

April 29, 2026

To,
BSE Limited
P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001
Scrip Code : 526506

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai 400051
Symbol: SYSTMTC

Sub: Outcome of the Board Meeting

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby inform that the Board of Directors of the Company has, at its meeting held today i.e. on **Wednesday, April 29, 2026**, at "The Capital", 'A' Wing, 6th Floor, No. 603- 606, Plot No. C-70, 'G' Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051, inter alia:

1. Approved Standalone and Consolidated Audited Financial Results for the quarter and year ended March 31, 2026 along with the standalone and consolidated Auditor's Report under Regulation 33 of the Listing Regulations. The copy of the same is attached herewith as "**Annexure – I**".

Further, Declaration on the Audit Reports with unmodified opinion on the Standalone and Consolidated Audited Financial Results for the year ended March 31, 2026, is attached herewith as "**Annexure-II**".

2. Recommended a Final Dividend of Rs. 0.10/- (Ten Paise Only) (10%) per Equity Share of Re. 1/- (face value) each for the financial year ended March 31, 2026, subject to approval of members in the ensuing Annual General Meeting of the Company.
3. Appointment of Mr. Pradeep Gotecha, Chartered Accountant as an Internal Auditor of the Company for the Financial Year 2026-27. The detailed disclosure in Compliance with Regulation 30 of the SEBI Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 is attached herewith as "**Annexure –III**".
4. Approved filing an application under the provisions of Rule 37(1)(b) of the Limited Liability Partnership Rules, 2009 and other applicable provisions, if any, with Registrar of Companies, Maharashtra, Mumbai - I, for striking off the name of the Divisha Alternative Investments LLP, a subsidiary LLP, which has remained inoperative since its incorporation and has not carried on any business and does not intend to undertake any business or

Systematix Corporate Services Limited

Registered Office : 206 - 207, Bansi Trade Centre, 581/5, M. G. Road, Indore - 452 001. Tel. : +91-0731-4068253
Corporate Office : The Capital, A-Wing, No. 603 - 606, 6th Floor, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
Tel : +91-22-6619 8000 / 4035 8000 Fax : +91-22-6619 8029 / 4035 8029
CIN : L91990MP1985PLC002969 Website : www.systematixgroup.in Email : secretarial@systematixgroup.in
SEBI Merchant Banking Registration No. : INM000004224



commercial activity in future. Divisha Alternative Investments LLP is not a material subsidiary LLP of the Company and hence there will be no material impact on the operations or financial position of the Company.

The detailed disclosure in Compliance with Regulation 30 of the SEBI Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 is attached herewith as "**Annexure –IV**".

5. Amended Code of Conduct for Prevention of Insider Trading pursuant to provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations"). A copy of the same is attached herewith as "Annexure-V".

The meeting commenced at 05:45 P.M. and concluded at 06:30 P.M.

We hereby request you to kindly take the same on record.

Thanking You.

Yours faithfully,

For Systematix Corporate Services Limited

DBbadiyani

Divyesh Badiyani
Company Secretary & Compliance Officer
ACS: 63381



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Independent Auditor's Report on Statement of Audited Standalone Financial Results of Systematix Corporate Services Limited for the Quarter and year ended March 31, 2026 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To the Board of Directors of
Systematix Corporate Services Limited

Report on audit of Standalone Financials Results

1. Opinion

We have audited the accompanying Statement of Standalone Financial Results of **M/s Systematix Corporate Services Limited** ('the Company') for the quarter and year ended March 31, 2026 ('the Statement') attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone annual financial result for the year ended March 31, 2026:

- i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information of the Company for the quarter and year ended March 31, 2026.

2. Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Annual Financial results.



3. Management's and Board of Director's Responsibility for the Standalone Annual Financial Results

The Statement has been prepared on the basis of the standalone annual financial statements. The Company's management and the Board of Directors are responsible for the preparation of these standalone annual financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone annual financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

4. Auditors Responsibilities for the Audit of Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing (SAs) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with Standards on Auditing (SAs), we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Standalone Annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and



obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

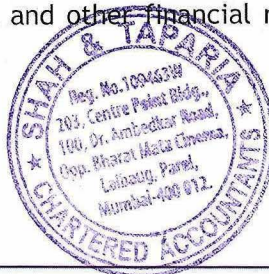
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Annual financial results, including the disclosures, and whether the Standalone Annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

5. Other Matters:

The statement includes share of net loss of Rs. 0.54 Lakhs for the quarter and Rs. 0.58 Lakhs for the year ended March 31, 2026 respectively in respect of one joint venture whose Standalone Annual financial results and other financial information have been considered in the preparation of the statement. The Standalone Annual financial results and other financial information of the said joint venture have been certified by the management and have not been reviewed by us. In the opinion of the management the interim financial result and other financial result of this joint venture is not material to the group.



The Standalone Annual financial results include the results for the quarter ended March 31, 2026 represent the balancing figures between the audited figures in respect of the full financial year ended March 31, 2026 and the published unaudited year-to-date figures up to the end of the third quarter of the current financial year, which were subject to limited review by us, as required under the Listing Regulations.

For Shah & Taparia
Chartered Accountants
Firm Registration No: 109463W



Bharat Joshi
Partner

Membership Number: 130863
UDIN: 26130863ZRTDCS2706
Place: Mumbai
Date: 29th April, 2026



SYSTEMATIX CORPORATE SERVICES LIMITED

CIN: L91990MP1985PLC002969

Reg. office : 206-207 , Bansi Trade Centre , 581/5, M.G. Road, Indore - 452 001.

Corp. Off. : The Capital, A-Wing, 6th Floor, No.603-606, Plot No C-70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051

Email ID:- secretarial@systematixgroup.in Contact No.:- 022- 40874010

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER / YEAR ENDED 31ST MARCH 2026

(₹ In Lakhs except earning per share data)

Sl No.	Particulars	Three month ended			Twelve month ended	
		31 03 2026 (Audited)	31 12 2025 (Unaudited)	31 03 2025 (Audited)	31 03 2026 (Audited)	31 03 2025 (Audited)
1	Income					
	(a) Revenue from Operation					
	(i) Interest income	97.09	285.59	281.46	799.70	460.53
	(ii) Sale of Services	465.84	1187.43	1290.91	6943.26	6358.49
	(iii) Impairment on financial instruments	1.83		1.22	0.16	0.61
	b) Other Income	20.94	16.41	13.42	87.33	58.14
	Total Income	585.70	1489.44	1587.00	7830.45	6877.76
2	Expenses					
	a) Finance cost	81.25	81.36	70.25	308.62	282.27
	b) Net loss on Fair value changes	51.08	-	-	51.08	
	c) Impairment on financial instruments	0.00	1.76		0.00	0.00
	d) Share of loss from Joint Venture LLP	0.58	0.08	0.15	0.68	1.25
	e) Employee benefits expense	350.34	420.56	655.60	1692.92	1488.82
	f) Depreciation and amortization and impairment	109.87	93.93	60.43	351.00	237.15
	g) Other expenses	416.99	282.69	527.46	2021.25	1669.25
	Total expenses	1010.11	880.38	1313.89	4425.54	3678.74
3	Net Profit / (Loss) for the period (before Tax & Exceptional items) (1-2)	(424.41)	609.06	273.11	3404.91	3199.02
4	Exceptional Items One time impact of New Labour Codes(refer note)	1.53	9.51	-	11.04	-
5	Profit / (Loss) Before Tax (3-4)	(425.93)	599.55	273.11	3393.87	3199.02
6	Tax Expenses					
	Current Tax	(73.49)	158.53	72.42	907.76	829.30
	Income tax relating to earlier periods	7.33	0.00	0.00	7.33	12.36
	Deferred Tax	(8.08)	(15.50)	(4.44)	(23.31)	(6.14)
	Total Tax Expenses	(74.24)	143.03	67.99	891.78	835.52
7	Profit / (Loss) for the period from continuing operations (5-6)	(351.69)	456.51	205.12	2502.09	2363.50
8	Other Comprehensive Income(OCI)					
	A. (i) Items that will not be reclassified to Statement of Profit and Loss					
	(a) Remeasurement of Defined Benefit Plans	24.66	-	(3.35)	24.66	(3.35)
	(ii) Income Tax on relating to items that will not be reclassified to Statement of Profit and Loss	(6.21)	-	0.84	(6.21)	0.84
	B. (i) Items that will be reclassified to Statement of Profit and Loss					
	(ii) Income Tax on relating to items that will be reclassified to Statement of Profit and Loss					
	Total Other Comprehensive Income (A + B)	18.45	-	(2.51)	18.45	(2.51)
9	Total Comprehensive Income for the period (7+8)	(333.24)	456.51	202.62	2520.54	2360.99
10	Paid-up Equity Share Capital (Face value ₹ 1)	1365.38	1365.38	1365.38	1365.38	1365.38
11	Reserves, excluding Revaluation Reserves, as per Balance Sheet of previous accounting year	-	-	-	22,886.15	20,362.75
	Earnings Per Share (Face Value ₹ 1 each) (annualised)					
	(a) Basic	(0.26)	0.33	0.15	1.83	1.79
	(b) Diluted	(0.26)	0.33	0.15	1.83	1.79

Place: Mumbai
Date: 29th April, 2026



For and on behalf of the Board of Directors

Nikhil Khandelwal
Managing Director
DIN: 00016387



SYSTEMATIX CORPORATE SERVICES LTD.
AUDITED STATEMENT OF ASSETS AND LIABILITIES
AS AT 31 MARCH 2026 (STANDALONE)

SYSTEMATIX GROUP
Investments Re-defined

(₹ In Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
ASSETS		
<u>I. Financial assets</u>		
Cash and cash equivalents	1,283.01	2,417.22
Bank balances other than above	10,763.69	12,490.02
Receivables		
(i) Trade receivables	9.57	448.24
Loans	178.00	180.18
Investments	13,045.00	8,149.53
Other financial assets	863.64	717.27
	26,142.90	24,402.46
<u>II. Non-financial assets</u>		
Deferred tax assets (net)	39.86	22.76
Property, plant and equipment	1,825.00	958.31
Other non-financial assets	132.29	87.49
	1,997.15	1,068.57
Total Assets	28,140.06	25,471.03
LIABILITIES AND EQUITY		
<u>I. LIABILITIES</u>		
<u>Financial Liabilities</u>		
- total outstanding dues of micro enterprises and small enterprises	6.03	43.98
- total outstanding dues of other than micro enterprises and small enterprises	369.65	86.84
Borrowings (other than debt securities)	811.85	1,020.20
Subordinated Liabilities	1,086.08	990.04
Other financial liabilities	1,355.51	1,112.39
	3,629.12	3,253.45
<u>Non-financial Liabilities</u>		
Current tax liabilities (net)	52.70	302.12
Provisions	27.01	40.90
Deferred tax liabilities (net)		-
Other non-financial liabilities	172.58	139.31
	252.29	482.33
<u>II. EQUITY</u>		
Equity Share Capital	1,372.50	1372.50
Other equity	22,886.15	20,362.76
	24,258.64	21,735.25
Total Liabilities and Equity	28,140.06	25,471.03

Place: Mumbai

Date: 29th April, 2026



For and on behalf of the Board of Directors

Nikhil Khandelwal
Managing Director
DIN: 00016387

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extra ordinary items	3393.87	3199.02
Adjustments for :-		
1 Depreciation and amortization	351.00	237.15
2 Interest and/or Dividend received	(799.70)	(460.53)
3 Interest expenses	105.18	117.88
4 Net loss on fair value changes	51.08	0.00
5 Interest on subordinated liability	96.03	87.54
6 Interest on lease liability	104.94	63.37
7 Impairment on financial instruments	(0.16)	(0.61)
8 Corporate Guarantee Commission	(67.23)	(56.95)
9 CGST and SGST Disallowances	5.37	13.43
10 Share-based payment expense (ESOP)	24.43	
11 Share-based payment expense (ESOP transfer to Subsidiary - SSSIL)	114.97	
Operating profit before working capital changes	3,379.78	3,200.30
Adjustments for :-		
1 Adjustments for decrease (increase) in trade receivables, current	438.83	(386.13)
2 Adjustments for decrease (increase) in other financial assets	(146.37)	(221.75)
3 Adjustments for decrease (increase) in other non-current assets	(44.80)	6.79
4 Increase/ (Decrease) Trade and other Payables	264.15	(119.08)
5 Increase/ (Decrease) Other financial liabilities	243.12	(10.92)
6 Increase/ (Decrease) Provisions	(13.89)	(1.13)
7 Increase/ (Decrease) Other non financial liabilities	33.27	(490.93)
8 Decrease/ (Increase) in current and deferred tax asset	(17.11)	
9 Increase/ (Decrease) Other non financial liabilities	(249.42)	
Less: income tax paid	(897.99)	(638.38)
Cash Generated from operation	2,989.58	1,338.76
Cash Flow Before extraordinary items	2,989.58	1,338.76
Extraordinary items		
Net Cash from/ (Used In) Operating activities	2,989.58	1,338.76
B CASH FLOW FROM INVESTING ACTIVITIES		
1 Investment (net)	(4879.32)	(6.61)
2 Dividend received	-	-
3 Loan given/received back and interest (net)	801.87	280.35
4 Purchase of Fixed Assets	(1217.68)	(219.20)
Net Cash from/ (Used in) investing activities	(5295.13)	54.54
C CASH FLOW FROM FINANCIANG ACTIVITIES		
1 Proceeds from Long and Short Term Borrowings	(112.32)	(27.28)
2 Interest Paid	(306.16)	(268.79)
3 Issuance of Equity shares	-	10,311.94
4 Dividend Paid	(136.54)	(129.80)
Net Cash from financing activities	(555.01)	9886.08
Net increase in Cash and Cash equivalents (A+B+C)	(2860.56)	11279.38
Cash and Cash equivalents as (Opening Balance)	14,907.25	3,627.87
Cash and Cash equivalents as (Closing Balance)(*)	12,046.69	14,907.25
(*) Closing Balance of Cash and Cash equivalents comprises of		
Cash on Hand	0.17	0.17
Balances with banks - In current accounts	1,282.83	2,417.05
FDR with Bank- Own fund	4,056.29	2,004.40
FDR with Bank- Out of funds raised through preferential allotment (#)	6,694.90	10,481.35
Bank Balance - Earmarked balances with Bank (Unpaid Dividend)	12.49	4.28
	12,046.69	14,907.25
(#) The funds raised through aforesaid preferential issue will be utilized as per the objects of issue and cannot be utilized for any other objects.		
Place: Mumbai		
Date: 29th April, 2026		
		For and on behalf of the Board of Directors
		Nikhil Khandelwal Managing Director DIN: 00016387



Notes:

- 1 The above Audited Standalone Financial Results after review by the Audit Committee have been approved and taken on record by the Board of Directors at their meeting held on April 29, 2026. The Statutory auditors of the company have audited the above statements.
- 2 The above Standalone Financials Results have been prepared in accordance with the recognition and measurements principles laid down in the applicable accounting standards prescribed under section 133 of the Companies Act 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and in terms of Regulation 33 of the SEBI (Listing Obligation and disclosure Requirements) Regulation 2015, as amended
- 3 The figure of last quarter are the balancing figure in respect of full financial year and the published year to date figure upto the third quarter of the current financial year
- 4 Share of profit/(loss) from Joint Venture LLP firm for the quarter/twelve month ended March 31, 2026 is based on its Unaudited Financials Results, prepared under Indian Accounting Standards ("Ind AS") which have not been reviewed by the respective Statutory Auditor of the Joint Venture Firm
- 5 The Company is Category 1 Merchant banker engaged in the business of merchant banking related activities, and accordingly there is no separate reportable segments as per Ind AS-108 dealing with operating segments.
- 6 The members of the Company, at the Annual General Meeting held on September 19, 2025, approved the "Systematix Employee Stock Option Scheme, 2025" ("ESOP 2025" or "Scheme") for the grant up to 68,26,901 stock options to eligible employees. Pursuant to this, the Nomination and Remuneration Committee, at its meeting held on November 11, 2025, finalized the list of eligible employees and approved the grant of 7,43,908 stock options under the Scheme. As on December 31, 2025, 720,530 options were "Outstanding ESOPs". During the quarter ended March 31, 2026, 10,680 options lapsed, resulting in 7,09,850 as outstanding options as on March 31, 2026. None of the granted options have been exercised during the quarter, therefore there has been no impact on the paid-up equity share capital of the Company.
- 7 On November 21, 2025, The Government of India notified provisions of the Code on Wages, 2019, The Industrial Relations Code, 2020, The Code on Social Security, 2020 and The Occupational Safety, Health and Working Conditions Code, 2020, ('Labour Codes') which consolidate twenty-nine existing labour laws into a unified framework governing employee benefits during employment and post employment. The Labour Codes, amongst other things introduces changes, including a uniform definition of wages and enhanced benefits relating to leave. The Company has assessed the financial implications of these changes which has resulted in increase in gratuity liability arising out of past service cost by ₹ 0.153 crore. Considering the impact arising out of an enactment of the new legislation is an event of non-recurring nature, The Group as presented this incremental amount as "Impact of Labour Codes" under "Exceptional Item" in the Condense Consolidated Statement of Profit and Loss for the quarter and Twelve months ended March 31, 2026. The Group continues to monitor the developments pertaining to Labour Codes and will evaluate impact if any on the measurement of liability pertaining to employee benefits.
- 8 The Comparative figures have been regroup/reclassified , where necessary, to confirm, to currents quarters/years classification.

Place: Mumbai
Date: 29th April, 2026

For and on behalf of the Board of Directors




Nikhil Khandelwal
Managing Director
DIN: 00016387

Independent Auditor's Report on the Statement of Audited Consolidated Annual Financial Results for the quarter and year ended March 31, 2026 of Systematix Corporate Services Limited Pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To the Board of Directors of
Systematix Corporate Services Limited

Report on the audit of Consolidated Annual Financial Results

1. Opinion

We have audited the accompanying Statement of Consolidated Annual Financial Results of **M/s Systematix Corporate Services Limited** (the Holding Company) and its subsidiaries and joint venture as listed in Annexure 1 (the Holding Company, subsidiaries and its joint venture together referred to as 'the Group') for the quarter and year ended March 31, 2026 ('the Statement'), attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate audited financial statements/financial results/financial information of the joint venture, the Statement:

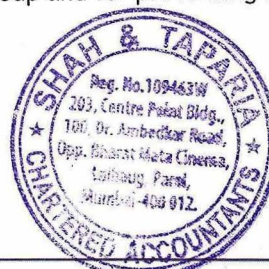
- i. includes the results of the entities as mentioned in paragraph 5 and annexure 1 below;
- ii. are presented in accordance with the requirements of Regulation 33 of the of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- iii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit and other comprehensive income and other financial information of the Group for the quarter and year ended March 31, 2026.

2. Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SA's) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results" section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

3. Management's Responsibility for the Consolidated Annual Financial Results

The Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds



and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.

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

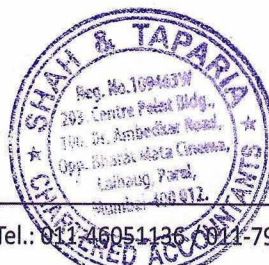
The respective Board of Directors of the companies included in the Group are also responsible for over-seeing the financial reporting process of the Group.

4. Auditors Responsibilities for the Audit of Consolidated Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standard on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated annual financial results.

As part of an audit in accordance with Standard on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statement in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.



- Obtain sufficient appropriate audit evidence regarding the financial results/ financial information of the entities within the Group and its joint ventures of which we are the independent auditors to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the Statement of which we are the independent auditors. For the other entities included in the Statement, which have been audited by the other auditors, such auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

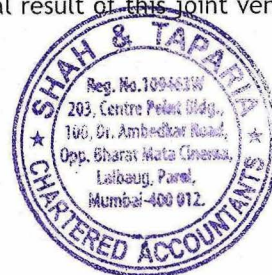
We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

5. Other Matters

The consolidated annual financial results include the audited financial statements of (i) 5 subsidiaries whose Financial Results/statements reflects total assets for the year ended March 31, 2026 of Rs. 27,616.65 lakhs. Total revenue of Rs. 1,856.51 lakhs and Rs. 7,028.60 Lakhs, Net Profit after tax of Rs. (807.93) lakhs and (1,019.10) Lakhs, total comprehensive income of Rs. (806.09) lakhs and Rs (1,017.26) Lakhs for the quarter and year ended March 31, 2026 respectively which have been audited by us. Our opinion on the Statement is not modified in respect of this matter.

The consolidated annual financial results also include the unaudited financial statements of one subsidiary (i.e., Urban Affordable Housing LLP) whose financial Results/statements reflects total assets of Rs.0.50 lakhs as at March 31, 2026; total revenue of NIL for the quarter & year ended March 31, 2026; and total net profit after tax of Rs. (0.05) lakhs and Rs. (1.56) lakhs for the quarter & year ended March 31, 2026 respectively. These financial statements and other financial information in respect of this Subsidiary are unaudited and have been furnished to us by the management. Our opinion on the statement in so far as it relates to the amounts and disclosures in respect of the associate is based solely on such unaudited financial statements and other financial information as provided to us by the management. Our opinion the statement is not modified in respect of this matter.

The consolidated annual financial statement includes share of net loss of Rs. 0.54 lakhs for the quarter & 0.58 year ended March 31, 2026 respectively in respect of one joint venture whose financial results and other financial information have been considered in the preparation of the statement. The financial results and other financial information have been certified by the management and have not been audited by us or any other auditors. In the opinion of the management the financial result of this joint venture is not material to the group.



The Statement includes the results for the quarter ended March 31, 2026 being the balance figures between the audited figures in respect of the full financial year ended March 31, 2026 and the published unaudited year-to-date figures up to the end of the third quarter of the current financial year, which were subject to limited review by us, as required under the Listing Regulations.

For Shah & Taparia
Chartered Accountants
Firm Registration No: 109463W



Bharat Joshi
Partner

Membership Number: 130863
UDIN: 26130863UOWHAN5286
Place: Mumbai
Date: 29th April, 2026



Annexure 1

The Statement includes the results of the following entities:

Sr No.	Name of Entities	Relationship
1	Systematix Shares and Stocks (India) Limited	Subsidiary - Company
2	Systematix Fincorp India Limited	Subsidiary - Company
3	Systematix Finvest Private Limited	Subsidiary - Company
4	Systematix Commodities Services Private Limited	Subsidiary - Company
5	Systematix Wealth & Asset Services Private Limited	Subsidiary - Company
6	Urban Affordable Housing LLP	Subsidiary (*)
7	Divisha Alternative Investments LLP	Joint Venture

(*) Since the Company has control over the LLP hence the said LLP is considered for Consolidation.





SYSTEMATIX CORPORATE SERVICES LIMITED

CIN: L91990MP1985PLC002969

Reg. office : 206-207, Bansi Trade Centre, 581/5, M.G. Road, Indore - 452 001.

Corp. Off. : The Capital, A-Wing, 6th Floor, No.603-606, Plot No C-70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051

Email ID:- secretarial@systematixgroup.in Contact No:- 022- 40874010

STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER / YEAR ENDED 31ST MARCH 2026

[₹ In Lakhs except earning per share data]

Sl No.	Particulars	Three month ended			12 months ended	
		31 03 2026	31 12 2025	31 03 2025	31 03 2026	31 03 2025
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1	Income					
	(a) Revenue from Operation					
	(i) Interest income	441.44	607.91	502.66	2059.61	1431.04
	(ii) Fees	483.69	1195.39	1290.91	6977.24	6358.49
	(iii) Sale of services	1424.83	1556.82	1167.67	5580.62	6149.00
	(iv) Impairment on financial instruments	0.00		1.26	0.00	0.16
	b) Other Income	72.22	23.52	399.45	143.59	2948.09
	Total Income	2422.17	3383.64	3361.95	14761.06	16886.79
2	Expenses					
	a) Finance cost	130.57	110.43	109.41	443.05	417.28
	b) Net loss on Fair value changes	237.22	383.61	47.51	707.39	1657.93
	c) Impairment on financial instruments	22.24	1.63	0.00	26.01	0.00
	d) Share of loss from Joint Venture LLP	0.48	0.08	0.15	0.58	1.25
	e) Employee benefits expense	1780.55	1585.36	1745.05	6116.58	4806.41
	f) Depreciation and amortization and impairment	157.01	119.12	81.07	471.56	317.94
	g) Other expenses	1263.87	1005.13	1023.86	4663.55	3976.82
	Total expenses	3591.94	3205.35	3007.05	12428.72	11177.64
3	Profit/ (Loss) before Exceptional items and Tax (1 - 2)	(1169.76)	178.29	354.90	2332.34	5709.15
4	Exceptional Items					
	One time impact of New Labour Codes(refer note)	30.58	30.90		61.47	
5	Profit / (Loss) Before Tax (3+4)	(1200.34)	147.39	354.90	2270.87	5709.15
6	Tax Expenses					
	Current Tax	(81.53)	199.74	70.47	1032.74	1601.16
	Earlier Year tax	7.73	3.87	26.45	13.02	41.46
	Deferred Tax	52.64	(125.02)	(71.88)	(158.60)	(509.60)
	Total Tax Expenses	(21.17)	78.59	25.04	887.16	1133.02
7	Profit / (Loss) for the period from continuing operations (5-6)	(1179.17)	68.80	329.85	1383.71	4576.13
8	Other Comprehensive Income(OCI)					
	A. (i) Items that will not be reclassified to Statement of Profit and Loss					
	(a) Remeasurement of Defined Benefit Plans	27.15		(7.50)	27.15	(7.51)
	(ii) Income Tax on relating to items that will not be classified to Statement of Profit and Loss	(6.84)		1.92	(6.84)	1.93
	Total Other Comprehensive Income (A + B)	20.30	-	(5.58)	20.30	(5.59)
9	Total Comprehensive Income for the period (7 + 8)	(1158.87)	68.80	324.27	1404.01	4570.54
10	Profit after tax attributable to:					
	-Owner of the Company	(1179.16)	39.90	329.85	1385.16	4576.13
	-Non-Controlling interest	(0.00)	(0.01)		(1.45)	
11	Total comprehensive income for the year					
	-Owner of the Company	(1158.86)	39.90	324.27	1405.46	4570.54
	-Non-Controlling interest	(0.00)	(0.01)		(1.45)	
12	Paid-up Equity Share Capital (Face value ₹ 1)	1365.38	1365.38	1365.38	1365.38	1365.38
13	Reserves, excluding Revaluation Reserves, as per Balance Sheet of previous accounting year	-	-	-	30,019.93	28,611.61
14	Earnings Per Share (Face Value ₹ 1 each) (annualised)					
	(a) Basic	(0.86)	0.05	0.24	1.01	3.46
	(b) Diluted	(0.86)	0.05	0.24	1.01	3.46

Place: Mumbai
Date: 29th April, 2026

For and on behalf of the Board of Directors

Nikhil Khandelwal
Managing Director
DIN: 00016387

SYSTEMATIX CORPORATE SERVICES LTD.
AUDITED STATEMENT OF ASSETS AND LIABILITIES
AS AT 31ST MARCH 2026 (CONSOLIDATED)

(₹ In Lakhs)

Particulars	As at	
	31 March 2026	31 March 2025
ASSETS		
I. Financial assets		
Cash and cash equivalents	2,379.77	4,274.63
Bank balances other than above	20,947.32	22,111.01
Receivables		
(i) Trade receivables	3,779.31	3,499.97
(ii) Other receivables	-	-
Loans	1,948.61	1,355.32
Investments	4,395.57	4,557.63
Other financial assets	5,731.35	4,841.28
	39,181.94	40,639.85
II. Non-financial assets		
Current tax assets (net)	64.65	-
Deferred tax assets (net)	323.79	172.04
Property, plant and equipment	3,043.74	1,197.01
Intangible assets	435.11	432.01
Other non-financial assets	489.53	392.15
	4,356.82	2,193.22
Total Assets	43,538.76	42,833.07
LIABILITIES AND EQUITY		
I. LIABILITIES		
Financial Liabilities		
- total outstanding dues of micro enterprises and small enterprises	6.19	53.10
- total outstanding dues of other than micro enterprises and small enterprises	7,378.33	8,759.92
(ii) Other payable		
- total outstanding dues of micro enterprises and small enterprises	-	-
- total outstanding dues of other than micro enterprises and small enterprises	-	1.80
Borrowings (other than debt securities)	823.04	1,035.37
Subordinated Liabilities	1,086.08	990.04
Other financial liabilities	2,358.44	1,240.06
	11,652.08	12,080.29
Non-financial Liabilities		
Current tax liabilities (net)	-	393.66
Provisions	146.78	89.24
Deferred tax liabilities (net)	-	-
Other non-financial liabilities	348.57	285.76
	495.34	768.67
II. EQUITY		
Equity Share Capital	1,372.50	1,372.50
Other equity	30,019.93	28,611.61
Minority interest	(1.09)	-
	31,391.34	29,984.11
Total Liabilities and Equity	43,538.76	42,833.07

Place: Mumbai
Date: 29th April, 2026

For and on behalf of the Board of Directors


Nikhil Khandelwal
Managing Director
DIN: 00016387



Particulars	Year ended	Year ended
	31 March 2026	31 March 2025
	₹	₹
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) Before tax	2270.87	5709.15
Adjustments for :-		
1 Depreciation on Property, Plant and Equipment	471.56	317.94
2 Interest/Dividend Received	(341.65)	(331.05)
3 Profit /Loss on Sale of Assets/MF/Shares	(13.56)	(2852.37)
4 Interest on lease liability	111.80	63.89
5 Net fair value changes	(707.39)	1657.93
6 Interest as per effective interest rate	-	(6.55)
7 Interest Paid	235.22	265.85
8 Interest on Subordinated Liability	96.03	87.54
9 Impairment on financial instruments	26.01	0.00
10 Share-based payment expense (ESOP)	139.40	
Operating profit before working capital changes	2288.30	4,912.34
Adjustments for :-		
1 Adjustments for decrease (increase) in Trade receivables	(305.34)	(2022.06)
2 Adjustments for decrease (increase) in Other financial assets	(890.07)	(826.44)
3 Adjustments for decrease (increase) in Other non-financial assets	(97.38)	(13.00)
4 Adjustments for (decrease)/ increase in Trade payable	(1542.09)	(2183.93)
5 Adjustments for (decrease)/ increase in Other financial liabilities	1118.38	(115.97)
6 Adjustments for (decrease)/ increase in Provision	57.54	(4.95)
7 Adjustments for (decrease)/ increase in Other non-financial liabilities	62.80	(483.14)
8 Adjustments for (decrease)/ increase in Current Tax & Deferred tax liabilities	(393.66)	
9 Adjustments for decrease/ (increase) in Current Tax & Deferred tax assets	(216.40)	
Cash Generated from operation	82.07	(737.16)
Less: Income Tax paid	887.16	1,275.78
Cash Flow Before extraordinary items	(805.09)	(2012.94)
Extraordinary Items		
Net Cash from/ (Used In) Operating activities	(805.09)	(2012.94)
B. CASH FLOW FROM INVESTING ACTIVITIES		
1 Purchase of Fixed Assets	(2321.39)	(277.31)
2 Interest Received	341.65	331.05
3 Loan Given	(593.29)	289.58
4 Investment	883.01	755.77
Net Cash from/ (Used In) Investing Activities	(1690.02)	1099.09
C. CASH FLOW FROM FINANCIANG ACTIVITIES		
1 Repayment / Proceeds from Long and Short Term Borrowings	(212.34)	(118.46)
2 Interest Paid	(235.22)	(265.85)
3 Dividend paid	(136.54)	(129.80)
4 Issue of equity share	20.30	10,306.34
5 Addition in minority interest	0.36	-
Net Cash from financiing activities	(563.44)	9792.22
Net increase in Cash and Cash equivalents (A+B+C)	(3058.55)	8,878.37
Cash and Cash equivalents as (Opening Balance)	26,385.64	17,507.28
Cash and Cash equivalents as (Closing Balance) (*)	23,327.09	26,385.64
(*) Closing Balance of Cash and Cash equivalents comprises of:		
Cash on Hand	2.19	7.08
Balances with banks - In current accounts	2,377.58	4,267.55
FDR with Bank- Own fund	14,239.93	11,625.38
FDR with Bank- Out of funds raised through preferential allotment (#)	6,694.90	10,481.35
Bank Balance - Earmarked balances with Bank (Unpaid Dividend)	12.49	4.28
	23,327.09	26,385.64

(#) The funds raised through aforesaid preferential issue will be utilized as per the objects of issue and cannot be utilized for any other objects.

Place: Mumbai
Date: 29th April, 2026

For and on behalf of the Board of Directors


Nikhil Khandelwal
Managing Director
DIN: 00016387



Notes:

- 1 The above Audited Consolidated Financial Results after review by the Audit Committee have been approved and taken on record by the Board of Directors at their meeting held on April 29, 2026. The Statutory auditors of the company have audited the above statements.
- 2 The Consolidated Financials Results have been prepared in accordance with the recognition and measurements principles laid down in the applicable accounting standards prescribed under section 133 of the Companies Act 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and in terms of Regulation 33 of the SEBI (Listing Obligation and disclosure Requirements) Regulation 2015, as amended
- 3 The Consolidated audited Financial Results of the Company includes results of following subsidiaries M/s. Systematix Fincorp India Limited, M/s. Systematix Finvest Private Limited, M/s. Systematix Shares and Stocks (India) Limited, M/s. Systematix Commodities Services Private Limited and M/s. Systematix Wealth & Asset Services Private Limited and Urban Affordable Housing LLP and one associate namely "Divisha Alternative Investments LLP".
- 4 The consolidated audited quarterly financials results inculdes Rs.2.37 Crores loss pertains to Fair value changes, which is not in permanent nature in financials statement.
- 5 The Group conducts its operations along with its subsidiary companies. The consolidated audited financial results are prepared in accordance with the principles and procedures for the preparation and presentation of consolidated accounts as set out in the Indian Accounting Standard (IND AS 110).
- 6 SEBI vide its Order dated 21.12.2023 had cancelled the certificate of registration granted to Systematix Commodities Services Private Limited ("SCSPL"). Pursuant to an appeal filed by SCSPL, Hon'ble Securities Appellate Tribunal ("SAT") vide its order dated 17.01.2024 has stayed the effect and operation of the impugned Order. Thereafter, vide its order dated 20.06.2024 read with the subsequent Orders including Order dated 12.03.2025, SAT while continuing the stay, has disposed of the matter in terms of earlier SAT Order dated 12.12.2023 in the matter of B. N.Rathi & Ors. directing SEBI to come out with a scheme under the Settlement Regulations.

Thereafter, SEBI, vide its Public Notice dated July 9, 2025, introduced a Settlement Scheme. However, the said Scheme was not applicable to the Company. Subsequently, the Company preferred a fresh appeal before the SAT and SAT, vide its Order dated August 8, 2025, granted interim protection against the impugned cancellation order, the matter remains pending for adjudication.



Further, the company is taking all the possible efforts and assisting the investigation agencies to safeguard the interest of the clients and it is essential for the company to continue its operations. The company does not have any major liability as on 31 March 2026. The company has made a fair estimate of the ability of the company to carry on business in future term and will continue as going concern."
- 7 Share of profit/(loss) from Joint Venture LLP firm for the quarter/ twelve month ended March 31, 2026 is based on its Unaudited Financials Results, prepared under Indian Accounting Standards ("Ind AS") which have been reviewed by the respective Statutory Auditor of the Joint Venture Firm
- 8 The members of the Company, at the Annual General Meeting held on September 19, 2025, approved the "Systematix Employee Stock Option Scheme, 2025" ("ESOP 2025" or "Scheme") for the grant up to 68,26,901 stock options to eligible employees. Pursuant to this, the Nomination and Remuneration Committee, at its meeting held on November 11, 2025, finalized the list of eligible employees and approved the grant of 7,43,908 stock options under the Scheme. As on December 31, 2025, 720,530 options were "Outstanding ESOPs". During the quarter ended March 31, 2026, 10,680 options lapsed, resulting in 7,09,850 as outstanding options as on March 31, 2026. None of the granted options have been exercised during the quarter, therefore there has been no impact on the paid-up equity share capital of the Company.
- 9 On November 21, 2025, The Government of India notified provisions of the Code on Wages, 2019, The Industrial Relations Code, 2020, The Code on Social Security, 2020 and The Occupational Safety, Health and Working Conditions Code, 2020, ('Labour Codes') which consolidate twenty-nine existing labour laws into a unified framework governing employee benefits during employment and post employment. The Labour Codes, amongst other things introduces changes, including a uniform definition of wages and enhanced benefits relating to leave. The Company has assessed the financial implications of these changes which has resulted in increase in gratuity liability arising out of past service cost by ₹ 0.3058 crore. Considering the impact arising out of an enactment of the new legislation is an event of non-recurring nature, The Group as presented this incremental amount as "Impact of Labour Codes" under "Exceptional Item" in the Condense Consolidated Statement of Profit and Loss for the quarter and Twelve months ended March 31, 2026. The Group continues to monitor the developments pertaining to Labour Codes and will evaluate impact if any on the measurement of liability pertaining to employee benefits.
- 10 The Comparative figures have been regrouped/reclassified, where necessary, to confirm, to currents quarters/years classification.

Place: Mumbai
Date: 29th April, 2026

For and on behalf of the Board of Directors


Nikhil Khandelwal
Managing Director
DIN: 00016387



11 Consolidated Segment Results for the Quarter/Period Ended 31st March, 2026						
(₹ In Lakhs)						
Sl. No.	Particulars	Consolidated				
		3 months ended			12 months ended	
		31 03 2026 (Audited)	31 12 2025 (Unaudited)	31 03 2025 (Audited)	31 03 2026 (Audited)	31 03 2025 (Audited)
1	Segment Revenue					
	a) Merchant Banking & Related Activities	583.87	1,489.44	1,586.39	7,830.29	6,877.76
	b) Financing and other Activities	82.90	96.49	279.25	345.02	844.54
	c) Equity, Commodity, Currency and other Transactional Services	1,774.19	1,824.69	1,548.04	6,684.00	9,358.54
	Total	2,440.95	3,410.62	3,413.69	14,859.31	17,080.84
	Less:					
	Inter Segment Revenue	18.79	26.98	51.74	98.25	194.05
	Net income from Operations	2,422.17	3,383.64	3,361.94	14,761.06	16,886.79
2	Segment Results Profit Before Tax and Interest from each					
	a) Merchant Banking & Related Activities	364.18	664.27	294.77	3,604.77	3,351.84
	b) Financing and other Activities	225.31	(343.58)	457.70	(589.69)	985.07
	c) Equity, Commodity, Currency and other Transactional Services	480.27	(31.99)	(288.16)	(301.15)	1,789.52
	Total	1,069.77	288.71	464.31	2,713.92	6,126.43
	Less:					
	a) Interest	(130.57)	110.43	109.41	443.05	417.28
	Total profit before Tax & Extra ordinary Items	1,200.34	178.28	354.90	2,270.87	5,709.15
3	Segment Assets					
	a) Merchant Banking & Related Activities	15,613.15	16,465.69	17,142.32	15,613.15	17,142.32
	b) Financing and other Activities	4,788.94	5,668.62	5,852.31	4,788.94	5,852.31
	c) Equity, Commodity, Currency and other Transactional Services	22,827.21	22,121.99	19,528.99	22,827.21	19,528.99
	Total	43,229.30	44,256.31	42,523.61	43,229.30	42,523.61
4	Segment Liabilities					
	a) Merchant Banking & Related Activities	3,828.71	4,071.10	3,735.78	3,828.71	3,735.78
	b) Financing and other Activities	20.92	24.83	71.42	20.92	71.42
	c) Equity, Commodity, Currency and other Transactional Services	8,297.79	7,998.79	9,041.76	8,297.79	9,041.76
	Total	12,147.43	12,094.71	12,848.96	12,147.43	12,848.96
Place: Mumbai Date: 29th April, 2026		 For and on behalf of the Board of Directors  Nikhil Khandelwal Managing Director DIN: 00016387				

Annexure II

April 29, 2026

To,
BSE Limited
P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001
Scrip Code : 526506

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai 400051
Symbol: SYSTMTXC

Sub: Declaration pursuant to the Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 33(3) (d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we do hereby declare that the Statutory Auditors of the Company, **M/s. Shah & Taparia, Chartered Accountants** have issued an Audit Report with an unmodified opinion on the Audited Financial Results of the Company (Standalone and Consolidated) for the year ended March 31, 2026.

For Systematix Corporate Services Limited

DBBadiyani

Divyesh Badiyani
Company Secretary & Compliance Officer
ACS : 63381



Systematix Corporate Services Limited

Registered Office : 206 - 207, Bansi Trade Centre, 581/5, M. G. Road, Indore - 452 001. Tel. : +91-0731-4068253
Corporate Office : The Capital, A-Wing, No. 603 - 606, 6th Floor, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
Tel : +91-22-6619 8000 / 4035 8000 Fax : +91-22-6619 8029 / 4035 8029
CIN : L91990MP1985PLC002969 Website : www.systematixgroup.in Email : secretarial@systematixgroup.in
SEBI Merchant Banking Registration No. : INM000004224



Annexure III

The details in Compliance with Regulation 30 of the SEBI Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 are as follows:

Sr. No.	Particulars	Details of Mr. Pradeep Gotecha
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Internal Auditor of the Company
2.	Date of Appointment	April 29, 2026
3.	Term of Appointment	Financial Year 2026-27
4.	Brief Profile (in case of appointment)	Mr. Pradeep Gotecha is having vast experience of 23 years in field of Accounts, Legal and Compliance.
5.	Disclosure of relationship between directors (in case of appointment of Director)	Not Applicable



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Annexure IV

The details in Compliance with Regulation 30 of the SEBI Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 are as follows:

Sr. No.	Particulars	Information of such event
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	Turnover and Net worth during financial year ended March 31, 2026. Turnover- Nil Networth - Nil
2.	Date on which the agreement for sale has been entered into	Not Applicable
3.	The expected date of completion of sale/disposal	Not Applicable
4.	Consideration received from such sale/disposal	Not Applicable
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	Not Applicable
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Not Applicable
7.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same	Not Applicable



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SYSTEMATIX CORPORATE SERVICES LIMITED

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

Introduction

The Securities and Exchange Board of India (SEBI), on January 15, 2015, notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 (“**Insider Trading Regulation**” / “**the Regulations**”).

As per Regulation 9, **Systematix Corporate Services Limited (the “Company”)** has adopted the Code namely “**Code of Conduct for Prevention of Insider Trading for Listed Entity (“Insider Trading Code”/ “Code”)**”

Chief Executive Officer/Managing Director have formulated this code of conduct with approval of Board of directors to regulate, monitor and report trading by its Designated Persons and Immediate Relatives of Designated Persons towards achieving compliance with Insider Trading Regulation. The Company has formulated this Code to ensure that Designated Persons of the Company and their Immediate Relatives do not derive any benefit or assist others to derive any benefit from the access to and possession of Price Sensitive Information about the Company which is not in the public domain and thus constitutes Unpublished Price Sensitive Information (as defined below).

The Company has no tolerance for any form of insider trading or similar unlawful security related trade practices. References to these Codes should be referred to in conjunction, amongst others, with the following:

- SEBI (Prohibition of Insider Trading) Regulations 2015, as amended from time to time;
- Applicable provisions of Companies Act, 2013 as amended from time to time;

Scope & Applicability

This Code is applicable to all Designated Person and their Immediate Relatives of designated persons. Every Designated Person must read this Code. Questions regarding this Code should be directed to the Compliance Officer at email id: secretarial@systematixgroup.in

1. Definitions

- 1.1 “**Act**” means the Securities and Exchange Board of India Act, 1992; as may be amended from time to time.
- 1.2 “**Audit Committee**” shall mean Committee of the Board of the Company constituted pursuant to Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 1.3 “**Board**” means the Board of Directors of the Company;

SYSTEMATIX CORPORATE SERVICES LIMITED

- 1.4 **“Code” or “Code of Conduct” or “Insider Trading Code”** shall mean the Code of Conduct for Prevention of Insider Trading;
- 1.5 **“Company”** means Systematix Corporate Services Limited;
- 1.6 **“Compliance Officer”** means Company Secretary or such other senior officer, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations designated so and reporting to the Chairman of Audit Committee and the Board and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the code specified in Insider Trading Regulations under the overall supervision of the Board;
- 1.7 **“Connected Person”** means:
- (i) any person who is or has, during the six months prior to the date of this code become effective, been associated with the Company, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the Company or holds any position including a professional or business relationship between himself and the Company whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access;
 - (ii) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established:
 - (i) a relative of connected persons specified in clause (i); or
 - (ii) a holding company or associate company or subsidiary company; or
 - (iii) an intermediary as specified in Section 12 of the Act or an employee or director thereof; or
 - (iv) an investment company, trustee company, asset management company or an employee or director thereof; or
 - (v) an official of a stock exchange or of clearing house or corporation; or
 - (vi) a member of board of trustees of a mutual fund or a member of the board of directors of the asset management company of a mutual fund or is an employee thereof; or
 - (vii) a member of the Board of directors or an employee, of a public financial institution as defined in section 2 (72) of the Companies Act, 2013; or
 - (viii) an official or an employee of a self-regulatory organization recognised or authorized by the Board; or
 - (ix) a banker of the Company; or
 - (x) a concern, firm, trust, Hindu Undivided Family, company or association of persons wherein a director of the Company or his relative or banker of the Company, has more than ten per cent, of the holding or interest; or
 - (xi) a firm or its partners or its employees in which a connected person specified in sub clause (i)

SYSTEMATIX CORPORATE SERVICES LIMITED

is also a partner; or
(xii) a person sharing household or residence with connected person specified in sub clause (i)

1.8 **Designated Person(s)** shall include:

- (i) Promoters, Directors and Key Managerial Personnel of the Company;
- (ii) Employees upto two levels below Chief Executive Officer/Managing Director;
- (iii) All employees of the Secretarial Division of the Company;
- (iv) Head of Information Technology and employees upto two levels below head of Information Technology;
- (v) CFO and two level below CFO;
- (vi) Employees of material subsidiaries designated on the basis of their functional role or access to unpublished price sensitive information in the organization by their board of directors;

1.9 **"Director"** means a member of the Board of Directors of the Company;

1.10 **"Employee"** means every employee of the Company including the Directors and Key Managerial Personnel in the employment of the Company and its subsidiary companies;

1.11 **"Generally available Information"** means information that is accessible to the public on a non-discriminatory basis and shall not include unverified event or information reported in print or electronic media;

1.12 **"Immediate Relative"** means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities;

1.13 **"Insider"** means any person who,
(i) a connected person; or
(ii) in possession of or having access to unpublished price sensitive information.

1.14 **"Key Managerial Personnel"** shall have the same meaning as defined under Section 2(51) of the Companies Act, 2013;

1.15 **"Leak of UPSI"** shall mean communication or sharing / disclosing of information which is / shall be UPSI by any Insider, Employee & Designated Persons or any other known person other than a person(s) authorized by the Board of Directors of the Company without following the due process prescribed in this behalf in the Code of Practices for Fair Disclosure of the Company and /or under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or SEBI (Prohibition of Insider Trading) Regulations, 2015 and any amendment, re-amendment or re-enactment thereto.

SYSTEMATIX CORPORATE SERVICES LIMITED

- 1.16 "**Promoter**" shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time;
- 1.17 "**Relative**" shall mean the following:
- i. spouse of the person;
 - ii. parent of the person and parent of its spouse;
 - iii. sibling of the person and sibling of its spouse;
 - iv. child of the person and child of its spouse;
 - v. spouse of the person listed at sub clause (iii); and
 - vi. spouse of the person listed at sub clause (iv)
- 1.18 "**Securities**" shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification;
- 1.19 "**SEBI**" means the Securities and Exchange Board of India;
- 1.20 "**Trading**" means and includes subscribing, redeeming, switching, buying, selling, dealing or agreeing to subscribe, redeem, switch, buy, sell, deal in any securities and trade shall be construed accordingly;
- 1.21 "**Takeover Regulations**" means the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, as amended from time to time;
- 1.22 "**Trading Day**" means a day on which the recognized stock exchanges are open for trading;
- 1.23 "**Unpublished Price Sensitive Information**" means any information relating to the Company or its securities directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:
- (i) financial results;
 - (ii) dividends;
 - (iii) change in capital structure;
 - (iv) mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
 - (v) changes in Key Managerial Personnel; and
- 1.24 "**Insider Trading Regulations**" shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto Words and expressions used and not defined in this Code but defined in the Securities and Exchange Board of India Act, 1992

SYSTEMATIX CORPORATE SERVICES LIMITED

(15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996), the Companies Act, 2013 (18 of 2013) and rules and regulations made thereunder and the Insider Trading Regulations shall have the meanings respectively assigned to them in those legislations.

2. Compliance Officer

- 2.1 The Compliance Officer shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the Code.
- 2.2 The Compliance Officer shall report to the Board of the Company and in particular, shall provide reports to the Chairman of the Audit Committee, if any, or to the Chairman of the Board at such frequency as may be stipulated by the Board but not less than once in a year.
- 2.3 The Compliance Officer shall assist all employees in addressing any clarifications regarding the Insider Trading Regulations and the Code.

3. Preservation of “Price Sensitive Information”

- 3.1 All information shall be handled within the Company on a need-to-know basis and no unpublished price sensitive information shall be communicated to any person except in furtherance of the legitimate purposes, performance of duties or discharge of his legal obligations.

Explanation: “legitimate purpose” shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of Insider Trading Regulation or this Code. Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction which entails:

- an obligation to make an open offer under the Takeover Regulations , where the Board is of informed opinion that the sharing of such information is in the best interest of the Company; or
- not attracting the obligation to make an open offer under the Takeover Regulations but where the Board is of informed opinion that the sharing of such information is in the best interests of the Company and the information that constitute unpublished price sensitive information is disseminated to be made generally available at least two trading days prior to the proposed transaction being effected in such form as the Board of Directors may determine to be adequate and fair to cover all relevant and material facts.

SYSTEMATIX CORPORATE SERVICES LIMITED

However, the Board of Directors shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, except for the limited purpose and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

3.2 Need to Know:

- (i) “need to know” basis means that Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.
- (ii) All non-public information directly received by any employee should immediately be reported to the head of the department and Compliance Officer.
- (iii) The Company shall have appropriate Chinese Walls procedures, and processes for permitting any designated person to “Cross the wall as below:
 - a. the promoters, directors and employees of the Company in the ‘insider areas’ shall not communicate any UPSI to anyone in the ‘public areas’;
 - b. the demarcation of various departments as ‘insider areas’ shall be determined by the Compliance Officer in consultation with the Board or with Managing Director;
 - c. The establishment of Chinese Walls shall not be intended to suggest that Unpublished Price Sensitive Information can circulate freely within ‘inside areas’. The ‘need-to-know’ principle shall be fully in effect within ‘insider areas’. In exceptional circumstances, employees from the ‘public areas’ may be allowed to ‘cross the wall’ and given Unpublished Price Sensitive Information by following the ‘need-to-know’ principle, under intimation to the Compliance Officer. The Compliance Officer would duly record reasons for crossing the wall in writing.

3.3 Limited access to confidential information

Files containing confidential information shall be kept secure. Computer files must have adequate security of login and password etc.

- 3.4 List of all employees and other persons with whom unpublished price sensitive information is shared shall be maintained and confidentiality agreements shall be signed or notice shall be served to all such employees and persons;

- 3.5 Chief Executive Officer/ Managing Director shall ensure compliance with regulation 9 and sub-regulations (1) and (2) of regulation 9A of Insider Trading Regulation.

- 3.6 Board has framed policy and procedure for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information. **(Annexure- LP-1).**

SYSTEMATIX CORPORATE SERVICES LIMITED

- 3.7 The Audit Committee shall review compliance with the provisions of Insider Trading Regulation at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
- 3.8 The Board shall ensure that a structured digital database is maintained containing the nature of unpublished price sensitive information and the names of such persons who have shared the information and also the names of such persons with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall not be outsourced and shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.
- 3.9 The Board shall ensure that the structured digital database is preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from the SEBI regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

4. Prevention of misuse of “Unpublished Price Sensitive Information”

Employees and Connected Persons designated on the basis of their functional role in the Company shall also be governed by this Code.

4.1 Trading Plan

An Insider shall be entitled to formulate a trading plan for Trading in securities of the Company and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his behalf in accordance with such plan.

4.2 Trading Plan shall:

- (i) not entail commencement of trading on behalf of the Insider earlier than one hundred and twenty calendar days from the public disclosure of the plan;
- (ii) not entail overlap of any period for which another trading plan is already in existence;
- (iii) set out the following parameters for each trade to be executed:
 - a) either the value of trade to be effected or the number of securities to be traded;
 - b) nature of the trade;
 - c) either specific date or time period not exceeding five consecutive trading days;
 - d) price limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to the range as specified below:
 - for a buy trade: the upper price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent higher than such closing price;
 - for a sell trade: the lower price limit shall be between the closing price on the day before

SYSTEMATIX CORPORATE SERVICES LIMITED

submission of the trading plan and upto twenty per cent lower than such closing price.

Explanation :

- While the parameters in sub-clauses (a), (b) and (c) shall be mandatorily mentioned for each trade, the parameter in sub-clause (d) shall be optional.
- The price limit in sub-clause (d) shall be rounded off to the nearest numeral.
- Insider may make adjustments, with the approval of the compliance officer, in the number of securities and price limit in the event of corporate actions related to bonus issue and stock split occurring after the approval of trading plan and the same shall be notified on the stock exchanges on which securities are listed

(iv) not entail trading in securities for market abuse.

4.3 The Compliance Officer shall review the trading plan to assess whether the plan would have any potential for violation of these regulations and shall be entitled to seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.

Provided that pre-clearance of trades shall not be required for a trade executed as per an approved trading plan. Provided further that trading window norms shall not be applicable for trades carried out in accordance with an approved trading plan.

4.4 The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either execute any trade in the securities outside the scope of the trading plan or to deviate from it except due to permanent incapacity or bankruptcy or operation of law.

However, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any unpublished price sensitive information and the said information has not become generally available at the time of the commencement of implementation.

Provided further that if the insider has set a price limit for a trade under sub-clause (d) of clause (iii) of sub-regulation 4.2, the insider shall execute the trade only if the execution price of the security is within such limit. If price of the security is outside the price limit set by the insider, the trade shall not be executed

Explanation : The insider shall execute the trade only if the execution price of the security is within such limit. If price of the security is outside the price limit set by the insider, the trade shall not be executed. In case of non-implementation (full/partial) of trading plan due to either reasons enumerated in sub-regulation 4 or failure of execution of trade due to inadequate liquidity in the scrip, the following procedure shall be adopted:

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- (i) The insider shall intimate non-implementation (full/partial) of trading plan to the compliance officer within two trading days of end of tenure of the trading plan with reasons thereof and supporting documents, if any.
- (ii) Upon receipt of information from the insider, the compliance officer, shall place such information along with his recommendation to accept or reject the submissions of the insider, before the Audit Committee in the immediate next meeting. The Audit Committee shall decide whether such non-implementation (full/partial) was bona fide or not.
- (iii) The decision of the Audit Committee shall be notified by the compliance officer on the same day to the stock exchanges on which the securities are listed.
- (iv) In case the Audit Committee does not accept the submissions made by the insider, then the compliance officer shall take action as per the Code of Conduct.”

The compliance officer shall approve or reject the trading plan within two trading days of receipt of the trading plan and notify the approved plan to the stock exchanges on which the securities are listed, on the day of approval.

5 Trading Window:

- 5.1 Trading window means the period when trading in the Company's securities is permitted. The trading window shall remain closed during the period commencing from end of quarter/half year, as applicable till 48 hours after the announcement of Financials Results for the respective quarter/half year, as the case may be or such period as may be determined and notified by the Compliance Officer. The gap between clearance of accounts by audit committee and board meeting should be as narrow as possible and preferably on the same day to avoid leakage of material information.
- 5.2 The Compliance Officer shall intimate the closure of trading window to all the Designated Persons of the Company when Designated Persons can reasonably be expected to have possession of Unpublished Price Sensitive Information. Such closure shall be imposed in relation to such securities to which such unpublished price sensitive information relates. Designated Persons and their immediate relatives shall not trade in Securities of the Company when the trading window is closed. The trading window restrictions mentioned in this clause shall not apply for the transaction exempted under Insider Trading Regulation.
- 5.3 The Compliance Officer after taking into account various factors including the unpublished price sensitive information in question becoming generally available and being capable of assimilation by the market, shall decide the timing for re- opening of the trading window,

SYSTEMATIX CORPORATE SERVICES LIMITED

however in any event it shall not be earlier than forty-eight hours after the information becomes generally available.

- 5.4 The trading window shall also be applicable to any person having contractual or fiduciary relation with the Company, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the Company which have Unpublished Price Sensitive Information.
- 5.5 The Compliance Officer shall confidentially maintain a list of securities of the Company as a “restricted list” which shall be used as the basis for approving or rejecting applications for pre-clearance of trades.

6 Pre-clearance of trades

- 6.1 All Designated Persons and their Immediate Relatives, who intend to deal in the securities of the Company when the trading window is opened and if the value of the proposed trades, whether in one transaction or a series of transactions over any calendar month, aggregates to a traded value in excess of **Rs. 5,00,000/- (Rupees Five lakh only)**, should pre-clear the transaction.

However, no Designated Person shall be entitled to apply for pre-clearance of any proposed trade if such designated person is in possession of Unpublished Price Sensitive information even if the trading window is not closed. The pre-Trading procedure shall be hereunder:

- (i) An application may be made in the prescribed Form (**Annexure 1**) to the Compliance officer indicating the estimated number of securities of the Company that the Designated Person intends to deal in, the details as to the depository with which he has a security account, the details as to the securities in such depository mode and such other details as may be required by any rule made by the company in this behalf.
- (ii) An undertaking (**Annexure 2**) shall be executed in favour of the Company by such Designated Person incorporating, *inter alia*, the following clauses, as may be applicable:
- (a) That the said person does not have any access or has not received “Unpublished Price Sensitive Information” up to the time of signing the undertaking.
- (b) That in case the Designated Person has access to or receives “Unpublished Price Sensitive Information” after the signing of the undertaking but before the execution of the transaction he/she shall inform the Compliance Officer of the change in his position and that he/she would completely refrain from Trading in the securities of the Company till the time such information becomes public.
- (c) That he/she has not contravened the Code as notified by the Company from time to time.

SYSTEMATIX CORPORATE SERVICES LIMITED

- (d) That he/she has made a full and true disclosure in the matter.
- (iii) (The Compliance Officer shall have the authority to determine whether such undertaking/declaration is capable of being rendered inaccurate and can accordingly take necessary steps.
- (iv) All Designated Persons and their Immediate Relatives, as applicable, shall execute their order in respect of securities of the Company within one week after the approval of pre-clearance is given by Compliance Officer as per **Annexure 3**. The Designated Person shall file within 2 (two) days of the execution of the deal, the details of such deal with the Compliance Officer in the prescribed form. **(Annexure 4)**
- (v) If the order is not executed within one week after the approval is given, the Designated Person must pre-clear the transaction again.
- (vi) All Designated Persons who buy or sell any number of Securities of the Company shall not enter into an opposite transaction/contra trade i.e. sell or buy any number of Securities during the next six months following the prior transaction. Provided that this shall not be applicable for trades pursuant to exercise of stock options. All Designated Persons shall also not take positions in derivative transactions in the Securities of the Company at any time. In case of any contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Act.
- (vii) The Compliance Officer may waive off the holding period in case of sale of securities in personal emergency after recording reasons for the same.

However, no such sale will be permitted when the trading window is closed.

7 Other Restrictions

- 7.1 The disclosures to be made by any person under this Code shall also include those relating to trading by such person's immediate relatives, and by any other person for whom such person takes trading decisions.
- 7.2 The disclosures made under this Code shall be maintained for a period of five years.

8 Reporting Requirements for transactions in securities

Initial Disclosure

- 8.1 Every person on appointment as a key managerial personnel or a director of the company or upon becoming a promoter or member of the promoter group shall disclose his holding of securities of the company as on the date of appointment or becoming a promoter, to the company within seven days of such appointment or becoming a promoter. (Form B)
- 8.2 Every Designated person shall disclose details like Permanent Account Number, names of educational institutions from which they have graduated and names of their past employers.

Continual Disclosure

- 8.3 Every Promoter/ member of the promoter group, Designated Person and Director of the Company shall disclose to the Company the number of such securities acquired or disposed of within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of **Rs. 10,00,000/-** (Rupees Ten Lakh only). **(Form C)**

The disclosure shall be made within **2 trading days** of:

- (a) the receipt of intimation of allotment of shares, or
- (b) the acquisition or sale of shares or voting rights, as the case may be.

Further, Designated Persons shall disclose their holding within fifteen days

from the end of the financial year in **(Annexure 4A)**. In such case NIL reporting shall also be mandatory.

- 8.4 Designated persons shall be required to disclose names and Permanent Account Number or any other identifier authorized by law, Phone, mobile and cell numbers of the following persons to the company on date of joining and on an annual basis and as and when the information changes (Annexure 5):

- a) Immediate relatives
- b) Persons with whom such designated person(s) shares a material financial relationship.

In addition, the names of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed on a one time basis.

Explanation – The term “material financial relationship” shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift from a designated person during

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the immediately preceding twelve months, equivalent to at least 25% of the annual income of such designated person but shall exclude relationships in which the payment is based on arm's length transactions.

9. Disclosure by the Company to the Stock Exchange(s)

- 9.1 Within 2 trading days of the receipt of intimation under Clause 8.3 or becoming aware of the information specified in Clause 8.3, the Compliance Officer shall disclose to all Stock Exchanges on which the Company is listed, the information received.

Explanation. — It is clarified for the avoidance of doubts that the disclosure of the incremental transactions after any disclosure under this clause, shall be made when the transactions effected after the prior disclosure cross the threshold specified above.

- 9.2 The Compliance officer shall maintain records of all the declarations in the appropriate form given by the directors / officers / designated persons for a minimum period of five years.

10. Dissemination of Price Sensitive Information

No information shall be passed by Designated Persons by way of making a recommendation for the purchase or sale of securities of the Company.

11. Penalty for contravention of the code of conduct

- 11.1 Every Designated Person/Insider shall be individually responsible for complying with the provisions of the Insider Trading Regulations and the Code to the extent applicable.
- 11.2 Any violation under this Code shall attract serious disciplinary action by the Company.
- 11.3 Persons who violate the Code shall also be subject to disciplinary action by the Company, which may include wage freeze, suspension, recovery, termination, ineligibility for future participation in employee stock option plans, etc.
- 11.4 Any amount collected under this clause shall be remitted to the SEBI for credit to the Investor Protection and Education Fund administered by the SEBI under the Act.
- 11.5 The action by the Company shall not preclude SEBI from taking any action in case of violation of Insider Trading Regulations.
- 11.6 In case it is observed by the Company that there has been a violation of these regulations, it shall promptly inform the stock exchange(s) where the concerned securities are traded, in such form and such manner as may be specified by the SEBI from time to time.

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12. Protection against retaliation and victimisation

There shall be no discharge, termination, demotion, suspension, threats, harassment, directly or indirectly or discrimination against any Employee, by reason of:

- i. filing voluntary information to SEBI relating to an alleged violation of insider trading laws that has occurred, is occurring or has a reasonable belief that it is about to occur
- ii. testifying in, participating in, or otherwise assisting or aiding the SEBI in any investigation, inquiry, audit, examination or proceeding instituted or about to be instituted for an alleged violation of insider trading laws or in any manner aiding the enforcement action taken by the SEBI; or
- iii. breaching any confidentiality agreement or provisions of any terms and conditions of employment or engagement solely to prevent any employee from cooperating with the SEBI in any manner.

The above will be applicable irrespective of whether the information is considered or rejected by the SEBI or he or she is eligible for a reward under SEBI Regulations.

13. Code Review

This Code shall be reviewed as and when there are any regulatory changes introduced or as and when it is found necessary to change the Code due to business needs. However, Code shall be reviewed at least annually. The Directors or equivalent authority of Directors will be approving authority for the Code.

14. Deviation to Framework

Deviations to the Code on account of regulatory changes shall be approved by the Directors or equivalent authority of Directors; all other deviations shall be approved by either Designated Directors of Company or equivalent authority and Company Secretary.

15. Power to Remove Difficulties

In order to remove any difficulties in the application or interpretation of this Code, the Company Secretary of the Company shall have the power to issue clarifications.

16. Effective Date

This amended code shall be effective from April 29, 2026.

Date: April 29, 2026

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ANNEXURE – LP-1

POLICY AND PROCEDURE FOR INQUIRY IN CASE OF LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION OR SUSPECTED LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION (“UPSI”)[Under Regulation 9A of SEBI (Prohibition of Insider Trading) Regulations, 2015]

Preamble

This Policy is framed with an aim to implement a structured procedure for investigation in case of leak or suspected leak of UPSI.

BACKGROUND

The SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 (“**PIT Amendment Regulations**”) mandates every listed company to formulate a written policy and procedures for inquiry in case of leak of unpublished price sensitive information and initiate appropriate action on becoming aware of leak of unpublished price sensitive information and inform the SEBI promptly of such leaks, inquiries and results of such inquiries.

In this regard, Board of Directors of Systematix Corporate Services Limited (the “**Company**”) has laid down this “Policy and procedure for inquiry in case of leak of Unpublished Price Sensitive Information” (the ‘**Policy**’).

OBJECTIVE

- (i) To strengthen the internal control system to prevent leak of UPSI;
- (ii) To restrict and prohibit the practice of sharing of UPSI, with the un-authorized person, which originates from within the Company and which affects the market price of the Company as well as loss of reputation and investors’ / financiers’ / other stakeholders' confidence in the Company;
- (iii) To initiate inquiry in case of leak of UPSI or suspected leak of UPSI and inform the same to the Securities and Exchange Board of India promptly;
- (iv) To take disciplinary actions, if deemed fit against any Insider, Employee & Designated Persons who appears to have found guilty of violating this policy, apart from any action that SEBI may initiate/take against the Insider(s), Employee(s) & Designated Person(s).

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SCOPE

To lay procedures for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries.

Applicability

This policy shall apply to all Insiders, Employees, Designated Persons, immediate relative of Designated Persons and any other persons connected with the Company in possession of or having access to unpublished price sensitive information with immediate effect.

Process of inquiry in case of leak of UPSI or suspected leak of UPSI

1. Complaint (written or oral or electronic) regarding a leak or suspected leak of UPSI may be received by the Company from the following sources:
 - a. Internal:
 - i. Whistleblower vide the whistleblower process as illustrated in the Whistleblower Policy;
 - ii. Any leak or suspected leak of UPSI detected through the internal controls implemented by the Company.
 - b. External: Registrar and Share Transfer Agent, Depository, Stock Exchange, Regional Director, Registrar of Companies, regulatory / statutory authority or any other department of Central or State Government based on the complaint received from a whistleblower.
(above shall be collectively referred to as "Complaint(s)")
2. The Compliance Officer shall report the Complaint to the Audit Committee within a reasonable time from the date of receipt of the Complaint;
3. The Audit Committee shall review the Complaint and shall discuss with the Compliance Officer and Company Secretary on potential next steps including but not limited to seek additional information to consider an investigation, disclosure requirements to the regulatory authorities, appointment of an investigation panel consisting of internal employees or external agencies. If the Complaint implicates the Compliance Officer and/or Company Secretary, then he/she/they shall recuse themselves from the said inquiry process;

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4. If the Audit Committee mandates an investigation, then the identified panel of investigators shall conduct the investigation into the Complaint(s) and present their findings to the Compliance Officer. The executive summary of the investigation shall be reported to the Audit Committee by the Compliance Officer;
5. Based on the update provided by the Compliance Officer, the Audit Committee shall put forward its recommendation to the Board. The Board, on receipt of such recommendation and, after due review, if forms an opinion that the person engaged or involved in leak of UPSI is guilty of leak of UPSI or suspected leak of UPSI, then it will order for necessary disciplinary proceedings of the Company, which will be in addition to the penal provisions stated under SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and any other statutory enactments, as may be applicable;
6. The Company, suo moto, reserves the right of initiating an inquiry under this Policy against any Designated Person if it has reasons to believe that such person has leaked UPSI or suspected to leak UPSI.
7. This Policy shall not in any way preclude any referrals, complaints, measures, actions etc. which can be instituted or which are available under the existing Vigil Mechanism Policy of the Company.
8. Any words used in this Policy but not defined herein shall have the same meaning as described to it in the Companies Act, 2013 or Rules made thereunder, Securities & Exchange Board of India Act or Rules and Regulations made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI (Prohibition of Insider Trading) Regulations, 2015 or any other relevant legislation/law applicable to the Company, as amended from time to time.

The Board shall have the power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision and also replace this Policy entirely with a new Policy.

SYSTEMATIX CORPORATE SERVICES LIMITED

ANNEXURE 1

SPECIMEN OF APPLICATION FOR PRE-TRADING APPROVAL

Date:

To,
The Compliance Officer,
Systematix Corporate Services Limited,
Mumbai

Dear Sir/Madam,

Application for Pre-dealing approval in securities of the Company

Pursuant to the SEBI (prohibition of Insider Trading) Regulations, 2015 and the Company's **Code of Conduct for Prevention of Insider Trading**, I seek approval to purchase / sale / subscription of _____ equity shares of the Company as per details given below:

1.	Name of the applicant		
2.	Designation		
3.	Number of securities held as on date		
4.	Folio No. / DP ID / Client ID No.)		
5.	The proposal is for		(a) Purchase of securities (b) Subscription to securities (c) Sale of securities
6.	Proposed date of dealing in securities		
7.	Estimated number of securities proposed to be acquired/subscribed/sold		
8.	Price at which the transaction is proposed		
9.	Current market price (as on date of application)		
10.	Whether the proposed transaction will be through stock exchange or off-market Deal		
11.	Folio No. / DP ID / Client ID No. where the securities will be credited / debited		

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I enclose herewith the form of Undertaking signed by me.

Yours faithfully,

(Signature of Employee)

SYSTEMATIX CORPORATE SERVICES LIMITED
ANNEXURE 2

FORMAT OF UNDERTAKING TO BE ACCOMPANIED WITH THE
APPLICATION FOR PRE-CLEARANCE

UNDERTAKING

To,
The Compliance Officer,
Systematix Corporate Services Limited,
Mumbai

I, _____, _____ of the Company residing at _____, am desirous of dealing in ____* shares of the Company as mentioned in my application dated ____ for pre-clearance of the transaction.

I further declare that I am not in possession of or otherwise privy to any unpublished Price Sensitive Information (as defined in the Company's Code of Conduct for prevention of Insider Trading (the Code) up to the time of signing this Undertaking.

In the event that I have access to or received any information that could be construed as "Price Sensitive Information" as defined in the Code, after the signing of this undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer of the same and shall completely refrain from dealing in the securities of the Company until such information becomes public.

I declare that I have not contravened the provisions of the Code as notified by the Company from time to time.

I undertake to submit the necessary report within two days of execution of the transaction / a 'Nil' report if the transaction is not undertaken

If approval is granted, I shall execute the deal within 7 days of the receipt of approval failing which I shall seek pre-clearance.

I declare that I have made full and true disclosure in the matter.

Date :

Signature: _____

Name:

* Indicate number of shares

SYSTEMATIX CORPORATE SERVICES LIMITED
ANNEXURE 3

FORMAT FOR PRE- CLEARANCE ORDER

To,

Name : _____

Designation : _____

Place: _____

This is to inform you that your request for dealing in _____ (nos) shares of the Company as mentioned in your application dated _____ is approved. Please note that the said transaction must be completed on or before _____ (date) that is within 7 days from today.

In case you do not execute the approved transaction /deal on or before the aforesaid date you will have to seek fresh pre-clearance before executing any transaction/deal in the securities of the Company. Further, you are required to file the details of the executed transactions in the attached format within 2 days from the date of transaction/deal. In case the transaction is not undertaken, a 'Nil' report shall be necessary.

Yours faithfully,

for

COMPLIANCE OFFICER

Date : _____

Encl: Format for submission of details of transaction

SYSTEMATIX CORPORATE SERVICES LIMITED
ANNEXURE 4

FORMAT FOR DISCLOSURE OF TRANSACTIONS

(To be submitted within 2 days of transaction / trading in securities of the Company)

To,
The Compliance Officer,
Systematix Corporate Services Limited,
Mumbai

I hereby inform that I/my Immediate Relative (singly/jointly) _____

- have not bought /sold/ subscribed any securities of the Company
- have bought/sold/subscribed to securities as mentioned below on
(Strike through whichever is not applicable)

Name of Holder	Type and No. of Securities Dealt with	Date of Transaction	Bought/ Sold/ Subscribed	DP ID/Client ID/Folio No.	Price (Rs.)	Total Holdings (Before Transaction)	Total Holdings (After Transaction)

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 3 years and produce to the Compliance officer / SEBI any of the following documents:

1. Broker's contract note.
2. Proof of payment to/from brokers.
3. Extract of bank passbook/statement (to be submitted in case of demat transactions).
4. Copy of Delivery instruction slip (applicable in case of sale transaction).



SYSTEMATIX CORPORATE SERVICES LIMITED

I declare that the above information is correct and that no provisions of the Company's Code and/or applicable laws/regulations have been contravened for effecting the above said transactions(s).

Date : _____

Signature : _____

Name: _____

Designation:

SYSTEMATIX CORPORATE SERVICES LIMITED

ANNEXURE 4A

Date:

To,
The Compliance Officer,
Systematix Corporate Services Limited,
Mumbai

ANNUAL DISCLOSURE

I. STATEMENT OF SHAREHOLDING IN SYSTEMATIX CORPORATE SERVICES LIMITED OF DESIGNATED PERSONS

Name, Designation, Dept	Category of Person (Directors/KMP/Senior Managerial Personnel/employees/Immediate relatives/ others, etc)	No. of shares held on 1st April 202...	No. of shares bought during the year	No. of shares sold during the year	No. of shares held on 31st March 202..	Folio No./ DP ID/Client ID

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

I/We declare that my/our holding of the shares is in compliance with the Code of Conduct for Prevention of Insider Trading of the Company.

Signature:

Name:

SYSTEMATIX CORPORATE SERVICES LIMITED

Annexure 5

Declaration – Immediate Relatives and Material Financial Relationship

Date:

To,
The Compliance Officer,
Systematix Corporate Services Limited,
Mumbai

I do hereby declare that:

- i. The following persons are my Immediate Relatives:

Sr. No.	Name	PAN	Relationship	Phone/Mobile No	Name of the broker with whom account held	U.C.C./Trading Code
1.						
2.						
3.						
4.						
5.						

- ii. I, my Immediate Relatives hold more than a 10% stake in the following concern(s)/firm(s)/companies/HUF/trust/ association of persons (non-individual) or share material financial relationship* with following persons /concern(s) /firm(s)/ companies/HUF/trust/ association of persons (non-individual) as defined in Insider Trading Regulations:

Sr. No.	Name of concern / firm/ company	PAN	Individual/Type of concern (e.g. sole proprietorship/ partnership/company)	U.C.C./Trading Code	Mobile Number
1.					

SYSTEMATIX CORPORATE SERVICES LIMITED

2.					
3.					
4.					
5.					

* “Material Financial Relationship” shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding twelve months, equivalent to at least 25% of such payer’s annual income but shall exclude relationships in which the payment is based on arm’s length transactions.”

iii. Details of Education and Past Employment of Employee:

- Education

Name of the Institution	Details of Degree/Certificate

- Past Employment

Sr No.	Name of the Company	Tenure
		From _____ till

iv. I hereby declare that other than as disclosed above, there are no other Immediate Relatives or Connected Person(s) any of whom is either dependent financially on me, or consults me in taking decisions relating to trading in Securities.

v. I also undertake that in case of any change in the abovementioned list I shall intimate the same in writing to the Compliance Department at the earliest.

Signature _____

Employee Name: _____

Place:

SYSTEMATIX CORPORATE SERVICES LIMITED

FORM B

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (b) read with Regulation 6 (2) Disclosure on becoming a Key Managerial
Personnel/Director/Promoter/Member of the promoter group]**

Name of the Company:

ISIN of the Company:

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN & Address nos.	with contact	Category of Person (KMP / Director or Promoter or member of the promoter group/ Immediate relative to/others, etc.)	Date of appointment of KMP/Director / OR Date of becoming Promoter/ member of the promoter group	Securities held at the time of appointment of KMP/Director or upon becoming Promoter or member of the promoter group		% Shareholding of
				Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements, etc.)	No.	
1		2	3	4	5	6

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of Open Interest (OI) in derivatives on the securities of the company held on appointment of KMP or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

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Open Interest of the Future contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group			Open Interest of the Option Contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group		
Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

***Note:** In case of Options, notional value shall be calculated based on premium plus strike price of options*

Name & Signature:

Designation:

Date :

Place:

SYSTEMATIX CORPORATE SERVICES LIMITED

FORM C

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2)-Continual Disclosure]**

Name of the Company:

ISIN of the Company:

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (Promoter/ member of the promoter group/designated person/ Director s/immediate relative to/others etc).	Securities held prior to acquisition/ disposal		Securities acquired/Disposed				Securities held post acquisition/ disposal		Date of allotment advice/ acquisition of shares/disposal of shares, specify		Date of intimation to company	Mode of acquisition / disposal (on market/public rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)	Exchange on which the trade was executed
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of shareholding	Value	Transaction Type (Buy/Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of shareholding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

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Details of trading in derivatives of the company by Promoter, member of Promoter group, designated persons or Directors of a listed company, immediate relatives of such persons, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2)

Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
Type of Contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
16	17	18	19	20	21	22

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Date:

Name & Signature:

Place:

Designation