paragraph 9 above be confirmed by this Hon'ble Tribunal, so as to be binding on all shareholders and creditors of the Petitioner Company;
- b) That this Hon'ble Tribunal may issue notice to Central Government, Ministry of Corporate Affairs, represented by the Regional Director, Southern Region, Chennai the Registrar of Companies, Chennai and to the creditors of the Petitioner Company;
- c) That this Hon'ble Tribunal may issue directions for publication in the newspapers viz **Business Standard** (English Edition) and **Makkal Kural** (Tamil Edition).
- d) That to this end all inquiries and directions necessary and proper be made and given;
- e) That the proposed form of minute be approved by the Hon'ble Tribunal;

For **QUINTEGRA SOLUTIONS LIMITED**,



Authorised Signatory

- f) That notwithstanding the reduction of share capital as mentioned above, the Petitioner Company shall not be required to add 'and reduced' as a suffix to its name and the Petitioner Company shall continue in its existing name; and
- g) That this Hon'ble Tribunal may pass such further orders as it may deem fit and proper in the facts and circumstances of the case.

IV. Particulars of payment of fee for the petition or application made:

The appropriate payment of fee for the Petition has been made by the Petitioner Company through the online portal and the proof of the same shall be duly submitted with the physical submission of Petition with this Hon'ble Tribunal.

V. List of Annexures: Enclosed

For QUINTEGRA SOLUTIONS LIMITED

For QUINTEGRA SOLUTIONS LIMITED,



Authorised Signatory

Mr. V Sriraman

Authorised Signatory

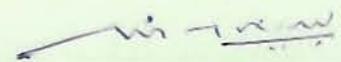
Date: ___ February, 2026

Place: Chennai

V. List of Annexures

<u>Sl.no</u>	<u>Particulars</u>	<u>Annexure No</u>
1.	The copy of the Certificate of Incorporation and fresh certificates of changing the name of the Petitioner Company	1
2.	Copy of the Memorandum and Articles of Association of the Petitioner Company	2
3.	Copies of the audited financial statements of the Petitioner Company for the financial year ended March 31, 2025, March 31, 2024 and March 31, 2023	3, 4 & 5 respectively
4.	Copy of the Provisional financial statements as on 31 st December, 2025 of the Petitioner Company	6
5.	Certified true copy of the resolution passed by the Board of Directors of the Petitioner Company held on 26th August 2025	7
6.	A certified true copy of the notice calling for the Annual General Meeting of the Petitioner Company held on 26 th August, 2025 along with the explanatory statement pursuant to Section 102 of the Act	8
7.	Copy of the extracts of the Special Resolution passed in the Annual General Meeting of the Petitioner Company held on 24 th September, 2025, the Minutes of the Extraordinary General Meeting and copy of the e-form - MGT 14 vide SRN AB8016277 dated 08 th October, 2025 filed with the Registrar of Companies in Chennai along with the payment	9, 10 & 11 respectively

For QUINTEGRA SOLUTIONS LIMITED,



Authorised Signatory

<u>Sl.no</u>	<u>Particulars</u>	<u>Annexure No</u>
	challan	
8.	Copy of the said scrutinizer report issued by Mr. A Rangarajan, Practicing Company Secretary	12
9.	Copy of the shareholding pattern certified by Chartered Accountant	13
10.	Copy of the intimation sent pursuant regulation 30 of the SEBI Listing Regulation and in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBIHO/CFD/CFD-PoD-IIP/CIR/20231123 dated 13th July 2023.	14
11.	Form of Minute	15
12.	The list of Secured and Unsecured Creditors in the Petitioner Company certified by 2 (Two) Directors of the Petitioner Company	16
13.	Certificate by the Auditor confirming the correctness of the list of Secured and Unsecured Creditors as per the records of the Petitioner Company	17
14.	The declaration made by the Director that there are no arrears in repayment of any deposits or interest payable thereon	18
15.	Certificate by the Auditor verifying that there are no arrears in repayment of any deposits or interest payable	19
16.	Statutory Auditor's Certificate certifying that the accounting treatment for the capital reduction is in conformity with the applicable accounting standards under Section 133 of the Companies Act, 2013	20
17.	Certified true copy of resolution of the Board of Directors of the Petitioner Company authorizing Mr. P. Sriram and/ or Ms. Nithya Pasupathy, partners of SPNP & Associates, Practicing Company	21

For QUINTEGRA SOLUTIONS LIMITED,



Authorised Signatory

<u>Sl.no</u>	<u>Particulars</u>	<u>Annexure No</u>
	Secretaries, Chennai or Mr. R. Inbaraju, Advocate, Prowis Legal Services to appear and represent the Petitioner Company before this Hon'ble Tribunal and Memorandum of Appearance and Vakalatnama	
18.	Affidavit verifying / confirming the Petition (NCLT-6)	22
19.	Certified true copy of the master data of the Petitioner Company as available on the website of Ministry of Corporate Affairs	23

For QUINTEGRA SOLUTIONS LIMITED

For QUINTEGRA SOLUTIONS LIMITED,



Authorised Signatory

Mr. V Sriraman

Authorised Signatory

Date: ___ February, 2026

Place: Chennai



National Company Law Tribunal



Your Payment has been Successful

Case Title : QUINTEGRA SOLUTIONS LIMITED
Payee Name : QUINTEGRA SOLUTIONS LIMITED
Case Type : Company Petition
NCLT Transaction Id : 3300550121112026
Bank Transaction Id : 2402260067859
Transaction Date and Time : 24-02-2026 17:02:645
Filing Number : 3305118/ **00724/ 2026**
Amount : 5000 Rs. Only