



Please scan this QR Code
to view the Addendum.

Dated: April 09, 2026



WEBTEL ELECTROSOFT LIMITED
(Formerly known as “Webtel Electrosoft Private Limited”)
CIN: U72900DL2000PLC104917

Our Company was incorporated as a Private Limited Company under the Companies Act, 1956 in the name and style of “Webtel Electro Soft Private Limited” bearing Certificate of Incorporation Number: U72900DL2000PTC104917 issued by the Registrar of Companies, Delhi dated March 31, 2000. Further, our Company was converted into a Public Limited Company in pursuance of a special resolution passed by the members of our Company at the Extra-Ordinary General Meeting held on July 30, 2024 and the name of our Company changed from “Webtel Electrosoft Private Limited” to “Webtel Electrosoft Limited” & Registrar of Companies, Delhi issued a new certificate of incorporation consequent upon conversion dated October 24, 2024, bearing CIN U72900DL2000PLC104917. For further details of incorporation please refer to section titled “Our History and Certain Other Corporate Matters” beginning on page no. 232 of this Draft Red Herring Prospectus.

Registered Office: 110-114, First Floor 18 Rattan Jyoti Building, Rajendra Place, Central Delhi, New Delhi, India, 110008

Tel: (011)-45054000, **Fax:** N.A., **Website:** www.webtel.in, **E-mail:** legal@webtel.in

Company Secretary and Compliance Officer: Mrs. Neetu Verma

Our Promoters: Mr. Vijay Sahni, Mr. Rajender Kapoor, Mrs. Sangeeta Sahni, Mr. Virender Bhasin & Rajeev Khandelwal (HUF)

ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS DATED NOVEMBER 27, 2024: NOTICE TO INVESTORS (THE “ADDENDUM”)

INITIAL PUBLIC OFFERING UP TO 46,16,000 EQUITY SHARES OF RS. 10/- EACH (“EQUITY SHARES”) OF WEBTEL ELECTROSOFT LIMITED (“WEBTEL” OR THE “COMPANY”) FOR CASH AT A PRICE OF RS. [●] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE (THE “ISSUE PRICE”) AGGREGATING TO ₹ [●] LAKHS (THE “ISSUE”). THE ISSUE INCLUDES A RESERVATION OF UPTO [●] EQUITY SHARES AGGREGATING TO ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE “MARKET MAKER RESERVATION PORTION”). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF UPTO [●] EQUITY SHARES AGGREGATING TO ₹ [●] LAKHS (THE “NET ISSUE”).

Potential Bidders may note the following:

- The Chapter titled “Definition and Abbreviation” and “Presentation of Financial, Industry and Market Data” beginning on page 2 and 18 of Draft Red Herring Prospectus has been updated to amend the details mentioned in “General” section of this addendum. Please note that all other details will be carried out in the offer document.
- The Chapter titled “Summary of Offer Documents” on page 23 of Draft Red Herring Prospectus has been updated to amend the details mentioned in “Summary of Offer Documents” section of this addendum. Please note that all other details will be carried out in the offer document.
- The Chapter titled “Risk Factors” beginning on page 33 of Draft Red Herring Prospectus has been updated to amend the details mentioned in “Risk Factor” section of this addendum. Please note that all other details will be carried out in the offer document.
- The Chapter titled “General Information”, “Capital Structure”, “Objects of Issue” and “Basis for Issue Price” beginning on page 72, 81, 106 and 124 of Draft Red Herring Prospectus has been updated to amend the details mentioned in “Introduction” section of this addendum. Please note that all other details will be carried out in the offer document.
- The Chapter titled “Our Business”, “Our History and Certain Other Corporate Matters”, “Our Management”, “Our Promoter”, Our Promoter Group”, “Our Group Entities” beginning on page 180, 232, 240, 267, 274 and 278 of Draft Red Herring Prospectus has been updated to amend the details mentioned in section “About the Company” section of this addendum. Please note that all other details will be carried out in the offer document.
- The Chapter titled “Financial Statements as Restated”, “Management’s Discussion and Analysis of Financial Condition”, “Results of Operation” and Financial Indebtedness” beginning on page 283, 285 and 299 of Draft Red Herring Prospectus has been updated to amend the details mentioned in section “Financial Information” section of this addendum. Please note that all other details will be carried out in the offer document.
- The Chapter titled “Outstanding Litigations and Material Developments” and “Government and Other Approvals” beginning on page 300 and 309 of Draft Red Herring Prospectus has been updated to amend the details mentioned in section “Legal and Other Information” section of this addendum. Please note that all other details will be carried out in the offer document.

BOOK RUNNING LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
NEXGEN FINANCIAL SOLUTIONS PRIVATE LIMITED	SKYLINE FINANCIAL SERVICES PRIVATE LIMITED
Address: 709, Madhuban Building, 55, Nehru Place, New Delhi -110019	Address: D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi-110020
Telephone: +91 11 41407600	Telephone: +91-11-40450193-97, Fax No: +91-11-26812683
Email: ipo@nexgenfin.com	Email: compliances@skylinerta.com
Website: www.nexgenfin.com	Website: www.skylinerta.com
Contact Person: Ms. Diksha Arora	Contact Person: Mr. Anuj Rana
SEBI Registration Number: INM000011682	SEBI Registration Number: INR000003241
CIN: U74899DL2000PTC106340	CIN: U74899DL1995PTC071324

BID/ISSUE PERIOD

Anchor Bid opens on: [●]

Bid/ Issue open on: [●]

Bid/ Issue Closes on: [●]



**Our Company, in consultation with the BRLMs may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Issue Period shall be one Working Day prior to the Bid/Issue Opening Date*



Please scan this QR
Code to view the DRHP



WEBTEL ELECTROSOFT LIMITED
(Formerly Known as Webtel Electrosoft Private Limited)
CIN: U72900DL2000PLC104917

REGISTERED OFFICE		CORPORATE OFFICE	CONTACT PERSON	EMAIL & TELEPHONE	WEBSITE
110-114, First Floor 18 Rattan Jyoti Building, Rajendra Place, Central Delhi, New Delhi, India, 110008		N.A.	Mrs. Neetu Verma Company Secretary & Compliance Officer	legal@webtel.in & +91 93191-78770	www.webtel.in
NAME OF THE PROMOTERS OF THE COMPANY					
Mr. Vijay Sahni, Mr. Rajender Kapoor, Mrs. Sangeeta Sahni & Mr. Virender Bhasin, Rajeev Khandelwal (HUF)					
Type	Fresh Issue Size (by No. of shares)	OFS* Size (by No. of shares)	Total Issue Size (by No. of shares)	Eligibility & Share Reservation among NII & RII	
Fresh Issue	Upto 46,16,000* Equity Share of Face Value of Rs. 10/- each aggregating up to Rs. [●] lakhs	NIL	Upto 46,16,000* Equity Share of Face Value of Rs. 10/- each aggregating up to Rs. [●] lakhs	The Issue is being made pursuant to Regulation 229(2) of SEBI (ICDR) Regulations as the company's post issue paid- up capital is more than 10 Crores and up to 25 Crores. For details of Share reservation among QIBs, NIIs and RIIs, see "Issue Structure" beginning on page 373.	
*OFS: Offer for Sale					
Details of OFS by Promoter(s)/ Promoter Group/ Other Selling Shareholders (upto maximum of 10 shareholders)					
Name		Type	No. of shares offered/ Amount in Rs.	WACA in Rs. Per Equity Shares	
			NA		
P: Promoter, PG: Promoter Group, OSS: Other Selling Shareholders, WACA: Weighted Average Cost of Acquisition on fully diluted basis					
RISKS IN RELATION TO THE FIRST ISSUE					
This being the first public issue of our Company, there has been no formal market for Equity Shares. The face value of our Equity Shares is ₹10 each and the Floor Price and Cap Price are [●] times and [●] times of the face value of the Equity Shares, respectively. The Floor Price, Cap Price and Issue Price (determined and justified by our Company in consultation with the Book Running Lead Manager as stated in "Basis for Issue Price" on page no. 124 of this Draft Red Herring Prospectus) should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.					
GENERAL RISK					
Investments in Equity and Equity related securities involve a degree of risk and investors should not invest any funds in this issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares issued in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the Draft Red Herring Prospectus. Specific attention of the investors is invited to the section "Risk Factors" beginning on page no. 33 of this Draft Red Herring Prospectus.					
ISSUER'S ABSOLUTE RESPONSIBILITY					
Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the Issue which is material in the context of this Issue, that the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.					
LISTING					
The Equity Shares of our Company offered through this Draft Red Herring Prospectus are proposed to be listed on the Emerge Platform of National Stock Exchange of India Limited in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. Our Company has received an approval letter dated [●] from National Stock Exchange of India Limited for using its name in the Draft Red Herring Prospectus for listing of our shares on the Emerge Platform of National Stock Exchange of India Limited. For the purpose of this Issue, National Stock Exchange of India Limited shall be the Designated Stock Exchange.					
BOOK RUNNING LEAD MANAGER TO THE ISSUE			REGISTRAR TO THE ISSUE		
 NEXGEN FINANCIAL SOLUTIONS PRIVATE LIMITED Address: 709, Madhuban Building, 55, Nehru Place, New Delhi -110019 Telephone: +91 11 41407600 Email: ipo@nexgenfin.com Website: www.nexgenfin.com Contact Person: Ms. Diksha Arora SEBI Registration Number: INM000011682 CIN: U74899DL2000PTC106340			 SKYLINE FINANCIAL SERVICES PRIVATE LIMITED Address: D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi-110020 Telephone: +91-11-40450193-97 Fax No: +91-11-26812683 Email: compliances@skylinerta.com Website: www.skylinerta.com Contact Person: Mr. Anuj Rana SEBI Registration Number: INR000003241 CIN: U74899DL1995PTC071324		
BID/ISSUE PERIOD					
Anchor Bid opens on ⁽¹⁾ : [●]		Bid/ Issue open on: [●]		Bid/ Issue Closes on ⁽²⁾⁽³⁾ : [●]	
*Subject to Finalization of Basis of Allotment					
(1) Our Company in consultation with the BRLM, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one working day prior to the Issue Opening Date.					
(2) Our Company may, in consultation with the Book Running Lead Manager, consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations.					
(3) UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue Closing Date.					



WEBTEL ELECTROSOFT LIMITED
(Formerly Known as Webtel Electrosoft Private Limited)
CIN: U72900DL2000PLC104917

Our Company was incorporated as a Private Limited Company under the Companies Act, 1956 in the name and style of “Webtel Electro Soft Private Limited” bearing Certificate of Incorporation Number: U72900DL2000PTC104917 issued by the Registrar of Companies, Delhi dated March 31, 2000. Further, our Company was converted into a Public Limited Company in pursuance of a special resolution passed by the members of our Company at the Extra-Ordinary General Meeting held on July 30, 2024 and the name of our Company changed from “Webtel Electrosoft Private Limited” to “Webtel Electrosoft Limited” & Registrar of Companies, Delhi issued a new certificate of incorporation consequent upon conversion dated October 24, 2024, bearing CIN U72900DL2000PLC104917. For further details of incorporation please refer to section titled “Our History and Certain Other Corporate Matters” beginning on page no. 232 of this Draft Red Herring Prospectus.

Registered Office: 110-114, First Floor 18 Rattan Jyoti Building, Rajendra Place, Central Delhi, New Delhi, India, 110008

Tel: (011)-45054000, **Fax:** N.A., **Website:** www.webtel.in; **E-mail:** legal@webtel.in

Company Secretary and Compliance Officer: Mrs. Neetu Verma

Promoters: Mr. Vijay Sahni, Mr. Rajender Kapoor, Mrs. Sangeeta Sahni, Mr. Virender Bhasin & Rajeev Khandelwal (HUF)

THE ISSUE

INITIAL PUBLIC OFFERING UP TO 46,16,000 EQUITY SHARES OF RS. 10/- EACH (“EQUITY SHARES”) OF WEBTEL ELECTROSOFT LIMITED (“WEBTEL” OR THE “COMPANY”) FOR CASH AT A PRICE OF RS. [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE (THE “ISSUE PRICE”) AGGREGATING TO ₹ [●] LAKHS (THE “THE ISSUE”). THE ISSUE INCLUDES A RESERVATION OF UPTO [●] EQUITY SHARES AGGREGATING TO ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE “MARKET MAKER RESERVATION PORTION”). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF UPTO [●] EQUITY SHARES AGGREGATING TO ₹ [●] LAKHS (THE “NET ISSUE”).

THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGER AND WILL BE ADVERTISED IN [●] EDITION OF [●] (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER) AND [●] EDITION OF [●] (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER, A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER) AND DELHI EDITION OF [●], (HINDI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO THE EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (“NSE EMERGE”) FOR THE PURPOSES OF UPLOADING ON THEIR WEBSITE.

*Subject to Finalization of Basis of Allotment

THE FACE VALUE OF THE EQUITY SHARES IS RS.10/- EACH AND THE FLOOR PRICE AND CAP PRICE ARE [●] TIMES AND [●] TIMES OF THE FACE VALUE OF THE EQUITY SHARES, RESPECTIVELY.

In case of any revision in the Price Band, the Bid/Issue Period shall be extended for at least three additional Working Days after such revision of the Price Band, subject to the total Bid/Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar unforeseen circumstances, our Company, for reasons to be recorded in writing extend the Bid/Issue Period for a minimum of one Working Day, subject to the Bid/Issue Period not exceeding 10 Working Days. Any revision in the Price Band, and the revised Bid/Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges by issuing a press release and also by indicating the change on the website of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and Sponsor Bank.

This Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended (“SCRR”) read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations wherein not more than 50.00% of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers (“QIBs”) (the “QIB Portion”), provided that our Company in consultation with the BRLM may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis (“Anchor Investor Portion”). One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price in accordance with the SEBI ICDR Regulations. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) (“Net QIB Portion”). Further, 5.00% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5.00% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders out of which (a) one third of such portion shall be reserved for applicants with application size of more than ₹200,000 and up to ₹1,000,000; and (b) two third of such portion shall be reserved for applicants with application size of more than ₹1,000,000, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders, and not less than 35.00% of the Net Offer shall be available for allocation to Individual Investors who applies for minimum application size in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. All Bidders, other than Anchor Investors, are required to participate in the Offer by mandatorily utilizing the Application Supported by Blocked Amount (“ASBA”) process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks (“SCSBs”) or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Offer through the ASBA process. For details, see “Issue Procedure” on page no. 337.

RISKS IN RELATION TO FIRST ISSUE

This being the first public issue of our Company, there has been no formal market for our Equity Shares. The face value of the Equity Shares of our Company is Rs.10/- each and the Issue Price is [●] times of the face value of the Equity Shares. The Issue Price determined and justified by our Company in consultation with the Book Running Lead Manager on the basis of the assessment of market demand for the Equity Shares by way of the Book building process, in accordance with the SEBI ICDR Regulations, and as stated in chapter titled “Basis for Issue Price” on page 124 of this Draft Red Herring Prospectus, should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding active and/or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of our Company and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India (“SEBI”), nor does SEBI guarantee the accuracy or adequacy of the contents of this Draft Red Herring Prospectus. Specific attention of the investors is invited to the section titled “Risk Factors” beginning on page no. 33 of this Draft Red Herring Prospectus.

ISSUER’S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the Issue which is material in the context of this Issue, that the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

LISTING

The Equity Shares of our Company offered through this Draft Red Herring Prospectus are proposed to be listed on the Emerge Platform of National Stock Exchange of India Limited in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. For the purpose of this Issue, National Stock Exchange of India Limited shall be the Designated Stock Exchange.

BOOK RUNNING LEAD MANAGER TO THE ISSUE		REGISTRAR TO THE ISSUE	
<div></div> <div>NEXGEN FINANCIAL SOLUTIONS PRIVATE LIMITED</div> <div>Address: 709, Madhuban Building, 55, Nehru Place, New Delhi -110019</div> <div>Telephone: +91 11 41407600</div> <div>Email: ipo@nexgenfin.com</div> <div>Website: www.nexgenfin.com</div> <div>Contact Person: Ms. Diksha Arora</div> <div>SEBI Registration Number: INM000011682</div> <div>CIN: U74899DL2000PTC106340</div>		<div></div> <div>SKYLINE FINANCIAL SERVICES PRIVATE LIMITED</div> <div>Address: D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi-110020</div> <div>Telephone: +91-11-40450193-97, Fax No: +91-11-26812683</div> <div>Email: compliances@skylinerta.com</div> <div>Website: www.skylinerta.com</div> <div>Contact Person: Mr. Anuj Rana</div> <div>SEBI Registration Number: INR000003241</div> <div>CIN: U74899DL1995PTC071324</div>	
BID/ISSUE PERIOD			
Anchor Bid opens on: [●]		Bid/ Issue open on: [●]	
		Bid/ Issue Closes on: [●]	
*Our Company, in consultation with the BRLMs may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Issue Period shall be one Working Day prior to the Bid/Issue Opening Date			

THIS PAGE HAS BEEN LEFT BLANK PURSUANT TO SCHEDULE VI OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018.

Contents

SECTION I- GENERAL	7
DEFINITIONS AND ABBREVIATIONS	7
PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA	8
SECTION II - SUMMARY OF OFFER DOCUMENTS.....	9
SECTION III- RISK FACTORS.....	14
SECTION IV- INTRODUCTION	27
GENERAL INFORMATION	27
CAPITAL STRUCTURE	28
OBJECTS OF THE ISSUE.....	30
BASIS FOR ISSUE PRICE	38
SECTION V- ABOUT THE COMPANY	41
OUR BUSINESS	41
OUR HISTORY AND CERTAIN OTHER CORPORATE MATTERS.....	58
OUR MANAGEMENT	59
OUR PROMOTERS	61
OUR PROMOTER GROUP	62
OUR GROUP ENTITIES	63
SECTION VI – FINANCIAL INFORMATION.....	64
FINANCIAL STATEMENTS AS RESTATED	64
MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION.....	68
FINANCIAL INDEBTEDNESS.....	75
SECTION VII - LEGAL AND OTHER INFORMATION.....	76
OUTSTANDING LITIGATIONS AND MATERIAL DEVELOPMENTS.....	76
GOVERNMENT AND OTHER APPROVALS	78
SECTION XI - DECLARATION.....	79

SECTION I- GENERAL

DEFINITIONS AND ABBREVIATIONS

Company Related Terms

Terms	Description
Peer Review Auditor	Peer Reviewed Auditor having a valid Peer Reviewed certificate No. 015776 in our case being K R A & Co., Chartered Accountants (FRN: 020266N) having their office at H - 1/208, Garg Tower, Netaji Subhash Place, Pitampura, New Delhi -110034.

Abbreviations

Abbreviation	Full Form
GSP	Generalized System of Preferences
OSP	Other Service Provider
PFC	Power Finance Corporation Ltd
PPA	Power Purchase Agreement
TPDS	Targeted Public Distribution System
ROCE	Return on Capital Employed

Technical / Industry Related Terms

Terms	Description
Colocation Model	Colocation Model means an arrangement under which the Company installs and operates its own servers, storage and networking equipment within data centre facilities, owned and operated by third-party service providers, while such third-party providers supply physical space, power, cooling, physical security, network connectivity and related services on a lease or service basis
VO	Virtual Office
ROCE	Return on Capital Employed

This space has been left blank intentionally.

PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA

Industry and Market Data

Unless stated otherwise, industry and market data used in this Draft Red Herring Prospectus has been obtained or derived from the Dun & Bradstreet Information Services India Private Limited (“D&B-India”) or and publicly available information as well as other industry publications and sources.

D&B-India is an independent agency which has no relationship with our Company, our Promoters, any of our directors or Key Managerial Personnel or the Book Running Lead Managers. The D&B-India has been exclusively commissioned pursuant to an engagement letter with D&B-India, for the purpose of confirming our understanding of the industry in which the Company operates, in connection with the Offer. The D&B-India Report will be made available on the website of our Company at www.webtel.in from the date of the Draft Red Herring Prospectus till the Bid/ Offer Closing Date.

This space has been left blank intentionally.

SECTION II - SUMMARY OF OFFER DOCUMENTS

SUMMARY OF OUR BUSINESS OVERVIEW

OUR BUSINESS OVERVIEW

In addition to our software solutions, we also offer managed services for Payroll, XBRL, Cost XBRL and GST, enabling companies to manage financial report filings and payroll functions in an efficient and compliant manner and with reduced risk of errors, particularly for small companies that are not statutorily required to appoint in-house professionals.

SUMMARY OF RELATED PARTY TRANSACTIONS

The details of Related Party Transactions are as Follows:

On the basis of Consolidated Restated Financials Statement

Related Party	Relation
Rajender Kapoor	Director
Vijay Sahni	Director
Sangeeta Sahni	Director
Rajeev Khandelwal	Director
Sunita Khandelwal	Wife of Director
Sanjay Kapoor	Brother of Director
Aashna Sahni	Daughter of Director
Ansh Sahni	Son of Director
Shivansh Kapoor	Son of Director
Suruchi Kapoor	Wife of Director
Vinod Sahni (Scan Computer Services)	Brother of Director
Rajeev Khandelwal HUF	Director's HUF
Vijay Sahni HUF	Director's HUF
Rajender Kapoor HUF	Director's HUF
Sachin Jain	Director
Sanya Kapoor	Daughter of Director
Mrs. Neetu Verma	Company Secretary
Virender Bhasin	CFO

This space has been left blank intentionally.

Particulars of transaction with related parties during the period:

(Amount in Lakhs)

Related Party	Nature	For the period ended on June 30, 2025	% to the revenue from operations	For the Financial Year ended on March 31, 2025	% to the revenue from operation	For the Financial Year ended on March 31, 2024	% to the revenue from operation	For the Financial Year ended on March 31, 2023	% to the revenue from operation
Purchase									
Rajender Kapoor	Rental Exp.	4.25	0.31%	15.06	0.31%	11.40	0.29%	10.47	0.37%
Vijay Sahni	Rental Exp.	6.07	0.45%	22.54	0.46%	13.51	0.35 %	10.39	0.36%
Sangeeta Sahni	Rental Exp.	0.87	0.06%	2.97	0.06%	2.89	0.07%	2.89	0.10%
Aashna Sahni	Rental Exp.	1.53	0.11%	5.09	0.10%	-	-	-	-
Ansh Sahni	Rental Exp.	2.01	0.15%	7.42	0.15%	7.24	0.19%	8.60	0.37%
Shivansh Kapoor	Rental Exp.	2.01	0.15%	7.43	0.15%	7.24	0.19%	8.60	0.36%
Suruchi Kapoor	Rental Exp.	0.85	0.06%	3.40	0.07%	0.72	0.02%	-	-
Rajeev Khandelwal HUF	Rental Exp.	3.12	0.23%	10.78	0.22%	10.40	0.27%	10.40	0.36%
Vijay Sahni HUF	Rental Exp.	0.18	0.01%	0.70	0.01%	0.59	0.02%	-	-
Rajender Kapoor HUF	Rental Exp.	0.18	0.01%	0.70	0.01%	0.59	0.02%	-	-
Sanya Kapoor	Rental Exp.	1.06	0.08%	3.55	0.07%	-	-	-	-
Vinod Sahni (Scan Computer Services)	Purchase of Assets	5.87	0.43%	19.22	0.39%	19.97	0.51%	42.80	1.49%
Security Deposit related to rent									
Rajender Kapoor	Security Deposit to Director	-	-	-	-	2.21	0.06%	-	-
Vijay Sahni	Security Deposit to Director	-	-	-	-	4.05	0.10%	-	-
Aashna Sahni	Security Deposit to other related party	-	-	3.06	0.06%	-	-	-	-
Suruchi Kapoor	Security Deposit to other related party	-	-	-	-	1.70	0.04%	-	-
Sanya Kapoor	Security Deposit to	-	-	2.13	0.04%	-	-	-	-

	other related party								
Security Deposit related to rent (recovered)									
Ansh Sahni	Security Deposit to other related party	-	-	-	-	1.37	0.04%	-	-
Shivansh Kapoor	Security Deposit to other related party	-	-	-	-	1.37	0.04%	-	-
Director Renumeration, KMP & Other Related Parties									
Rajender Kapoor	Director Remunerati on	10.86	0.80%	32.97	0.67%	23.66	0.61%	21.84	1.49%
Vijay Sahni	Director Remunerati on	10.86	0.80%	29.99	0.61%	18.66	0.48%	17.22	0.76%
Sangeeta Sahni	Director Remunerati on	3.90	0.29%	15.61	0.32%	14.83	0.38%	13.69	0.60%
Rajeev Khandelwal	Director Remunerati on	5.13	0.38%	20.52	0.42%	19.50	0.50%	18.00	0.48%
Sachin Jain	Director Remunerati on	-	-	1.50	0.03%	18.00	0.46%	25.50	0.63%
Sunita Khandelwal	Remunerati on- other related party	2.42	0.18%	9.66	0.20%	9.66	0.25%	9.66	0.89%
Sanjay Kapoor	Remunerati on- other related party	3.09	0.23%	11.50	0.24%	10.85	0.28%	10.16	0.34%
Aashna Sahni	Remunerati on- other related party	4.25	0.31%	16.98	0.35%	5.98	0.15%	5.89	0.35%
Sanya Kapoor	Remunerati on- other related party	5.40	0.40%	18.00	0.37%	-	-	-	-
Mr. Virender Bhasin	Remunerati on- KMP	4.64	0.34%	18.54	0.38%	3.50	0.09%	-	-
Mrs. Neetu Verma (Manager)	Remunerati on- KMP	-	-	-	-	8.51	0.22%	7.07	0.25%
Mrs. Neetu Verma (after appointment)	Remunerati on- KMP	2.55	0.19%	11.19	0.23%	-	-	-	-

as CS)									
Total		81.10	5.95%	290.50	5.94%	218.40	5.59%	223.20	7.79%

Closing Balances-

(Amount in Lakhs)

Related Party	Nature	June 30, 2025	% to the revenue from operations	March 31, 2025	% to the revenue from operations	March 31, 2024	% to the revenue from operations	March 31, 2023	% to the revenue from operations
Expense Payable									
Ansh Sahni	Expense Payable For Rent	0.57	0.04%	-	-	-	-	0.23	0.01%
Vijay Sahni	Expense Payable For Rent	-		0.66	0.01%	-	-	-	-
Shivansh Kapoor	Expense Payable For Rent	0.57	0.04%	-	-	-	-	0.23	0.01%
Sunita Khandelwal	Expense Payable for Remuneration	-	-	-	-	0.67	0.02%	0.75	0.03%
Sanjay Kapoor	Expense Payable for Remuneration	-	-	-	-	0.92	0.02%	0.70	0.02%
Security Deposit									0.18%
Rajender Kapoor	Security Deposit	7.44	0.55%	7.44	0.15%	7.44	0.19%	5.23	0.18%
Vijay Sahni	Security Deposit	9.24	0.68%	9.24	0.19%	9.24	0.24%	5.19	0.05%
Sangeeta Sahni	Security Deposit	1.45	0.11%	1.45	0.03%	1.45	0.04%	1.45	0.01%
Aashna Sahni	Security Deposit	3.06	0.22%	3.06	0.06%	-		-	
Ansh Sahni	Security Deposit	1.82	0.13%	1.82	0.04%	1.82	0.05%	3.19	0.11%
Shivansh Kapoor	Security Deposit	1.82	0.13%	1.82	0.04%	1.82	0.05%	3.19	0.11%
Suruchi Kapoor	Security Deposit	1.70	0.12%	1.70	0.03%	1.70	0.04%	-	
Rajeev Khandelwal HUF	Security Deposit	5.20	0.38%	5.20	0.11%	5.20	0.13%	5.20	0.18%
Sanya Kapoor	Security Deposit	2.13	0.16%	2.13	0.04%	-	-	-	-

Liabilities for KMP & Director's Compensation									
Rajender Kapoor	Liabilities for Director's Compensation	2.18	0.16%	0.47	0.01%	-	-	1.10	0.04%
Vijay Sahni	Liabilities for Director's Compensation	2.18	0.16%	0.57	0.01%	-	-	0.51	0.02%
Sangeeta Sahni	Liabilities for Director's Compensation	0.94	0.07%	(1.08)	-0.02%	-	-	0.50	0.02%
Rajeev Khandelwal	Liabilities for Director's Compensation	1.19	0.09%	1.12	0.02%	0.87	0.02%	0.99	0.03%
Sachin Jain	Liabilities for KMP's Compensation	-	-	-		-	-	-	-
Total		41.49	3.04%	35.61	0.73%	32.44	0.83%	28.47	0.99%

WEIGHTED AVERAGE COST OF ACQUISITION OF EQUITY SHARES BY OUR PROMOTERS IN LAST ONE YEAR

The weighted average cost of acquisition of equity shares by our promoters in last one year which has been calculated by taking average amount paid by them to acquire our equity shares is as follows:

Name of Promoter	No. of shares bought	Weighted Average Price (in Rs.)
Mr. Vijay Sahni	13,56,960	0.00
Mr. Rajender Kapoor	6,15,300	0.00
Mrs. Sangeeta Sahni	5,34,880	0.00
Mr. Virender Bhasin	80,000	0.00
Rajeev Khandelwal (HUF)	48,000	0.00

* As Certified by M/s KRA & Co, Chartered Accountants, Chartered Accountants dated October 06, 2025

AVERAGE COST OF ACQUISITION

The average cost of acquisition per Equity Share by our promoters, which has been calculated by taking the average amount paid by them to acquire our Equity Shares, is as follows:

Name of Promoter	No. of shares held	Average cost of Acquisition (in Rs.)
Mr. Vijay Sahni	40,70,880	1.03
Mr. Rajender Kapoor	18,45,900	4.91
Mrs. Sangeeta Sahni	16,04,640	0.38
Mr. Virender Bhasin	2,40,000	1.04
Rajeev Khandelwal (HUF)	1,44,000	1.04

* As Certified by M/s KRA & Co, Chartered Accountants dated October 06, 2025.

SECTION III- RISK FACTORS

The following risk factors shall be amended and updated in this Chapter:

- 1. Our Company is planning to expand its products offering in the Middle East Regions and any failure in adhering with the regulatory requirements of respective jurisdictions and geographical risks may impact our business, result of operations and financial conditions.***

Our Company is planning to expand its products offerings in the Middle East Regions and is required to develop and customize its products in compliance with the applicable legal, regulatory and technical requirements of respective jurisdictions.

Any failure to adhere to such regulatory requirements, including delays in obtaining approvals, non-compliance with local laws, technical or inability to meet prescribed standards, may adversely affect our ability to launch our products in such markets, affect our ability to cater customers in such markets and may impose penalties which could have a material adverse effect on our business, results of operations, and financial condition.

Further, our operations in the Middle East region are exposed to geopolitical risks, including the risk of war, political instability, and economic uncertainties. Any disruptions in trade or technology infrastructure or restrictions imposed by local authorities may impact our ability to operate, deliver services, or expand in these markets. Additionally, such events may affect demand for our solutions or delay implementation timelines, thereby adversely impacting our revenues and overall financial performance.

- 2. Our company operates in the information technology industry. We facilitate in compliance solution. If we do not effectively create, launch, or incorporate new products as per new technology or improvements to our service platforms or timely upgrade our products due to the amendments in the laws and regulations, it may disrupt our business operations.***

Operating in the Information Technology industry requires continuous updates to ensure compliance with evolving laws and regulations. Our success in attracting new clients and boosting sales to our current clientele largely hinges on our capacity to enhance and refine our existing product and service platforms. If our innovations fail to meet client needs, or are poorly timed with market trends, or inadequately launched, our operational performance could be adversely affected. Failure to implement these updates in a timely manner could result in loss of client confidence, and reputational harm. Such consequences could significantly disrupt business operations, weaken financial performance, and diminish market standing. Staying up to date with regulatory changes is a critical factor in maintaining business sustainability and long-term success.

Furthermore, our assumptions regarding the features that will influence purchasing decisions for potential clients or renewal choices for existing clients may prove to be inaccurate. There is no guarantee that new products or service upgrades will be delivered on time or that they will be free from defects or other issues during the development process.

Furthermore, if we do not adapt to new technologies, it could affect our business. Technology evolves quickly if we fall behind our competitors we may lose our clients. If we as a software developing company do not update on new technologies eventually will lead to limiting our ability to innovate. To avoid these issues, we need to regularly engage with our clients. This helps us understand their changing needs so we can adjust our services accordingly.

Any failure to anticipate customer demand for new and upgraded products & services with respect to emerging technologies and lifestyle could have a material adverse effect on our business, results of operations and financial condition.

4. Our business is dependent on third party technology platforms including SAP, Oracle and other ERP systems. Any disruption, change in terms, or loss of access to such platforms could adversely affect our results of operations, financial conditions.

Our ERP-integrated compliance solutions are integrated with third-party ERP systems and technology platforms such as SAP, Oracle, and other ERPs, as well as government and regulatory technology infrastructure including GSTN and other statutory portals. Our ability to deliver seamless, automated and compliant solutions is dependent on the continued availability, functionality and compatibility of such third-party platforms.

Any disruption in the operations of these third-party platforms, changes in their technology platforms, APIs, data access protocols, commercial terms, licensing policies, pricing structures, could impair the functionality of our ERP integrated compliance solutions, delay our services, increase compliance costs and adversely affects our relations with customers.

Any failure to maintain effective integration with such technology providers, or any adverse changes in their policies or operations, could negatively affect our business, results of operations, financial condition and future prospects. However, our company has not faced any of such instance in the past, while we cannot ensure it may not happen in future.

5. Our Company has entered into certain related party transactions, including with our promoter and member of promoter group, in the past and may continue to do so in the future which may result into conflict of interest.

Our Company has entered into several related party transactions with our Promoters, individuals and entities forming part of our promoter group in the ordinary course of business. These transactions mainly include, rents for operational premises, remuneration paid to promoters and related parties and purchase of assets.

During the Financial Year 2025, the aggregate value of related party transactions amounting to approximately ₹228.42 lakhs, representing 5.41% of our total expenses. A significant portion of these transactions relates to lease arrangements for premises owned by our Promoters, making our operations substantially dependent on such related parties. Any termination, non-renewal, modification, or adverse revision of the terms of these arrangements could disrupt our operations and adversely affect our business continuity, financial condition and result of operations.

Although all the related party transactions have been entered into are in compliance with Section 188 of Companies Act, 2013 and other applicable laws and on an arm's length basis, we cannot assure you that we could not have obtained more favourable terms had such transactions been entered into with unrelated parties. In addition, our Company may continue to enter into related party transactions in the future as part of its business operations and there is no assurance that such transactions, individually or in the aggregate, will not have an adverse effect on our business, financial condition, results of operations and prospects. Any increase in the scale of such transactions may further increase our dependence on promoters or related parties which may create conflict of interest in the future.

The details of Related Party Transactions are as Follows:

On the basis of Consolidated Restated Financials Statement

Related Party	Relation
Rajender Kapoor	Director
Vijay Sahni	Director
Sangeeta Sahni	Director
Rajeev Khandelwal	Director
Sunita Khandelwal	Wife of Director
Sanjay Kapoor	Brother of Director
Aashna Sahni	Daughter of Director

Ansh Sahni	Son of Director
Shivansh Kapoor	Son of Director
Suruchi Kapoor	Wife of Director
Vinod Sahni (Scan Computer Services)	Brother of Director
Rajeev Khandelwal HUF	Director's HUF
Vijay Sahni HUF	Director's HUF
Rajender Kapoor HUF	Director's HUF
Sachin Jain	Director
Sanya Kapoor	Daughter of Director
Mrs. Neetu Verma	Company Secretary
Virender Bhasin	CFO

Particulars of transaction with related parties during the period:

(Amount in Lakhs)

Related Party	Nature	For the period ended on June 30, 2025	% to the revenue from operations	For the Financial Year ended on March 31, 2025	% to the revenue from operation	For the Financial Year ended on March 31, 2024	% to the revenue from operation	For the Financial Year ended on March 31, 2023	% to the revenue from operation
Purchase									
Rajender Kapoor	Rental Exp.	4.25	0.31%	15.06	0.31%	11.40	0.29%	10.47	0.37%
Vijay Sahni	Rental Exp.	6.07	0.45%	22.54	0.46%	13.51	0.35 %	10.39	0.36%
Sangeeta Sahni	Rental Exp.	0.87	0.06%	2.97	0.06%	2.89	0.07%	2.89	0.10%
Aashna Sahni	Rental Exp.	1.53	0.11%	5.09	0.10%	-	-	-	-
Ansh Sahni	Rental Exp.	2.01	0.15%	7.42	0.15%	7.24	0.19%	8.60	0.37%
Shivansh Kapoor	Rental Exp.	2.01	0.15%	7.43	0.15%	7.24	0.19%	8.60	0.36%
Suruchi Kapoor	Rental Exp.	0.85	0.06%	3.40	0.07%	0.72	0.02%	-	-
Rajeev Khandelwal HUF	Rental Exp.	3.12	0.23%	10.78	0.22%	10.40	0.27%	10.40	0.36%
Vijay Sahni HUF	Rental Exp.	0.18	0.01%	0.70	0.01%	0.59	0.02%	-	-
Rajender Kapoor HUF	Rental Exp.	0.18	0.01%	0.70	0.01%	0.59	0.02%	-	-
Sanya Kapoor	Rental Exp.	1.06	0.08%	3.55	0.07%	-	-	-	-
Vinod Sahni (Scan Computer Services)	Purchase of Assets	5.87	0.43%	19.22	0.39%	19.97	0.51%	42.80	1.49%
Security Deposit related to rent									

Rajender Kapoor	Security Deposit to Director	-	-	-	-	2.21	0.06%	-	-
Vijay Sahni	Security Deposit to Director	-	-	-	-	4.05	0.10%	-	-
Aashna Sahni	Security Deposit to other related party	-	-	3.06	0.06%	-	-	-	-
Suruchi Kapoor	Security Deposit to other related party	-	-	-	-	1.70	0.04%	-	-
Sanya Kapoor	Security Deposit to other related party	-	-	2.13	0.04%	-	-	-	-
Security Deposit related to rent (recovered)									
Ansh Sahni	Security Deposit to other related party	-	-	-	-	1.37	0.04%	-	-
Shivansh Kapoor	Security Deposit to other related party	-	-	-	-	1.37	0.04%	-	-
Director Renumeration, KMP & Other Related Parties									
Rajender Kapoor	Director Remunerati on	10.86	0.80%	32.97	0.67%	23.66	0.61%	21.84	1.49%
Vijay Sahni	Director Remunerati on	10.86	0.80%	29.99	0.61%	18.66	0.48%	17.22	0.76%
Sangeeta Sahni	Director Remunerati on	3.90	0.29%	15.61	0.32%	14.83	0.38%	13.69	0.60%
Rajeev Khandelwal	Director Remunerati on	5.13	0.38%	20.52	0.42%	19.50	0.50%	18.00	0.48%
Sachin Jain	Director Remunerati on	-	-	1.50	0.03%	18.00	0.46%	25.50	0.63%
Sunita Khandelwal	Remunerati on- other related party	2.42	0.18%	9.66	0.20%	9.66	0.25%	9.66	0.89%

Sanjay Kapoor	Remunerati on- other related party	3.09	0.23%	11.50	0.24%	10.85	0.28%	10.16	0.34%
Aashna Sahni	Remunerati on- other related party	4.25	0.31%	16.98	0.35%	5.98	0.15%	5.89	0.35%
Sanya Kapoor	Remunerati on- other related party	5.40	0.40%	18.00	0.37%	-	-	-	-
Mr. Virender Bhasin	Remunerati on- KMP	4.64	0.34%	18.54	0.38%	3.50	0.09%	-	-
Mrs. Neetu Verma (Manager)	Remunerati on- KMP	-	-	-	-	8.51	0.22%	7.07	0.25%
Mrs. Neetu Verma (after appointment as CS)	Remunerati on- KMP	2.55	0.19%	11.19	0.23%	-	-	-	-
Total		81.10	5.95%	290.50	5.94%	218.40	5.59%	223.20	7.79%

Closing Balances-

(Amount in Lakhs)

Related Party	Nature	June 30, 2025	% to the revenue from operation s	March 31, 2025	% to the revenue from operati ons	March 31, 2024	% to the revenue from operation s	March 31, 2023	% to the revenue from operation
Expense Payable									
Ansh Sahni	Expense Payable For Rent	0.57	0.04%	-	-	-	-	0.23	0.01%
Vijay Sahni	Expense Payable For Rent	-		0.66	0.01%	-	-	-	-
Shivansh Kapoor	Expense Payable For Rent	0.57	0.04%	-	-	-	-	0.23	0.01%
Sunita Khandelwal	Expense Payable for Remuneratio n	-	-	-	-	0.67	0.02%	0.75	0.03%
Sanjay Kapoor	Expense Payable for Remuneratio n	-	-	-	-	0.92	0.02%	0.70	0.02%
Security Deposit									0.18%
Rajender Kapoor	Security Deposit	7.44	0.55%	7.44	0.15%	7.44	0.19%	5.23	0.18%

Vijay Sahni	Security Deposit	9.24	0.68%	9.24	0.19%	9.24	0.24%	5.19	0.05%
Sangeeta Sahni	Security Deposit	1.45	0.11%	1.45	0.03%	1.45	0.04%	1.45	0.01%
Aashna Sahni	Security Deposit	3.06	0.22%	3.06	0.06%	-	-	-	-
Ansh Sahni	Security Deposit	1.82	0.13%	1.82	0.04%	1.82	0.05%	3.19	0.11%
Shivansh Kapoor	Security Deposit	1.82	0.13%	1.82	0.04%	1.82	0.05%	3.19	0.11%
Suruchi Kapoor	Security Deposit	1.70	0.12%	1.70	0.03%	1.70	0.04%	-	-
Rajeev Khandelwal HUF	Security Deposit	5.20	0.38%	5.20	0.11%	5.20	0.13%	5.20	0.18%
Sanya Kapoor	Security Deposit	2.13	0.16%	2.13	0.04%	-	-	-	-
Liabilities for KMP & Director's Compensation									
Rajender Kapoor	Liabilities for Director's Compensation	2.18	0.16%	0.47	0.01%	-	-	1.10	0.04%
Vijay Sahni	Liabilities for Director's Compensation	2.18	0.16%	0.57	0.01%	-	-	0.51	0.02%
Sangeeta Sahni	Liabilities for Director's Compensation	0.94	0.07%	(1.08)	-0.02%	-	-	0.50	0.02%
Rajeev Khandelwal	Liabilities for Director's Compensation	1.19	0.09%	1.12	0.02%	0.87	0.02%	0.99	0.03%
Sachin Jain	Liabilities for KMP's Compensation	-	-	-	-	-	-	-	-
Total		41.49	3.04%	35.61	0.73%	32.44	0.83%	28.47	0.99%

For further details, see the section titled “Financial Information – Restated Financial Information – Note 29 – Restated Statement of Related Party Transactions” on page 281 of this Draft Red Herring Prospectus

6. Majority of our revenue of operations is derived from specific geographic locations, including India and outside India. Any loss of business from one or more of these specific geographic locations may adversely affect our business, revenue of operations and financial conditions.

We operate our business both domestically and internationally, with our operations spread across various states in India as well as certain overseas markets. A substantial portion of our domestic revenue from operations is derived from the states set out below, which have contributed significantly to our revenues for the period ended June 30, 2025 and for the financial years ended March 31, 2025, 2024 and 2023. Any adverse developments affecting these states, including political, economic or geographical changes, increased competition, or changes in applicable laws,

regulations or compliance requirements, may adversely affect our business, results of operations and financial conditions.

Further, a significant portion of our export revenues is derived from a single foreign country, resulting in geographic concentration in our export markets. Any adverse changes in economic conditions, regulatory framework, trade policies or political environment in such overseas market may adversely affect our export revenues and overall financial performance.

The contribution of our top five (5) states and international operations to our total revenue from operations is as follows:

(Amount in lakhs except %)

Particulars	June 30, 2025	% of Revenue from Operations	March 31, 2025	% of Revenue from Operations	March 31, 2024	% of Revenue from Operations	March 31, 2023	% of Revenue from Operations
Export								
Kingdom Of Saudi Arabia	73.01	5.36%	760.26	15.61%	581.27	15.05%	98.81	3.49%
Total (A)	73.01	5.36%	760.26	15.61%	581.27	15.05%	98.81	3.49%
Domestic								
Delhi	743.25	54.53%	2337.64	47.64%	1969.16	49.89%	1702.89	59.01%
Maharashtra	162.84	11.95%	608.66	12.50%	472.39	12.23%	393.73	13.89%
West Bengal	130.39	9.57%	420.58	8.63%	335.96	8.70%	250.13	8.83%
Tamil Nadu	90.87	6.67%	310.52	6.37%	228.24	5.91%	149.4	5.27%
Telangana	46.33	3.40%	133.36	2.74%	106.57	2.76%	79.31	2.80%
Total (B)	1,173.68	86.12%	3,810.76	77.88%	3,112.32	79.49%	2,575.46	89.80%
Total Revenue (A+B)	1246.69	91.48%	4571.02	93.49%	3693.59	94.54%	2674.27	93.29%

For further information, please refer to the chapter titled “Our Business” on page no. 180 of this Draft Red Herring Prospectus.

11. Our Company does not own the premises through which we conduct our business operations.

The premises on which our Registered Office is situated, is not owned by our company, but by the promoters of the company, i.e., Mr. Rajender Kapoor and Mr. Vijay Sahni. Our company have entered into a rent agreement dated April 01, 2025 & April 01, 2025 with Mr. Rajender Kapoor and Mr. Vijay Sahni respectively, who is the owner of the property. The detail of our registered office is as follows:

S. No.	Type of office	Address	Lessor	Lessee	Tenure	Rent Amount (Rs.)	Area
1.	Registered Office	110-111 and part of 112, First Floor, Rattan Jyoti Building, Rajendra Place, Central, New Delhi-110008, India	*Mr. Rajender Kapoor	Webtel Electrosoft Limited	01-04-2025 28-02-2026	1,04,652/- p.m.	969 Sq. ft.

2.		113-114 and part of 112, First Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008, India	*Mr. Vijay Sahni	Webtel Electrosoft Limited	01-04-2025 28-02-2026	1,03,896/- p.m.	962 Sq. ft.
----	--	--	------------------	----------------------------	--------------------------	--------------------	----------------

Further, some of our branch offices are also taken on lease arrangement. The details of which are given below:

S. No.	Particulars	Address	Owned/ Rented	Name of the owner	Tenure	Rent Amount (Rs.)	Area
1.	Branch office	G-3, Ground Floor, Rattan Jyoti Building, Rajendra Place, New Delhi 110008	Rented	Mr. Vikas Ahuja	01-04-2025 28-02-2026	20,000/- p.m.	263 Sq. ft.
2.	Branch office	G-3A, Ground Floor, Rattan Jyoti Building, Rajendra Place, New Delhi 110008	Rented	Mr. Pruan Chand Ahuja	01-04-2025 28-02-2026	20,000/- p.m.	262 Sq. ft.
3.	Branch office	G-4, Ground Floor, Rattan Jyoti Building, Rajendra Place, New Delhi 110008	Rented	*Mr. Ansh Sahni, and Mr. Shivansh Kapoor	01-04-2025 28-02-2026	20,000/- p.m.	263 Sq. ft.
4.	Branch office	G-4A, Ground Floor, Rattan Jyoti Building, Rajendra Place, New Delhi 110008	Rented	*Mr. Amit Ahuja	01-04-2025 28-02-2026	20,000/- p.m.	262 Sq. ft.
5.	Branch office	101, First Floor Rattan Jyoti Building, Rajendra Place, New Delhi 110008	Rented	*Mr. Ansh Sahni and Mr Shivansh Kapoor	01-04-2025 28-02-2026	54,756/- p.m.	507 Sq. ft.
6.	Branch office	102, First Floor Rattan Jyoti Building, Rajendra Place, New Delhi, 110008	Rented	* Mr. Ansh Sahni and Mr Shivansh Kapoor	01-04-2025 28-02-2026	55,620/- p.m.	515 Sq. ft.
7.	Branch office	106, First Floor Rattan Jyoti Building, Rajendra Place, New Delhi, 110008	Rented	*Mr. Rajender Kapoor	01-04-2025 28-02-2026	11,700/- p.m.	130 Sq. ft.
8.	Branch office	107, 1st Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Ms. Aashna Sahni	01-04-2025 28-02-2026	23,326/- p.m.	259.18 Sq ft
9.	Branch office	108, 1st Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Sanya Kapoor	01-04-2025 28-02-2026	35,478.9 0/- p.m.	394.21 sq ft
10.	Branch office	109, 1st Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Ms. Aashna Sahni	01-04-2025 28-02-2026	27,594.9 0/- p.m.	306.61 sq ft
11.	Branch office	105 & 115, 1st Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Rajeev Khandelwal HUF	01-04-2025 28-02-2026	1,04,004 /- p.m.	963 sq ft

12.	Branch office	403, 4th Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Rajender Kapoor and Ms. Suruchi Kapoor	01-04-2025 28-02-2026	56,610/- p.m.	629 Sq ft
13.	Branch office	404, 4th Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Vijay Sahni	01-04-2025 28-02-2026	58,950/- p.m.	655 sq ft
14.	Branch office	405, 4th Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Vijay Sahni and Mr. Rajender Kapoor	01-04-2025 28-02-2026	17,100/- p.m.	190 sq ft
15.	Branch office	112-112A, 1st Floor, Prabhat Kiran Building, Rajendra Place, New Delhi-110008	Rented	Mr. Rajesh Soni and Praveen Arora	01-04-2025 28-02-2026	86,140/- p.m.	924 sq ft
16.	Branch office	107, 1 st Floor, Kirti Mahal, Rajendra Place, New Delhi 110008	Rented	*Mr. Ansh Sahni and Mr. Shivansh Kapoor	01-04-2025 28-02-2026	30,414/- p.m.	318 Sq. Ft.
17.	Branch office	108 1 ST Floor, Kirti Mahal Building Rajendra Place, New Delhi 110008	Rented	Mr. Sandeep Singh Sahni	01-04-2025 28-02-2026	25,875/- p.m.	295 Sq. ft.
18.	Branch office	109, 1st Floor, Kirti Mahal Building, Rajendra Place, New Delhi-110008	Rented	Mr. Sunil Kr. Soni and Mr. Anup Kr. Soni	01-06-2022 30-05-2031	21,800/- p.m.	292 Sq. ft.
19.	Branch office	110, 1st Floor, Kirti Mahal Building, Rajendra Place, New Delhi-110008	Rented	Mr. Ganga Ram	07-07-2021 31-06-2030	28,750/- p.m.	295 sq ft
20.	Branch office	111 1 ST Floor, Kirti Mahal Building Rajendra Place, New Delhi 110008	Rented	*Mr. Narmrita Butalia	01-04-2025 28-02-2026	19,964/- p.m.	248 Sq. ft.
21.	Branch office	112, 1 st Floor, Kirti Mahal Building Rajendra Place, New Delhi 110008	Rented	Mrs. Kangna Mahajan	01-04-2025 28-02-2026	17,112/- p.m.	240 Sq. ft.
22.	Branch office	113, 1 st Floor, Kirti Mahal, Rajendra Place, New Delhi	Rented	*Mrs. Sangeeta Sahni	01-04-2025 28-02-2026	28,944/- p.m.	268 Sq. ft.
23.	Branch office	Office No. 7 ,1 st floor Veda Azad Road Near BMC Office Andheri East Mumbai	Rented	Srujan Development and Construction	01-08-2024 31-07-2029	94,500/- p.m.	800 Sq. ft.
24.	Branch office	No. 3B1, Solai Complex Mahaveer Garden Anusha Street Ambattur Chennai - 600058	Rented	Mr. S. Kannan	21-10-2024 20-10-2027	65,000/- p.m.	2,285 Sq. ft.
25.	Branch office	H. No 19/3 4th Floor, Prakash Nagar, Begumpet, Hyderabad,	Rented	Mr. Suresh S	01-01-2025 31-12-2027	45,000/- p.m.	980 Sq. ft.

		Telangana 500016					
26.	Branch office	C-507, 5th floor, Wisteriaa Fortune, Near Bhumkar chowk, Wakad, Pune – 411044.	Rented	Mrs. Aarti Alok Kanhai	15-12-2022 14-12-2025	14,900/- p.m.	532 Sq. ft.
27.	Branch office	Office. No 203 Second Floor Raja commercials 74/1A , Vihwakarna chowk, Miller Ganj GT Road Ludhiana Punjab	Rented	Mr. Shiv Kumar Bajaj	01-05-2025 30-04-2026	15,000/- p.m.	210 Sq. ft.
28.	Branch office	33A, Jawaharlal Nehru Road 5th Floor Flat no A-11 Kolkata 700071	Rented	Mr. Prabhjot Singh Sahni	01-05-2025 30-04-2026	79,380/- p.m.	1,106 Sq. ft.
29.	Branch office	B-922, Sun West Bank, Opposite City Gold Cinema, Ashram Road, Ahmedabad-380009, Gujarat, India	Rented	Mr. Azhar Mohammadkasa m Rushnaiwala	01-04-2025 31-03-2026	30,000/- p.m.	1,200 Sq. ft.
30.	Branch office	#20, Lakshmi Complex, 3rd Floor, Shankar Mutt Road Shankarapuram, Basavanagudi, Bengaluru - 560004	Rented	Mr. T.L. Bharathy	01-03-2025 28-02-2028	45,000/- p.m.	1,200 Sq. ft.

** The lessor of the immovable properties as mentioned in the table fall under Promoters or Promoter Group and hence are related party.*

We cannot assure you that we will be able to continue the above arrangements on commercially acceptable or favourable terms in future. In the event we are required to vacate the current premises, we would need to make alternative arrangements for new premises and other infrastructure and facilities. If we are required to relocate our business operations during this period, we may suffer a slight disruption in our operations or have to pay higher charges, which could have an effect on our business. For details regarding such leasehold properties, please refer to chapter titled “Our Business” on page no. 180 of this Draft Red Herring Prospectus.

12. We have significant working capital requirements. Any inability to generate sufficient cash flows from operations or to obtain adequate financing on acceptable terms could adversely affect our business, cash flows and results of operations.

Our business requires significant working capital to support ongoing operations, including software development and maintenance, continuous upgrades to address frequent regulatory changes, cloud infrastructure and data centre services, payment of statutory dues, employee costs, marketing expenses.

Further, a portion of our revenues is derived from annual or periodic subscription-based software licenses, while certain expenses such as employee costs, data centre expenses and software upgradation are incurred upfront or on a continuous basis. Any delay in customer payments, reduction in renewals, or increase in receivables could adversely impact our liquidity position.

If we are unable to generate sufficient cash flows from our operations to meet our working capital requirements, we may need to rely on external financing, including borrowings or other sources of funds. There can be no assurance that such financing will be available to us on commercially acceptable terms. Any increase in borrowing costs, restrictive covenants, or inability to access funding when required may impact our financial conditions and result of operations.

An adverse impact on our working capital position could affect our ability to invest in product development, technology upgrades, cloud infrastructure, marketing initiatives, geographic expansion and timely servicing of client requirements, which in turn could materially and adversely affect our business, cash flows, financial condition and results of operations.

15. Any write-down or impairment of intangible assets that may be capitalised by our Company in the future could adversely affect our results of operations and financial condition.

Our Company has certain intangible asset under development including software and product development, which may be capitalise in future, subject to compliance with applicable accounting standards. Upon capitalisation, these intangible assets would be required to be amortised over their estimated useful lives and also be subject to the periodic impairment assessment in accordance with applicable accounting standards.

The recoverability of such capitalised intangible assets depends on the successful development, commercial viability and continued market acceptance of the underlying products and technologies. If these intangible assets fail to generate the expected economic benefits due to factors such as changes in technology, evolving market conditions, shifts in customer preferences, increased competition, changes in regulatory requirements or changes in our business strategy, our Company may be required to recognise impairment losses or write-downs in its financial statements. Any such impairment loss or write-down would be recognised as an expense and could adversely affect our profitability, cash flows, and overall financial condition.

28. One of our Promoter Group Company, Dhruv Green Fields Limited was engaged in Collective Investment Scheme and was directed to wind up its existing scheme and refund the monies to the investors.

One of our promoter group companies, Dhruv Green Fields Limited, was engaged in the Collective Investment Scheme. Further, SEBI had issued a Public Notice dated December 18, 1997, stating that regulations governing Collective Investment Schemes, including plantation schemes, would be notified. Pursuant thereto, SEBI notified the SEBI (Collective Investment Schemes) Regulations, 1999.

In compliance with the provisions of the CIS Regulations, Dhruv Green Fields Limited applied to SEBI for provisional registration under Regulation 68 of the SEBI (Collective Investment Schemes) Regulations, 1999. However, after examination of the application and after granting an opportunity of personal hearing, SEBI concluded that the company did not satisfy the eligibility conditions prescribed under Regulation 70(1)(b) and Regulation 70(1)(c) of the said Regulations. Accordingly, SEBI rejected the application and directed the company to wind-up its existing schemes and refund the monies collected from the investors, in accordance with the applicable provisions of the CIS Regulations.

Pursuant to the aforesaid directions, Dhruv Green Fields Limited duly wound up the existing schemes and refunded the amounts to the investors and such repayments are also reflected in the Financial Statements for the period ended on March 31, 2002 and March 31, 2003.

The aforesaid matter pertains to a promoter group company and relates to past events. It does not have any impact on the financial position, business operations, or day-to-day affairs of our Company i.e., Webtel Electrosoft Limited.

29. The Company does not have any directly listed peer companies for the purpose of performance comparison. Therefore, investors must rely on their own analysis of the Company's financial metrics and other relevant factors when evaluating an investment in the offering.

The Company operates in various segments including software segment, ERP Intergrated Compliance Solutions, ERP Integrated Business Solutions, Cloud Solutions and Services and Outsourcing Services, primarily focused on compliance-oriented solutions, catering to varied regulatory and reporting requirements across multiple sectors. Owing to the unique nature of its business model, diversified service offerings, revenue composition, scale of operations, and scope of activities, the Company does not have any directly comparable listed peer companies whose business models or financial performance can be used as a benchmark for evaluating the Company's performance. While certain listed and unlisted companies may operate in related industries or undertake similar business activities

in limited respects, such companies differ materially from the Company, inter alia, in:

- (i) the contribution of such activities to their overall revenues; and
- (ii) the nature, scale, and scope of their operations across diverse sectors and geographies.

Hence, no Indian publicly listed company can be considered a true or fully comparable peer group for the Company for the purpose of overall performance comparison. In the absence of directly comparable listed peers, investors may find it difficult to evaluate the Company's historical or future performance by reference to industry benchmarks or peer-based valuation metrics.

The investors are required to independently evaluate the merits of an investment in the Issue and must rely on their own analysis of the Company's financial statements, accounting ratios, growth prospects and other relevant considerations.

30. We derive a portion of our revenue from international operations and may continue to increase our foreign currency exposure, which could adversely affect our financial performance due to foreign exchange fluctuations.

We derive a portion of our revenue from customers located outside India, and consequently, a part of our revenue from operations is denominated in foreign currency. For the period ended on June 30, 2025 and the financial years ended on March 31, 2025, March 31, 2024 and March 31, 2024, approximately, 6.87%, 17.49%, 15.17% and 3.49% of our total revenue from operations was generated from international markets. As we continue to expand our business operations outside India, our exposure to foreign currency fluctuations may increase in the future.

Foreign exchange rates are subject to volatility due to factors beyond our control, including global economic conditions, geopolitical developments, changes in monetary policies and market dynamics. Any adverse movement in foreign exchange rates may negatively impact our revenues, operating margins, cash flows and reported financial results.

Further, we do not have a formal foreign exchange hedging policy in place to mitigate the risks arising from currency fluctuations due to which we may not be able to effectively manage or offset the impact of adverse foreign exchange movements. Any increase in our foreign currency exposure or inability to manage foreign exchange risks may materially and adversely affect our business, results of operations, financial condition and cash flows.

31. We are required to obtain registration under the applicable Shop and Establishment laws for all locations from where the company carries its operations. Any failure or delay in obtaining such registrations may result in the imposition of penalties or fines and could adversely affect the Company's financial condition, results of operations, and reputation.

The Company carries its operations from various locations and are required to obtain registration under applicable Shop and Establishment laws. The company has obtained for shop and establishment registration for its other operational locations and has applied for shop and establishment registration for its Hyderabad and Ludhiana location. However, the Company has been unable to apply for the Shop and Establishment registration for its locations in Ahmedabad due to technical constraints.

Any delay or failure in completing the application process may result in the issuance of show cause notices, imposition of penalties or fines, or other regulatory actions by the concerned authorities. Such actions, if initiated, may adversely affect the Company's business operations, revenue from operations, financial condition, and reputation.

46. There may be potential conflicts of interest if our Promoters or Promoter Group or Directors or Group Companies or Subsidiaries are engaged in any business activities that are similar to or compete with our business operations.

Our subsidiaries Webtel Enterprise Solutions Private Limited and Webtel Technologies Solutions-FZCO are engaged in business activities which similar to those of our Company. As a result, there may be instances of conflict of interests between our company and such entities.

Such overlapping business interests could lead to competition for opportunities, customers, or resources, and may potentially influence decisions made at the Company level. While we have entered into non-compete agreements with Webtel Enterprises Solutions Private Limited dated 24th October 2025 and with Webtel Technologies Solutions – FZCO dated 16th October 2025, there can be no assurance that our Promoters, members of the Promoter Group, group companies or subsidiaries will refrain from engaging in activities that may compete with our current or future business ventures. Any failure to adequately address or manage such conflicts of interest or competitive activities could have a material adverse effect on our business, reputation, financial condition, results of operations and overall profitability.

This space has been left blank intentionally.

SECTION IV- INTRODUCTION

GENERAL INFORMATION

CHANGE IN THE AUDITOR DURING LAST 3 YEAR

There is no change of the Auditors during the last three years preceding the date of this Draft Red Herring Prospectus:

Name of the Auditor	Date of Appointment	Date of Resignation	Reason for change
Harvinder Arora & Associates	September 30, 2024	N.A.	The tenure of auditor expired on 24 th Annual General Meeting and hence re-appointed for tenure of further five (5) years.

This space has been left blank intentionally.

CAPITAL STRUCTURE

8. The average cost of acquisition of or subscription to Equity Shares by our Promoters is set forth in the table below:

Name of Promoter	No. of shares held	Average cost of Acquisition (in Rs.)
Mr. Vijay Sahni	40,70,880	1.03
Mr. Rajender Kapoor	18,45,900	4.91
Mrs. Sangeeta Sahni	16,04,640	0.38
Mr. Virender Bhasin	2,40,000	1.04
Rajeev Khandelwal (HUF)	1,44,000	1.04

** As Certified by M/s KRA & Co, Chartered Accountants dated October 06, 2025*

18. Our Company has not issued shares for consideration other than cash or out of revaluation of reserves, including Bonus Shares, at any point of time since Incorporation except the following:

- A. Company has issued Bonus Shares in the ratio of 3:5 for consideration other than cash on the date 29-03-2017. Details of the issue given below:

S. No.	Name of Allottees	No. of Shares Allotted	Face Value (Rs.)	Issue Price (Rs.)	Date of Allotment	Reason for Allotment	Benefit occurred to Issuer
1.	Vijay Sahni	2,54,430	10	Nil	29-03-2017	Bonus Issue	Capitalization of Reserve
2.	Live With True Value Developers Private Limited	1,56,000	10	Nil	29-03-2017		
3.	Dhruv Green Fields Limited	69,300	10	Nil	29-03-2017		
4.	Satish Rastogi	60,000	10	Nil	29-03-2017		
5.	Sangeeta Sahni	36,390	10	Nil	29-03-2017		
6.	Rajender Kapoor	33,599	10	Nil	29-03-2017		
7.	Jyoti Bhasin	30,000	10	Nil	29-03-2017		
8.	Suruchi Kapoor	18,090	10	Nil	29-03-2017		
9.	Virender Bhasin	15,000	10	Nil	29-03-2017		
10.	Sunita Khandelwal	12,000	10	Nil	29-03-2017		
11.	Vijay Sahni (HUF)	11,700	10	Nil	29-03-2017		
12.	Rajeev Khandelwal (HUF)	9,000	10	Nil	29-03-2017		
13.	Raj Sahni	7,800	10	Nil	29-03-2017		
14.	Sanjay Kapoor	7,500	10	Nil	29-03-2017		
15.	Pushpalata Sharma	7,500	10	Nil	29-03-2017		
16.	Kautilya Capinvest Leahold Private Limited	5,400	10	Nil	29-03-2017		
17.	Rajender Kapoor (HUF)	5,400	10	Nil	29-03-2017		
18.	Sh. M.L Kapoor	2,100	10	Nil	29-03-2017		
19.	Pawan Gupta	1,950	10	Nil	29-03-2017		
20.	S.K. Gupta	1,950	10	Nil	29-03-2017		
21.	Rakesh Kapoor	1,950	10	Nil	29-03-2017		
22.	Mahesh Goel	1,560	10	Nil	29-03-2017		
23.	Vijay Kumar Gupta	1,560	10	Nil	29-03-2017		

24.	Shri Kant	1	10	Nil	29-03-2017		
Total		7,50,180					

This space has been left blank intentionally.

OBJECTS OF THE ISSUE

Our Company proposes to utilize the funds which are being raised towards funding the following objects and achieve the benefits of listing on the Emerge Platform of NSE.

The objects of the Issue are: -

3. To meet the expense for Enhancing the deployment in Data Centres

Utilisation of Net Proceeds

We intend to utilize the proceeds of the Fresh Issue, in the manner set forth below:

S. No.	Particulars	Amount (In Lakhs)	% of Gross Proceeds	% of Net Proceeds
1.	To meet the expense for the Development of Product	1,000.00	[●]	[●]
2.	To meet the expense for Branding and Marketing	200.00	[●]	[●]
3.	To meet the expense for Enhancing the deployment in Data Centres	1,500.00	[●]	[●]
4.	To meet the expense for General Corporate Purposes*	[●]	[●]	[●]
	Total	[●]	[●]	[●]

**To be finalised upon determination of the Issue Price and updated in the Prospectus prior to filing with the RoC, Delhi and the amount to be utilized for general corporate purposes shall not exceed 15% of the amount raised by our Company or Rs. 10 Crores, whichever is lower.*

Note: Any Additional cost will be borne by the company through internal accruals.

1. To meet out the expense for product development:

Required upgradations in our current products and compliance solutions:

The current products in our business verticles are based on Indian Regulatory Framework. We are intended to expand our business in United States, UK, APAC and Middle East, we are required to upgrade our products according to regulatory requirements of that country.

The details of upgradation required in our current products are:

ERP Integrated Compliance Solutions: The custom solutions are integrated with various ERPs like SAP, Oracle, Microsoft Business Central and other ERPs to efficiently manage the operations and business. The upgradation will be done as each customer requirements and complying the law of such country.

Virtual Office (Website): This will be upgraded to align with the government portals, statutory disclosures, and compliance requirements each country. The user inference and content structure will be changed pursuant to country-specific laws, rules, and regulatory practices.

Vendor Portal/ SchemeX: This will be upgraded or customized based on the operational, compliance, and reporting requirements of specific clients and the regulatory framework applicable in the respective country.

Payroll (HRMS): The payroll and HRMS solution shall be upgraded to align with country-specific payroll and employment regulations, including tax withholding, social security contributions, statutory filings, and other employee-related compliance requirements applicable in the respective country.

Compliance Solutions for Income Tax, Withholding tax, E Invoicing and VAT solutions for overseas markets: We need to upgrade our existing Income Tax, withholding tax (TDS), E Invoicing and VAT solutions based on the tax regimes of overseas markets. These upgradations shall address country-specific thresholds,

reporting requirements, and multi-level tax structures, including state-level and local-level taxes, as applicable.

The computer hardware and software licenses purchased in last three (3) Financial Years and for the period ended on 31st December 2025:

(Amount in Lakhs)

Particulars	March 31, 2023	March 31, 2024	March 31, 2025	December 31, 2025
Computer Hardware	33.06	60.21	23.23	21.37
Software Licenses	19.67	40.59	44.51	25.51
Total	52.73	100.80	67.74	46.87

Computer Hardware and Software Licenses

Quotation: For product development for Computer Hardware and Software Licenses, we have taken a quotation from U. C. Infosystems Private limited on October 15, 2025:

Note: The Quotation received from vendor is at arm's length price.

Human Resources

The employee count and expenses incurred on employees, for development of product are given as under:

Particulars	For the Financial year ended on March 31, 2023		For the Financial year ended on March 31, 2024		For the Financial year ended on March 31, 2025		For the period ended on December 31, 2025	
	Employee Count	Expenses Incurred on employees (In Lakhs)	Employee Count	Expenses Incurred on employees (In Lakhs)	Employee Count	Expenses Incurred on employees (In Lakhs)	Employee Count	Expenses Incurred on employees (In Lakhs)
Software Developer	31	169.54	57	253.70	67	352.67	60	281.76
Support	39	216.26	45	317.77	71	353.05	57	310.05
Designer	03	21.00	03	28.23	03	34.09	05	30.15
Tester	03	5.51	05	25.79	11	40.45	07	34.41
Total	76	412.31	110	625.49	152	780.26	129	656.36

Quotation: We have taken quotation for human resources from KRS Manpower Solutions Private Limited dated October 15, 2025:

Note: The Quotation received from vendor is at arm's length price.

2. Branding and Marketing

We have been investing in branding and marketing efforts to enhance our visibility. This is details of expenses incurred with respect to branding and marketing for the financial year ended on March 31, 2023, March 31, 2024, March 31 2025 and quarter ended on June 30, 2025.

(Amount in Lakhs)

Particulars	FY 2022-2023		FY 2023-2024		FY 2024-2025		June 30, 2025	
	Employee Count	Costing (Amt in Lakhs)	Employee Count	Costing (Amt in Lakhs)	Employee Count	Costing (Amt in Lakhs)	Employee Count	Costing (Amt in Lakhs)
Digital Marketing	3	8.39	4	13.47	7	28.22	8	12.66
Business Generation	23	89.71	26	110.38	34	100.10	34	25.02
Total (A)	26	98.10	30	123.85	41	128.32	42	37.68
Advertisement	-	3.79	-	7.72	-	19.90	-	5.18
Sale Promotion	-	4.15	-	6.85	-	25.81	-	0.37
Seminar Expenses	-	3.05	-	5.21	-	6.82	-	2.11
Sponsorship Charges	-	2.02	-	4.95	-	2.70	-	0.85
Total (B)	-	13.01	-	24.74	-	55.22	-	8.50
Grand Total (A+B)		111.11	-	148.59	-	183.54	-	46.18

Process of Lead Generation:

The Company follows a structured and multi-stage lead generation process to acquire customers for its services. The process is given as below:

1. Customer Outreach and Lead Identification:

The Company has an integrated sales and marketing team, under which a dedicated lead generation operates. The lead generation team targets practicing professionals such as Company Secretaries, Chartered Accountants, and small and medium-sized enterprises and large corporates and enterprise clients.

Leads are generated through direct outreach, including tele-calling and business development efforts, wherein the team introduces the Company's software and services, explains key features and highlights their potential benefits to prospective customers.

2. Software Demonstration and Requirement Assessment:

Upon initial interest from prospective customers, the Company schedules software demonstrations. During this demonstration, the Company showcases the functionality, features and usage of its software solutions.

3. Commercial Discussion and Closure:

Following the demonstration, if the prospective customer expresses interest, commercial discussions are undertaken to finalise pricing and contractual terms. Upon mutual agreement, the customer is onboarded.

4. Implementation and Deployment:

After finalisation of commercial terms, the Company proceeds with the implementation and deployment of its services and provides necessary onboarding support to the customer.

We have taken quotation from M/s Trigital Solutions Private Limited dated October 15, 2025.

Note: The Quotation received from vendor is at arm's length price.

3. To meet the expense for Enhancing the deployment in Data Centres:

Our Company intends to deploy ₹1,500.00 lakhs towards expanding its data centre infrastructure under a colocation model.

Under this model, the Company installs and operates its own servers, storage devices, racks and networking equipment within data centre facilities, owned and operated by third-party service providers.

Such third-party operators provide physical space, power supply, cooling systems, physical security, network connectivity and related services. The Company does not own or operate any independent data centre facility.

The proposed investment is intended to upgrade and expand the Company's existing infrastructure by procuring additional servers and IT equipment, enhancing colocation capacity, and meeting maintenance and operational requirements. This will enable the Company to support its growing service offerings and provide scalable, secure and reliable solutions to its customers.

Our key services enabled through such infrastructure include:

- **PaaS (Platform as a Service):** A cloud-based system that provides tools and resources for businesses to develop, test, and manage applications without worrying about the underlying infrastructure.
- **SaaS (Software as a Service):** A service that allows businesses to use software applications over the internet without needing to install or maintain them on their own devices.

The details of investment in data centre in mentioned below table:

<i>(Amount in Lakhs)</i>					
Particulars	FY 2022-2023	FY 2023-2024	FY 2024-2025	December 31, 2025*	Total (Rs in Lacs)
Server	12.78	69.84	81.13	170.8	334.55
Co-location	20.03	35.60	27.80	18.93	102.36
Maintenance	16.44	20.92	31.52	24.54	93.42
Total	49.25	126.36	140.45	214.27	530.33
Expense Growth YOY basis (%)	-	156.57%	11.15%	-	

*On provisional basis

The Company invested in data centre out of its internal accruals to create a foundation base with virtual machine of around 950 virtual machines placed in 38 servers.

We plan to upgrade our Data Centre infrastructure to expand our services and provide businesses with reliable and scalable solutions.

- To set up a full-fledged data center requires a secure, temperature-controlled facility with reliable power backups, cooling systems, and strict security measures like biometric access and CCTV surveillance. Essential hardware includes high-performance servers, storage solutions networking equipment (routers, switches, and firewalls), and well-organized racks.
- Maintenance involves an IT team for system management, software licenses for security and monitoring. High-speed, redundant internet connectivity, private links, and load balancing ensure smooth operations. backup solutions like Co-location and cloud storage. A well-designed data center ensures efficiency, security, and scalability for future growth.

The existing details of place of data centres is given below:

Particulars	Details
Server Location	Yotta Data Services Private Limited, Plot No. 7, Sector Knowledge Park V, Gautam Buddha Nagar, Uttar Pradesh – 201306
Service Provider	CloudTechtiq Technologies Private Limited, 33-B, Shakti Sarovar, Singapura, Mansarovar, Jaipur, Rajasthan – 302035

Note:

1. The data center is taken on lease from Yotta Data Services Private Limited.
2. The company plans to set up its data centre based on the availability of location, which will be finalized in consultation with the selected vendor after the receipt of IPO proceeds.

Further, under existing data centre, the servers, Storage Systems, Racks and Cabinets, Cabling (Copper & Fibre), Firewalls and Switches are owned by the Company whereas the Bandwidth, Power Capacity are leased by the Company.

CloudTechtiq Technologies Private Limited:

Services Provided by CloudTechtiq Technologies Private Limited:

It provides the maintenance and operational support services in relation to the Company's data centre infrastructure. These services include ensuring the effective functioning of servers housed at the data centre facility, monitoring infrastructure performance, and providing technical support to maintain uninterrupted operations.

These services have been provided in the past and continue to be provided on an ongoing basis.

Role and Responsibilities:

CloudTechtiq Technologies Private Limited is responsible for managing and monitoring the Company's network, servers, operating systems, databases, and virtual machines deployed at the data centre. Its role includes continuous monitoring of server performance, troubleshooting technical issues, and ensuring the effective, secure, and uninterrupted functioning of the Company's data centre server infrastructure.

Schedule of Implementation:

The Schedule of Implementation is provided as below:

(Amount in Lakhs)

Particulars	Amount	Utilization from IPO Proceeds		Utilization from Internal Accruals
		Amount to be utilized in FY 2026-27	Amount to be utilized in FY 2027-28	
Server Hardware and other components	967.41	687.87	259.47	20.07
Maintenance cost	327.09	155.76	171.33	-
Bandwidth and Co-Location	225.57	116.37	109.20	-
Total	1520.07	960.00	540.00	20.07

Note: Any expenses over and above the net proceeds embarked to be utilized towards marketing expenses shall be utilized through Internal Accruals.

Details of the proposed increased in data centre capacity:

The details of the proposed increase in data centre capacity pursuant to the investment proposed to be made out

of the IPO proceeds are provided below:

Particulars	Existing Capacity	Proposed Capacity post investment through IPO proceeds
Servers	38	123
Storage Systems	3	10
Racks & Cabinets	3	5
Cabling (Copper & Fibre)	Fibre	Fibre
Bandwidth	200 Mbps (burstable 1 Gbps)	500 Mbps (burstable 1 Gbps)
Power Capacity	9 KVA	15 KVA
Firewalls	3	5
Switches	4	8
Power Backup Systems	UPS – 12 KVA	UPS – 36 KVA

The company is proposing to scale its business by adding 85 servers through IPO Proceeds. The rationale behind adding 85 servers is that the company with its existing 38 servers created a strong foundation of its business and wanted to scale it due to existing and future demand. The increasing of servers is primarily attributable to the proposed expansion of our technology infrastructure to support our business growth and operational requirements.

The following is the past three years and current period 38 server storage capacity breakup:

Particulars	March 31, 2023	March 31, 2024	March 31, 2025	December 31, 2025
Number of Server	12	19	28	38
Growth YOY basis (%)	-	58.33%	47.37%	-
Total clients count (from webtel's clients and other than webtel's clients)	628	842	1062	989
Growth YOY basis (%)	-	34.08%	26.13%	-
Storage Capacity- Virtual Machine (in Numbers)	300	475	700	950
Processing	768 virtual Central Processing Units ("vCPUs")	1200 virtual Central Processing Units ("vCPUs")	1790 virtual Central Processing Units ("vCPUs")	3000 virtual Central Processing Units ("vCPUs")
RAM	6 TB (Tera Byte)	9 TB (Tera Byte)	14 TB (Tera Byte)	20 TB (Tera Byte)
Data Storage	200 TB including storage & 100 TB (RAID 2)	300 TB including storage & 150 TB (RAID 2)	400 TB including storage & 200 TB (RAID 2)	600 TB including storage & 300 TB (RAID 2)
For Webtel Existing Clients-Processing	268 virtual Central Processing Units ("vCPUs")	420 virtual Central Processing Units ("vCPUs")	640 virtual Central Processing Units ("vCPUs")	1250 virtual Central Processing Units ("vCPUs")
For Outside Clients-Processing	500 virtual Central Processing Units ("vCPUs")	780 virtual Central Processing Units ("vCPUs")	1150 virtual Central Processing Units ("vCPUs")	1750 virtual Central Processing Units ("vCPUs")

Expenses on Company's Cloud Infrastructure:

Our Company's cloud infrastructure expenses have increased and the key components of cloud infrastructure costs can be attributed to the following:

- **Compute processing power (including CPU):** Webtel operated at a capacity of 3,000 virtual Central Processing Units ("vCPUs") in December 2025, using a mix of general purpose machines for everyday tasks, memory-optimized instances for data-heavy tasks, and Central Processing Unit (CPU)-powered servers for intensive computing.
- **Storage volume (RAM):** The platform stored approximately 20 Terabytes ("TB") of data in December 2025. This includes software product images and videos, order and delivery logs, analytics datasets and events logs.
- **Network Data Storage capabilities:** Approximately 600 TB of data was transferred daily as at December 2025 including storage, which means 300 TB of data storage related to RAID2. This help to primarily outbound traffic to content delivery and third-party integrations.

Further the revenue generated from Data Center are as follows:

(Amount in Lakhs)

Particulars	March 31, 2023	March 31, 2024	March 31, 2025	December 31, 2025
From Webtel's Clients				
Revenue generated	77.91	117.50	182.44	180.97
Clients Count	314	396	462	416*
Average revenue per client	0.25	0.30	0.39	0.44
From other than Webtel's Clients**				
Revenue generated	77.91	157.12	271.12	281.10
Clients Count	314	446	600	573*
Average revenue per client	0.25	0.35	0.45	0.49
Total revenue generated from Data Centre	155.82	274.62	453.56	462.07
Growth YOY basis (%)	-	76.24%	65.21%	-
Total Clients Count	628	842	1,062	989*
Growth YOY basis (%)	-	34.08%	26.13%	-

* The number of clients as on December 31, 2025, has been considered based on billing records up to the said date. In the Company's Data Centre business, client count is linked to active billing during the reporting period. Certain clients whose services are active as on December 31, 2025, will be billed during January to March 2026 due to normal operational and billing cycle timelines. Accordingly, the client count as on December 31, 2025, appears lower and is procedural in nature. The Company continues to witness growth in its client base on a year-on-year basis.

** The term "other than Webtel's clients" refers to customers who are not availing any other services offered by our Company. Such customers avail only the data centre services provided by our Company and do not utilize any of our other service offerings. Such customers may include professionals, small medium entrepreneurs and midsize corporates.

SERVER, HARDWARE AND OTHER COMPONENTS

Quotation: For Servers, Hardware and other components, we have taken quotation from Intensity Global Technologies Limited dated October 15, 2025

Note: The Quotation received from vendor is at arm's length price.

MAINTENANCE

Quotation: For data center maintenance we have taken quotation from Cloudtechtq Technologies Private Limited dated September 01, 2025.

Note: The Quotation received from vendor is at arm's length price.

BANDWIDTH

Quotation:

A. We have taken quotation for DC Bandwidth from NTT Global Data Centers & Cloud Infrastructure India Private Limited dated September 01, 2025:

Note: The Quotation received from vendor is at arm's length price.

B. We have taken quotation for DC Colocation from NTT Global Data Centers & Cloud Infrastructure India Private Limited dated September 01, 2025.

Note: The Quotation received from vendor is at arm's length price.

This space has been left blank intentionally.

BASIS FOR ISSUE PRICE

Key financial and operational performance indicators (“KPIs”)

Our company considers that KPIs included herein below have a bearing for arriving at the basis for Offer Price. The KPIs disclosed below have been approved by a resolution of our Audit Committee dated October 06, 2025. Further, the KPIs herein have been certified by M/s KRA & Co., Chartered Accountants, by their certificate dated October 06, 2025 vide 2550315BMJCNL5316. Our company has not disclosed to earlier investors at any point of time during the three years period prior to the date of the Draft Red Herring Prospectus.

5. Key metrics like revenue growth, EBIDTA Margin, PAT Margin and few balance sheet ratios are monitored on a periodic basis for evaluating the overall performance of our Company

On the basis of Restated Consolidated Financials

(Amount in Lakh, except EPS, % and ratios)

Particulars	For the period ended on June 30, 2025	For the Financial Year ended on March 31, 2025	For the Financial Year ended on March 31, 2024	For the Financial Year ended on March 31, 2023
Revenue from operations ⁽¹⁾	1,362.95	4,888.09	3,904.43	2,864.31
Growth in Revenue from Operations ⁽²⁾	-	25.19%	36.31%	-
EBITDA ⁽³⁾	336.56	796.46	507.89	165.32
EBITDA (%) Margin ⁽⁴⁾	24.69%	16.29%	13.01%	5.77%
EBITDA Growth Period on Period ⁽⁵⁾	-	56.82%	207.22%	-
ROCE (%) ⁽⁶⁾	14.63%	32.85%	38.08%	8.47%
Current Ratio ⁽⁷⁾	3.67	3.67	2.31	1.68
Operating Cash flow ⁽⁸⁾	340.61	182.73	220.33	196.12
PAT ⁽⁹⁾	320.78	564.48	476.78	59.21
ROE/ RoNW ⁽¹⁰⁾	12.67%	30.71%	43.94%	7.06%
EPS ⁽¹¹⁾	2.51	4.53	3.97	0.49
PAT Margin ⁽¹²⁾	23.54%	11.55%	17.17%	12.21%

Notes:

⁽¹⁾ Revenue from operations is the total revenue generated by our Company.

⁽²⁾ Growth in Revenue in percentage, Year on Year

⁽³⁾ EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses – Other Income

⁽⁴⁾ EBITDA Margin ' is calculated as EBITDA divided by Revenue from Operations

⁽⁵⁾ EBITDA Growth Rate Year on Year in Percentage

⁽⁶⁾ ROCE: Return on Capital Employed is calculated as Earning for debt service divided by capital employed, which is defined as shareholders' equity plus long term debt+ short term debt.

⁽⁷⁾ Current Ratio: Current Asset over Current Liabilities

⁽⁸⁾ Operating Cash Flow: Net cash inflow from operating activities.

⁽⁹⁾ PAT is mentioned as PAT for the period

⁽¹⁰⁾ ROE/RoNW is calculated PAT divided by average shareholders' equity

⁽¹¹⁾ EPS is mentioned as EPS for the period (After adjustment of bonus share issued)

⁽¹²⁾ PAT Margin ' is calculated as PAT divided by Revenue from Operations

Key financial and operational performance indicators (“KPIs”)

Our company considers that KPIs included herein below have a bearing for arriving at the basis for Offer Price. The KPIs disclosed below have been approved by a resolution of our Audit Committee dated October 06, 2025. Further, the KPIs herein have been certified by M/s KRA & Associates, Chartered Accountants, by their

certificate dated October 06, 2025 vide 2550315BMJCNL5316. Our company has not disclosed to earlier investors at any point of time during the three years period prior to the date of the Draft Red Herring Prospectus

8. Comparison of KPI with listed industry peers

(Amount in lakhs, except %)

Particulars	Webtel Electrosoft Limited			Iris Business Services Limited		
	Mar-25	Mar-24	Mar-23	Mar-25	Mar-24	Mar-23
Revenue from Operations ⁽¹⁾	4,888.09	3,904.43	2,864.31	12596.78	10229.66	7357.12
Growth in Revenue ⁽²⁾	25.19%	36.31%	-	23.14%	39.04%	-
EBITDA ⁽³⁾	796.46	507.89	165.32	1900.08	1522.37	959.72
EBITDA Margin ⁽⁴⁾	16.29%	13.01%	5.77%	24.81%	58.63%	33.65%
PAT ⁽⁵⁾	564.48	476.78	59.21	1325.18	878.83	428.51
PAT Margin ⁽⁶⁾	11.55%	12.21%	2.07%	10.52%	8.59%	5.82%
Net Worth ⁽⁷⁾	2,370.58	1,306.20	864.14	7610.13	4114.23	3163.27
ROCE (8)	32.85%	38.08%	8.47%	25.41%	27.61%	19.67%
Current Ratio (9)	3.67	2.31	1.68	2.43	2.07	1.66
EPS (10)	4.53	3.97	0.49	6.55	4.49	2.22

****All the information for listed industry peers mentioned above are on a Consolidated basis and is sourced from their respective audited/ unaudited financial results and/or annual report**

Notes:

- ⁽¹⁾ Revenue from operations is the total revenue generated by our Company.
⁽²⁾ Growth in Revenue in percentage, Year on Year
⁽³⁾ EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses – Other Income
⁽⁴⁾ EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations
⁽⁵⁾ PAT is mentioned as PAT for the period
⁽⁶⁾ PAT Margin' is calculated as PAT divided by Revenue from Operation
⁽⁷⁾ Net Worth is calculated as Shareholder fund + Reserve & Surplus
⁽⁸⁾ ROCE: Return on Capital Employed is calculated as Earning for debt service divided by capital employed, which is defined as shareholders' equity plus long term debt+ short term debt.
⁽⁹⁾ Current Ratio: Current Asset over Current Liabilities
⁽¹⁰⁾ EPS is mentioned as EPS for the period (After adjustment of bonus share issued)

Comparison with industry peers

S. No.	Name of the company	Face Value (Per share)	CMP	EPS (Rs)	P/E Ratio	RONW (%)	NAV (Rs. Per share)	PAT (Rs. In lakh)
1	Webtel Electrosoft Limited (Standalone)	10.00	[●]	4.53	[●]	30.71%	21.02	564.42
Peer Group*								
2	Iris Business Services Limited	10.00	315	6.55	48.09	22.61%	37.05	1325.18

Note: Industry Peer may be modified for finalization of Issue Price before filing Draft Red Herring Prospectus with ROC.

* Sourced from Annual Reports, Unaudited Financials, BSE

Notes:

- Considering the nature and turnover of business of the Company, the peers are not strictly comparable. However, the same have been included for broader comparison.
- The figures for Webtel Electrosoft Limited are based on the restated results for the year ended March 31, 2025.

- The figures for the peer group are based on consolidated unaudited results for the year ended March 31, 2025
- Current Market Price (CMP) is the closing price of respective scrip as on 28th Oct 2025.

SECTION V- ABOUT THE COMPANY

OUR BUSINESS

OUR BUSINESS OVERVIEW

In addition to our software solutions, we also offer managed services for Payroll, XBRL, Cost XBRL and GST, enabling companies to manage financial report filings and payroll functions in an efficient and compliant manner and with reduced risk of errors, particularly for small companies that are not statutorily required to appoint in-house professionals.

SOFTWARE SOLUTIONS

9. Business Website Design and Virtual office: Our company is a website designing service provider that combines technology with creativity to help businesses stand out online. We create websites that are visually appealing and also align perfectly with organization's business goals, reflecting its brand's unique identity. Our websites are built to be SEO-friendly, secure, and mobile-responsive, ensuring they perform well across all devices and attract more visitors. With over 100 customizable templates, we offer a variety of options to suit different business needs. Further, we provide SSL certificates to keep website secure, enhance its performance, and protect visitors. Apart from Business Websites, we develop Virtual Office for professional CAs, CS, Advocates etc. which contains a huge library of Acts, Rules, Notifications, Circulars, Bulletins, calculators etc. which are must for a professional in his day to day working. With **5,662** websites designed already, our development service streamlines the process and delivers high quality, user-friendly sites tailored to meet diverse business needs.

ERP INTEGRATED BUSINESS SOLUTIONS

3. Power BI Dashboarding:

Case Study on Power BI Dashboarding:

Power BI Usage & Management:

Power BI, as a leading Business Intelligence solution, empowers enterprises to transform raw, disparate datasets into actionable insights. The platform enables secure data connectivity, advanced modelling, and interactive dashboards, helping organizations across industries to make informed decisions on productivity, market trends, consumer behaviour, and operational efficiency.

Project Objectives:

- Deploy Power BI across client organizations with centralized administration.
- Enable secure connections to enterprise data sources (ERP, CRM, HR, production systems).
- Integrate Excel, CSV, IoT, and API-based datasets for unified reporting.
- Implement real-time dashboards for finance, supply chain, production, and CRM.
- Ensure compliance, governance, and seamless migration from legacy reporting tools.

Challenges Faced

- **Data Integration Complexity:** Consolidating diverse sources (databases, files, IoT logs) required careful mapping and validation.
- **User Adoption:** Training employees to shift from static reports to interactive dashboards demanded structured onboarding.
- **Security & Compliance:** Ensuring adherence to data protection standards while enabling role-based access.
- **Performance Optimization:** Balancing Import Mode vs. Direct Query for efficiency and scalability.

Scope of Work

The scope included connecting Power BI to enterprise systems, configuring secure gateways, modeling datasets, defining KPIs, and designing department-specific dashboards. Role-based access, governance policies, and compliance standards were implemented. Training sessions, documentation, and support ensured smooth adoption.

Webtel's Approach

Webtel delivered Power BI solutions using domain expertise, structured deployment planning, and agile support. Business, compliance, and IT teams collaborated to ensure timely rollouts and consistent quality.

Webtel's Offerings

- End-to-end Power BI deployment, integration, and support.
- Secure data connectivity with on-premises gateways and cloud integrations.
- Advanced data modeling with DAX and optimized schemas.
- Department-specific dashboards (Finance, Supply Chain, Production, CRM).
- Role-based access and compliance-driven governance.
- Continuous monitoring, optimization, and feedback-driven improvements.

Conclusion

Webtel's systematic and technically sound approach enabled businesses across India to successfully adopt Power BI, ensuring secure, insightful, and connected solutions. The project now serves as a benchmark for future analytics-driven transformation initiatives, with Webtel positioned as a one-stop partner for deployment, integration, and ongoing support of Power BI.

Process of Power BI Dashboarding are given as below:

1. Requirement Assessment and Objective Definition

The process begins with understanding business requirements such as compliance, reporting, and performance monitoring. We identified the key stakeholders, defined the expected outcomes, and dashboards are aligned with organizational objectives across different functions such as finance, supply chain, production, and customer management.

2. Data Collection and Preparation

Relevant data is collected and validated from multiple sources, including enterprise systems (ERP, CRM, HR, and production systems), structured files (Excel and CSV), IoT devices, machine logs, and external APIs or web services to ensure accuracy and consistency.

3. Power BI Setup and Data Connectivity

Power BI is configured by establishing secure connections to identified data sources through direct database connections, on-premises data gateways, or cloud integrations. Based on business needs, data is imported for periodic reporting or connected through direct query mode for real-time monitoring.

4. Data Modeling and KPI Definition

Data models are developed by creating relationships between datasets and defining hierarchies for time-based analysis. Key performance indicators (KPIs) and business measures are created using DAX expressions, and schemas are optimized to ensure performance and scalability.

5. Dashboard Design and Development

Interactive dashboards are designed and developed for different business functions, including finance, supply chain, quality, maintenance, production, and CRM. Dashboards enable real-time monitoring, customizable KPIs, performance analysis, time-based insights, machine utilization tracking, and interactive data exploration.

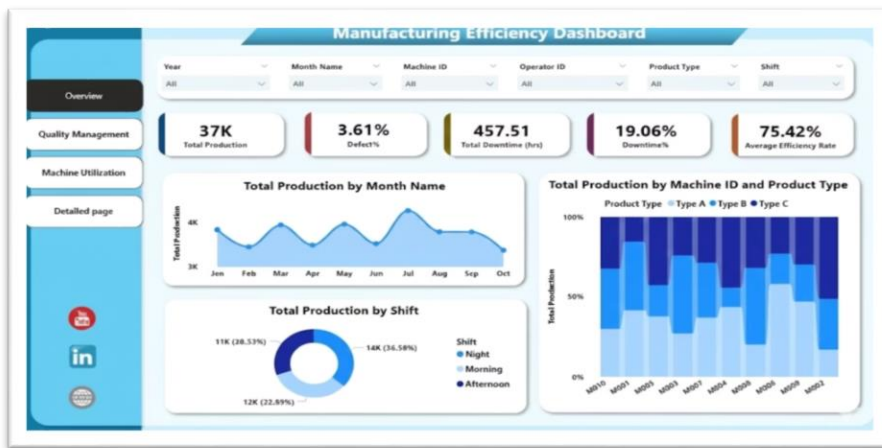
6. Deployment, Access Control, and Training

Dashboards are published to the Power BI Service and access is provided through role-based permissions for executives, managers, and operational users. Users are trained on dashboard functionality, including filters, drill-downs, and report customization, and dashboards may be embedded into portals, collaboration tools, or mobile applications.

7. Monitoring, Governance, and Optimization

Dashboard usage and adoption are monitored, data refresh schedules are maintained, and performance is optimized through aggregations and incremental refresh. Governance, security, and compliance controls are applied, and dashboards are continuously enhanced based on user feedback and evolving business needs.

The following are the images of Power BI Dashboarding:



4. SAP Services

Case Study on SAP Services:

Webtel SAP Services

Webtel serves as an SAP Silver Partner, offering a 360-degree ecosystem for SAP ERP Management. While SAP provides the global standard for enterprise resource planning, webtel provides the local expertise,

integrating essential Indian compliances (GST, TDS, e-Invoicing) and providing end-to-end implementation and support. Whether it is a new S/4HANA implementation, a transition to the cloud via SAP Business One, or managing legacy ECC systems, Webtel ensures that SAP becomes a growth driver rather than just a system of record.

Project Objectives

The primary goal of Webtel's SAP services is to build a digitally connected and compliant enterprise. The core objectives include:

- **Streamlined Implementation:** Deploying SAP S/4HANA or SAP Business One using agile methodologies (Greenfield or Brownfield) tailored to business size.
- **Compliance Automation:** Integrating proprietary 'e-Compliance' engines (GST, e-Way Bill, e-Invoice) directly into the SAP environment to ensure more accuracy.
- **Operational Excellence:** Optimizing core modules like FICO (Finance), MM (Material Management), SD (Sales & Distribution), and PP (Production Planning) for peak efficiency.
- **Cloud Transformation:** Facilitating a secure transition to the cloud (SaaS) to reduce total cost of ownership and increase mobility.
- **Application Management (AMS):** Providing 24/7 proactive monitoring and incident management to ensure zero downtime in mission-critical processes.

Scope of Work

The scope includes the deployment of SAP S/4HANA or Business One, configuration of the Webtel Compliance Suite (Add-ons), migration of legacy master and transactional data, and the establishment of an AMS (Application Management Services) framework. Webtel provides comprehensive documentation, user manuals, and a dedicated support desk for post-implementation stability.

Webtel's Approach

By combining SAP Silver Partner status with a deep understanding of the Indian business landscape, Webtel delivers a 'Compliance-First' SAP experience. We don't just implement software, we build a localized ecosystem that ensures every transaction is legally sound and operationally efficient.

Webtel's SAP Offerings

Webtel provides a comprehensive suite of services designed to ensure your SAP ecosystem is high-performing, compliant, and scalable.

Service Category	Key Offerings & Scope
Implementation	End-to-end deployment of SAP S/4HANA and SAP Business One. It includes requirement gathering, BBP (Business Blue Print) alignment, and modular configuration (FICO, MM, SD, PP).
Migration	Secure transition from legacy systems or SAP ECC to S/4HANA. We offer Greenfield (new) and Brownfield (conversion) strategies with 100% historical data validation.
Enhancement	Specialized SAP ABAP developments to add new features to existing modules. Focus on creating custom reports, user-friendly dashboards (Fiori), and performance tuning.
Integration	Seamless connectivity between SAP and third-party systems (CRM, ERP, Banking). Includes Vendor Payment Automation and API-based data exchange for real-time syncing.

Customization	Tailoring SAP to specific business needs, including Digital Signing (Web-e-Sign), e-Invoicing, and GST Compliance engines built directly into the SAP environment.
AMS Support	24/7 Application Management Services including proactive system monitoring, incident resolution, patch management, and regular system health checks to ensure zero downtime.

Conclusion

Our systematic and compliance-centric approach has established us as a premier SAP Silver Partner for businesses across India. By bridging the gap between ERP standards and local statutory requirements, we empower organizations to transform their complex data into actionable business intelligence.

Our project methodology is flexible enough to adapt to customer choice while rigid enough to ensure data integrity and it serves as a benchmark for digital excellence. With Webtel, as your one-stop partner, your business is positioned for sustainable growth, backed by a secure, professional, and fully integrated SAP solution.

Process Flow for SAP Services are given as below:

1. Requirement Identification & Assessment

The engagement begins with identification and assessment of business and system requirements through stakeholder discussions and workshops. Existing (“As-Is”) processes are reviewed, gaps are identified against SAP standard processes, and feasibility and scope are evaluated.

2. Solution Design

Based on identified requirements, business processes are mapped to relevant SAP modules such as FI, CO, MM, SD, HCM, PP, Basis, and ABAP. The future (“To-Be”) process design is finalized, along with decisions on configuration versus customization, integration with non-SAP systems, and security and authorization design.

3. System Configuration & Development

SAP systems are configured in accordance with the approved design. Custom developments, including reports, interfaces, enhancements, and workflows, are executed. Master data setup and migration planning are also undertaken.

4. Testing

The configured system undergoes multiple levels of testing, including unit testing, integration testing, and user acceptance testing (UAT), to validate end-to-end business processes. Issues identified are tracked and resolved.

5. Data Migration & Cutover Preparation

Data is extracted, cleansed, validated, and migrated into the SAP system. A detailed cutover strategy and checklist are prepared to ensure a smooth transition to production.

6. Training & Documentation

End-user training is conducted through role-based sessions. User manuals, standard operating procedures (SOPs), and system documentation are prepared to support operational requirements.

7. Go-Live & Deployment

The final system is transported to the production environment, followed by system validation and business sign-off. The SAP solution is then successfully deployed.

8. Post Go-Live Support (Application Management Services – AMS)

Post go-live support includes hypercare services, incident management, performance monitoring, and handling of change requests and enhancements.

9. Continuous Improvement & Optimization

Ongoing optimization initiatives focus on process improvements, automation, reporting enhancements, system upgrades, compliance reviews, and security reviews.

CLOUD SOLUTIONS AND SERVICES

1. Web-e-connect:

Case Study on Web-e-connect:

Project Objectives:

Web-e-Connect is a cloud-based solution offered by Webtel, designed to enable seamless remote working. The solution leverages dedicated virtual machines hosted at Yotta Data Centre, Noida, a leading Indian digital infrastructure provider known for its Tier-IV Data Centre and secure, hyperscale cloud and AI services. Each user is allocated a dedicated virtual machine.

The purpose of this project is to provide the robust cloud solution to the professionals and corporate:

- Each user is allocated a dedicated Virtual Machine (VM).
- Web-e-Connect and all required software are pre-installed on the VM.
- Users can access applications remotely through Web-e-Connect.
- No local software installation is required on the user's system.
- Users can work from any location with internet connectivity.
- Multiple software applications can be accessed anytime, anywhere.
- Ensures uninterrupted productivity for users.
- Simplifies IT management and maintenance.

Challenges faced using On-Premise solutions:

- High initial capital expenditure on servers, networking equipment, and licenses.
- Remote access limitations, impacting the productivity of employees.
- Ongoing maintenance cost and upgrade costs for the hardware and software.
- Electricity cost will be increased as server need to be ON 24*7.
- Dedicated IT person required for the server.
- Backups need to be taken manually.
- Limited scalability, as it requires additional hardware procurement.

Scope of Work

The scope includes providing a secure cloud solution with dedicated virtual machines and Web-e-Connect deployment. It covers service delivery, security, support, and compliance terms as agreed.

Webtel's Approach

Webtel adopted a structured and client-centric approach to deliver Web-e-Connect:

- **Assessment & Planning:** Evaluated client requirements, existing infrastructure, and compliance needs.
- **Cloud Deployment:** Provisioned dedicated VMs at Yotta Data Centre with pre-installed Web-e-Connect and required applications.
- **Security & Compliance:** Implemented encryption, access controls, and compliance with industry standards.

- **Seamless Migration:** Transitioned users from on-premise systems to cloud with minimal disruption.
- **Training & Onboarding:** Conducted sessions to familiarize users with remote access, cloud workflows, and productivity tools.
- **Agile Support:** Provided continuous monitoring, proactive troubleshooting, and responsive helpdesk support.

Webtel's Offerings

- End-to-end cloud deployment with dedicated virtual machines.
- Pre-installed Web-e-Connect and required business applications.
- Secure remote access with role-based authentication.
- Automated backup and disaster recovery solutions.
- Scalability to add or reduce resources as per business needs.
- 24x7 monitoring and support services.
- Compliance-driven infrastructure hosted at Tier-IV Yotta Data Centre in Noida.
- Simplified IT management with reduced capital and operational expenditure.

Conclusion

Webtel's systematic and technically sound approach enabled businesses to successfully adopt Web-e-Connect, ensuring secure, scalable, and uninterrupted productivity. By eliminating the limitations of On-premise infrastructure, Web-e-Connect has become a benchmark for digital transformation, empowering professionals and corporates to work seamlessly from anywhere. With Webtel positioned as a trusted partner, organizations can rely on robust cloud solutions that combine efficiency, compliance, and future-ready scalability.

Process Flow of Web e-connect are given as below:

1. Cloud Infrastructure Hosting and Deployment:

The process starts with allocating a virtual machine and issuance of license key to the clients. The necessary systems are installed and required data is configured, enabling the client to access the Web-e-Connect services.

2. User Creation:

After allocating virtual machine and systems installation, user accounts are created, and access credentials are securely shared with the designated administrator via email.

3. Deployment of documents:

The documents are deployed in accordance with the company's policies, with role-based access controls that ensures data security by allowing users to modify files only while preventing unauthorised addition or deletion.

4. Back up Management:

The daily incremental backups and weekly full backups are performed to ensure data integrity and availability

5. Support and Escalation:

Technical support is provided through calls and emails during defined business hours. An escalation mechanism is in place to address unresolved issues in a timely manner.

2. Google Workspace:

Case study on Google Workspace:

Google Workspace Usage & Management

Webtel, as a trusted partner of Google Workspace (G-Suite), required a robust and unified collaboration platform to help businesses across India transform the way they work. The solution needed to ensure secure communication, seamless collaboration, and centralized management across email, cloud storage, productivity apps, and video conferencing, while integrating with compliance, client communication, and business process systems.

Project Objectives

- Deploy Google Workspace across client organizations with centralized administration.
- Enable secure Gmail services with professional domain-based communication.
- Integrate Google Drive, Docs, Sheets, and Slides for real-time collaboration.
- Implement Google Meet and Calendar for structured meetings and scheduling.
- Ensure compliance, data security, and seamless migration from legacy systems.

Challenges Faced

- Migration Complexity-Transitioning from legacy email systems to Gmail required careful data mapping and validation.
- User Adoption-Training employees to shift from traditional tools to cloud-based collaboration demanded structured onboarding.
- Security & Compliance-Ensuring adherence to data protection standards (GDPR, ISO) while enabling external collaboration.
- Integration Needs-Aligning Workspace with existing business applications (CRM, ERP, compliance software).

Scope of Work

The scope included deploying Google Workspace with Gmail, Drive, Docs, Sheets, Slides, Meet, and Calendar, configuring admin consoles, migrating legacy data, setting up domain-based emails, enabling 2-Step Verification, and integrating with compliance and business applications. Training sessions, documentation, and support were provided to ensure smooth adoption.

Webtel's Approach

Webtel delivered Google Workspace solutions using domain expertise, structured deployment planning, and agile support. compliance, and business teams ensured timely rollouts and consistent quality.

Webtel's Offerings

- Passwords must comply with company security standards (minimum length, complexity).
- Enable 2-Step Verification for all accounts.
- Access requests must be approved by managers and provisioned by IT.

Webtel's Offerings

- End-to-end Google Workspace deployment, migration, and support.
- Domain-based Gmail setup with professional signatures and compliance policies.
- Integration of Drive, Docs, Sheets, and Slides for real-time collaboration.
- Google Meet and Calendar configuration for structured communication.
- Documentation
- Support teams.
- Coordination for IT, compliance, and executive approvals.
- Structured migration of emails, files, and calendars.

Conclusion

Webtel's systematic and technically sound approach enabled businesses across India to successfully adopt Google Workspace, ensuring secure, professional, and connected solutions. The project now serves as a benchmark for future digital transformation initiatives, with Webtel positioned as a one-stop partner for deployment, integration, and ongoing support of Google Workspace.

Process Flow of Google Workspace are given as below:

1. Planning & Preparation

The company first identifies its business requirements such as official email, cloud storage, collaboration tools, and basic security needs. Based on these requirements, the company selects the appropriate Google Workspace edition. The company finalizes the email domain name to be used for employees and then defined the user roles including administrators who manage the system and end users who use it for daily work.

2. Account & Domain Setup

The company signs up for Google Workspace and verifies ownership of its domain using a Domain Name System Text Record (DNS TXT). After verification, the primary domain and any secondary domains are configured. The company also sets basic organization details such as name and time zone to ensure correct system settings and reporting.

3. User & Organization Management

The company creates user accounts for employees, either individually or through bulk upload. Users are organized into departments using Organizational Units (OUs) so that policies can be applied easily. Google Workspace licenses are assigned to users, and admin roles are provided only to selected users to control access and management.

4. Email (Gmail) Configuration

The company configures Mail Exchange Address so that emails are routed through Gmail. Basic email security standards such as Sender Policy Framework (SPF), Domain Keys Identified Mail (DKIM), Domain-based Message Authentication, Reporting & Conformance (DMARC) are enabled to protect the company from spam and email spoofing. Email retention rules are defined, and shared mailboxes and group email IDs are set up for business communication.

5. Security & Access Controls

The company enables 2-Step Verification (2SV) to add an extra layer of login security. Password policies are enforced to ensure strong passwords. Context-aware access may be used to limit access based on location or device type. Security alerts and audit logs are monitored to track user activity and detect potential risks.

6. Application & Service Configuration

The company enables core Google Workspace applications such as Gmail, Drive, Meet, Calendar, and Chat based on business needs. Google Drive sharing settings are configured to control internal and external file sharing. Basic Data Loss Prevention (DLP) rules may be applied to protect sensitive company data. Google Meet settings are adjusted to manage recording and meeting access.

7. Data Management & Compliance

The company uses Google Vault to manage data retention for emails and files. Legal hold features can be enabled when data needs to be preserved for audits or legal reasons. Backup and recovery processes are defined to protect company data, and clear data ownership rules are maintained.

8. User Onboarding Process

When a new employee joins, the company creates the user account, assigns a license, and places the user in the correct Organizational Unit. Login details are shared securely, and the user is required to reset the password and enable 2-Step Verification. Basic onboarding guidance is provided so the user can start work smoothly.

9. Ongoing Administration & Monitoring

The company regularly reviews the Google Workspace admin dashboard, security alerts, and audit logs. User access and permissions are checked periodically to ensure compliance. Policies are updated as the company grows or as security and regulatory requirements change.

10. User Offboarding Process

When an employee leaves the company, the user account is suspended immediately. Ownership of Google Drive files and emails is transferred to the appropriate manager. Active sessions are revoked, the license is reclaimed, and the account is deleted or archived as per company policy.

11. Backup, Review & Optimization

The company regularly validates backups and recovery processes. License usage is reviewed to optimize costs. Security settings and system usage are assessed periodically to ensure the Google Workspace environment remains secure, compliant, and efficient.

3. Data Centre: Our Data Centre services, provides a safe and efficient space to store and manage your business data, applications, and IT systems. We operate these services through a colocation model within third-party data centre facilities and does not own or operate any independent data centre infrastructure.

Under this segment, we offer our services to customers and enable them to access computing, storage, and related resources deployed by the Company within such third-party data centres. We also offer cloud-based solutions that help users scale storage, computing power, and applications to grow the business.

Our Core Services:

PaaS (Platform as a Service): Imagine having a ready-made digital workspace where user can build, test, and run applications without worrying about the technical setup. Our PaaS solution gives user all the tools and resources that needs to develop software efficiently-without the headache of managing servers and networks.

SaaS (Software as a Service): Instead of buying and installing software, just log in and start using it over the internet. Whether it's email, project management tools, or accounting software, we provide secure, always-updated applications that work seamlessly on any device.

CYBER SECURITY AND INFORMATION TECHNOLOGY

The Company has implemented a comprehensive cybersecurity and information technology framework designed to safeguard its IT infrastructure, data, and digital operations. The framework comprises technical, administrative, and physical controls, as detailed below:

1. Technical Controls

The Company has deployed multiple technology-based safeguards to protect its systems and data. These include firewalls and Intrusion Detection System (IDS) and Intrusion Prevention Systems (IPS), Antivirus Solutions, Endpoint Detection and Response (EDR) Tools, Data Encryption Mechanisms, Access Control Lists, and Operating System Hardening. Centralized security monitoring is undertaken through Security Information and Event Management (SIEM) and Log Monitoring Systems. Additional measures include Network Segmentation, Multi-Factor Authentication (MFA), Identity and Access Management (IAM), and Data Loss Prevention (DLP) Controls.

2. Administrative Controls

The Company has established information security procedures, and standards governing the use and protection of IT systems. These controls include employee background verification, structured onboarding and offboarding processes, incident response and business continuity planning, periodic access reviews, security awareness and training programs, risk assessment and mitigation processes.

3. Physical Controls

Physical security measures are implemented to protect critical IT assets and infrastructure. These include biometric access controls, access cards and badges, CCTV surveillance, mantraps, deployment of security personnel, locked server racks, alarm systems, secured server rooms, and environmental protection systems such as fire detection and suppression mechanisms.

Steps taken to secure the Data Breach of the Clients:

In order to protect the client data and mitigation of data security incidents, the company has implemented following safeguards to protect information from unauthorised access, loss, alteration or misuse:

1. Encryption of sensitive data both at rest and during transmission across internal and external networks.
2. Regular upgrades of systems and software, along with timely application of security updates and periodic checks to identify and address potential security vulnerabilities.
3. Continuous monitoring of IT systems through logs and alerts to detect unusual or suspicious activities.
4. Employee awareness and training programmes on data security, confidentiality and responsible handling of client information.
5. Defined incident response procedures, including isolation of affected systems, investigation of incidents and implementation of corrective measures, whenever required.
6. Conducting regular internal audits, security assessments and system testing assess the effectiveness of existing safeguards and improve protection against emerging risks.

The details of upgradation done in last three (3) years are:

1. **Web e-TDS:** Our Web e-TDS software is upgraded in compliance with the amendment in Income-tax Act, 1961 and rules made thereunder, changes in tax deduction provisions and revised TDS rates notified pursuant to the Union Budget.
2. **Web-e-TAX:** Our Web e-TAX software is upgraded in compliance with the amendment in Income Act, 1961 and rules made thereunder and Income Tax slab rates, notified pursuant to the Union Budget.
3. **Web GST Software:** Our GST Software is upgraded in compliance with the amendment in GST Act and rules made thereunder.
4. **Web XBRL Filing Software including outsourcing:** Our Web XBRL Filing Software is updated in compliance with the amendments in Companies Act, 2013 and rules made thereunder.
5. **Web Cost -XBRL Filing Software including outsourcing:** Our Web XBRL Filing Software is updated in compliance with the amendments in Companies Act, 2013 and rules made thereunder.
6. **HRMS Software (HR Pearls):** HRMS Software (HR Pearls) are updated in compliance with the amendment in labour laws.
7. **eSignature Solutions, Power BI Dashboarding, Vendor Management Portal, SAP Services, Web-e-Connect, Google Workspace and Data Centre:** These services are customised based on the client specific requirements.

OUR COMPETITIVE STRENGTH

4. Customer retention

Our strong customer retention rate speaks volumes about the quality and reliability of our products. Many of our customers have been with us for years, and the reason they stay is because of the consistent value we provide. Whether it's through timely updates, excellent customer service, or continuously improving our offerings, we make it a point to build long-lasting relationships with our clients.

The details are given as below:

Particulars	June 30, 2025	March 31, 2025	March 31, 2024	March 31, 2023
Customer Retention rates	80.1%	83.6%	78.6%	79.9%
Churn Rates	19.9%	16.4%	21.4%	20.1%
Percentage of revenue from repeated customer	65.9%	75.6%	73.5%	70.6%

BIFURCATION OF REVENUE GENERATED FROM BUSINESS SEGMENTS

(Amount in Lakhs)

Particulars	For the period ended on June 30, 2025	% from Revenue of Operations	For the period ended on March 31, 2025	% from Revenue of Operations	For the period ended on March 31, 2024	% from Revenue of Operations	For the period ended on March 31, 2023	% from Revenue of Operations
Software Solutions	633.88	46.51%	1,750.67	35.82%	1,414.54	36.23%	1,474.66	51.48%
ERP Integrated Compliance Solutions	350.86	25.74%	1,823.21	37.30%	1,498.76	38.39%	820.66	28.65%
ERP Integrated Business Solutions	105.14	7.71%	515.49	10.55%	378.15	9.69%	304.74	10.64%
Cloud Solutions and Services	259.48	19.04%	696.86	14.26%	498.58	12.77%	180.67	6.31%
Outsourcing Services	13.58	1.00%	101.86	2.08%	114.40	2.93%	83.58	2.92%
Total Revenue from Operations	1,362.95	100.00%	4,888.09	100.00%	3,904.43	100.00%	2,864.31	100.00%

SOURCE OF REVENUE

4. Business Outsourcing Services

We offer various outsourcing services, such as XBRL outsourcing, cost XBRL, and payroll management, we earn revenue based on the scope or duration of the services provided which account for more than 1.00 % of our revenue from operations.

(Amount in Lakhs)

Particulars	For the period ended on June 30, 2025	% from Revenue of Operations	For the period ended on March 31, 2025	% from Revenue of Operations	For the period ended on March 31, 2024	% from Revenue of Operations	For the period ended on March 31, 2023	% from Revenue of Operations
Sale of Software	459.99	33.75%	2,240.01	45.83%	1,915.84	49.07%	1,165.20	40.68%
Annual Maintenance Contract (AMC) Charges	889.38	65.25%	2,546.22	52.09%	1,874.19	48.00%	1,615.53	56.40%

Business Outsourcing Services	13.58	1.00%	101.86	2.08%	114.40	2.93%	83.58	2.92%
Total Revenue from Operations	1,362.95	100.00%	4,888.09	100.00%	3,904.43	100.00%	2,864.31	100.00%

DEPARTMENT WISE BREAK-UP

S. No	Department	Name of HOD	Employee count
1.	Administration	Mr. Shiv Kumar Sharma	10
2.	SAP and Data Center	Mr. Vikas Sahni	50
3.	Compliance Solution Department	Mr. Gulshan Yadav	7
4.	Compliance Support Department	Mr. Manish Kumar Rana	50
5.	Digital Marketing	Ms. Sanya Kapoor	8
6.	Finance & Accounts	Mr. Virender Bhasin	10
7.	GST Compliance	Mr. Rohit Arora	23
8.	Human Resources	Mr. Deepak Sharma	4
9.	Sales & Marketing- location other than Delhi and International Business- KSA	Mr. Maneesh Agarwal	73
10.	Sales & Marketing- Delhi & NCR only	Mr. Jayant Chauhan	62
11.	Sales & Marketing-Business Generation	Ms. Ekta Chauhan	32
12.	IT & Software Development	Mr. Vikas Khare	56
13.	Payroll	Ms. Deeksha Jain	15
14.	Credit Control Department	Ms. Sangeeta Sahni	3
15.	Virtual	Mr. Sanjay Kapoor	16
16.	XBRL, Legal and secretarial	Mrs. Neetu Verma	17
17.	Web-Edge	Ms. Neha Chaudhary	3
18.	Training	Ms. Parminder Kaur	2
19.	Management	-	4
TOTAL			445

Note: The company has 445 employees employed by the company and all are permanent employees. The count of 223 employees could be taken out from provident fund records as out of 445 employees only 223 employees has opted for voluntary PF deduction.

Top Ten (10) Suppliers:

(Amount in Lakhs except %)

Particulars	June 30, 2024	March 31, 2025	March 31, 2024	March 31, 2023
Total Purchases*	332.39	1,481.88	1,100.31	858.94
Total Purchases from Top One (1) supplier	36.98	182.42	126.64	51.62
% of top one (1) supplier to total purchases	11.12%	12.31%	11.51%	6.01%
Total Purchases from Top Five (5) suppliers	107.61	452.15	371.09	178.07
% of top five (5) suppliers to total purchases	32.37%	30.51%	33.73%	20.73%
Total purchases from Top ten (10) suppliers	140.80	527.25	455.59	255.42
% of top ten (10) suppliers to total purchases	42.36%	35.58%	41.41%	29.74%

**The total purchases include direct expense, material consumed, other expenses and assets purchased during the year.*

PLACE OF BUSINESS OF THE COMPANY

The Company is engaged in providing software solutions for professionals and businesses. Our company carries out these activities from our registered office and following branch offices:

S. No.	Type of office	Address	Lessor	Lessee	Tenure	Rent Amount (Rs.)	Area
1.	Registered Office	110-111 and part of 112, First Floor, Rattan Jyoti Building, Rajendra Place, Central, New Delhi-110008, India	*Mr. Rajender Kapoor	Webtel Electrosoft Limited	01-04-2025 28-02-2026	1,04,652/- p.m.	969 Sq. ft.
2.		113-114 and part of 112, First Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008, India	*Mr. Vijay Sahni	Webtel Electrosoft Limited	01-04-2025 28-02-2026	1,03,896/- p.m.	962 Sq. ft.
3.	Branch office	G-3, Ground Floor, Rattan Jyoti Building, Rajendra Place, New Delhi 110008	Rented	Mr. Vikas Ahuja	01-04-2025 28-02-2026	20,000/- p.m.	263 Sq. ft.
4.	Branch office	G-3A, Ground Floor, Rattan Jyoti Building, Rajendra Place, New Delhi 110008	Rented	Mr. Pruan Chand Ahuja	01-04-2025 28-02-2026	20,000/- p.m.	262 Sq. ft.
5.	Branch office	G-4, Ground Floor, Rattan Jyoti Building, Rajendra Place, New Delhi 110008	Rented	*Mr. Ansh Sahni, and Mr. Shivansh Kapoor	01-04-2025 28-02-2026	20,000/- p.m.	263 Sq. ft.
6.	Branch office	G-4A, Ground Floor, Rattan Jyoti Building, Rajendra Place, New Delhi 110008	Rented	*Mr. Amit Ahuja	01-04-2025 28-02-2026	20,000/- p.m.	262 Sq. ft.
7.	Branch office	101, First Floor Rattan Jyoti Building, Rajendra Place, New Delhi 110008	Rented	*Mr. Ansh Sahni and Mr Shivansh Kapoor	01-04-2025 28-02-2026	54,756/- p.m.	507 Sq. ft.
8.	Branch office	102, First Floor Rattan Jyoti Building, Rajendra Place, New Delhi, 110008	Rented	* Mr. Ansh Sahni and Mr Shivansh Kapoor	01-04-2025 28-02-2026	55,620/- p.m.	515 Sq. ft.
9.	Branch	106, First Floor Rattan	Rented	*Mr. Rajender	01-04-2025	11,700/-	130 Sq. ft.

	office	Jyoti Building, Rajendra Place, New Delhi, 110008		Kapoor	28-02-2026	p.m.	
10.	Branch office	107, 1st Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Ms. Aashna Sahni	01-04-2025 28-02-2026	23,326/- p.m.	259.18 Sq ft
11.	Branch office	108, 1st Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Sanya Kapoor	01-04-2025 28-02-2026	35,478.90/- p.m.	394.21 sq ft
12.	Branch office	109, 1st Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Ms. Aashna Sahni	01-04-2025 28-02-2026	27,594.90/- p.m.	306.61 sq ft
13.	Branch office	105 & 115, 1st Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Rajeev Khadelwal HUF	01-04-2025 28-02-2026	1,04,004/- p.m.	963 sq ft
14.	Branch office	403, 4th Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Rajender Kapoor and Ms. Suruchi Kapoor	01-04-2025 28-02-2026	56,610/- p.m.	629 Sq ft
15.	Branch office	404, 4th Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Vijay Sahni	01-04-2025 28-02-2026	58,950/- p.m.	655 sq ft
16.	Branch office	405, 4th Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Vijay Sahni and Mr. Rajender Kapoor	01-04-2025 28-02-2026	17,100/- p.m.	190 sq ft
17.	Branch office	112-112A, 1st Floor, Prabhat Kiran Building, Rajendra Place, New Delhi-110008	Rented	Mr. Rajesh Soni and Praveen Arora	01-04-2025 28-02-2026	86,140/- p.m.	924 sq ft
18.	Branch office	107, 1 st Floor, Kirti Mahal, Rajendra Place, New Delhi 110008	Rented	*Mr. Ansh Sahni and Mr. Shivansh Kapoor	01-04-2025 28-02-2026	30,414/- p.m.	318 Sq. Ft.
19.	Branch office	108 1 ST Floor, Kirti Mahal Building Rajendra Place, New Delhi 110008	Rented	Mr. Sandeep Singh Sahni	01-04-2025 28-02-2026	25,875/- p.m.	295 Sq. ft.
20.	Branch	109, 1st Floor, Kirti	Rented	Mr. Sunil Kr. Soni	01-06-2022	21,800/-	292 Sq.

	office	Mahal Building, Rajendra Place, New Delhi-110008		and Mr. Anup Kr. Soni	30-05-2031	p.m.	ft.
21.	Branch office	110, 1st Floor, Kirti Mahal Building, Rajendra Place, New Delhi-110008	Rented	Mr. Ganga Ram	07-07-2021 31-06-2030	28,750/- p.m.	295 sq ft
22.	Branch office	111 1 ST Floor, Kirti Mahal Building Rajendra Place, New Delhi 110008	Rented	*Mr. Narmrita Butalia	01-04-2025 28-02-2026	19,964/- p.m.	248 Sq. ft.
23.	Branch office	112, 1 st Floor, Kirti Mahal Building Rajendra Place, New Delhi 110008	Rented	Mrs. Kangna Mahajan	01-04-2025 28-02-2026	17,112/- p.m.	240 Sq. ft.
24.	Branch office	113, 1 st Floor, Kirti Mahal, Rajendra Place, New Delhi	Rented	*Mrs. Sangeeta Sahni	01-04-2025 28-02-2026	28,944/- p.m.	268 Sq. ft.
25.	Branch office	114, 1st Floor, Kirti Mahal, Rajendra Place, New Delhi	Owned	Webtel Electrosoft Limited	N.A.	N.A.	464 Sq. Ft.
26.	Branch office	Office No. 7 ,1 st floor Veda Azad Road Near BMC Office Andheri East Mumbai	Rented	Srujan Development and Construction	01-08-2024 31-07-2029	94,500/- p.m.	800 Sq. ft.
27.	Branch office	No. 3B1, Solai Complex Mahaveer Garden Anusha Street Ambattur Chennai - 600058	Rented	Mr. S. Kannan	21-10-2024 20-10-2027	65,000/- p.m.	2,285 Sq. ft.
28.	Branch office	H. No 19/3 4th Floor, Prakash Nagar, Begumpet, Hyderabad, Telangana 500016	Rented	Mr. Suresh S	01-01-2025 31-12-2027	45,000/- p.m.	980 Sq. ft.
29.	Branch office	C-507, 5th floor, Wisteriaa Fortune, Near Bhumkar chowk, Wakad, Pune – 411044.	Rented	Mrs. Aarti Alok Kanhai	15-12-2022 14-12-2025	14,900/- p.m.	532 Sq. ft.
30.	Branch office	Office. No 203 Second Floor Raja commercials 74/1A , Vihwakarna chowk, Miller Ganj GT Road Ludhiana Punjab	Rented	Mr. Shiv Kumar Bajaj	01-05-2025 30-04-2026	15,000/- p.m.	210 Sq. ft.
31.	Branch office	33A, Jawaharlal Nehru Road 5th Floor Flat no	Rented	Mr. Prabhjot Singh Sahni	01-05-2025 30-04-2026	79,380/- p.m.	1,106 Sq. ft.

		A-11 Kolkata 700071					
32.	Branch office	B-922, Sun West Bank, Opposite City Gold Cinema, Ashram Road, Ahmedabad-380009, Gujarat, India	Rented	Mr. Azhar Mohammadkasam Rushnaiwala	01-04-2025 31-03-2026	30,000/- p.m.	1,200 Sq. ft.
33.	Branch office	#20, Lakshmi Complex, 3rd Floor, Shankar Mutt Road Shankarapuram, Basavanagudi, Bengaluru - 560004	Rented	Mr. T.L. Bharathy	01-03-2025 28-02-2028	45,000/- p.m.	1,200 Sq. ft.

** The lessor of the immovable properties as mentioned in the table fall under Promoters or Promoter Group hence are related party.*

Note: We hereby confirm that all the lease deeds have been duly signed and stamped.

This space has been left blank intentionally.

OUR HISTORY AND CERTAIN OTHER CORPORATE MATTERS

HISTORY OF OUR COMPANY

OUR BUSINESS OVERVIEW

In addition to our software solutions, we also offer managed services for Payroll, XBRL, Cost XBRL and GST, enabling companies to manage financial report filings and payroll functions in an efficient and compliant manner and with reduced risk of errors, particularly for small companies that are not statutorily required to appoint in-house professionals.

This space has been left blank intentionally.

OUR MANAGEMENT

Interest in the property of Our Company

The registered office of the Company, situated at 110-114, First Floor 18 Rattan Jyoti Building, Rajendra Place, Central Delhi, New Delhi, India, 110008.

The Company entered into rent agreement dated March 27, 2025 where Vijay Sahni and Rajender Kapoor are the co-owner of the property, letting the premises being a commercial space measuring about 1,931 square feet each unit, to be used for the purpose of setting up registered office of the Company, for a term of 11 months. The monthly rent payment as per each agreement is INR Rs. 2,08,548/-

Except as disclosed herein, Our Directors have no interest in any property acquired by our Company neither in the preceding two years from the date of this Draft Red Herring Prospectus nor in the property proposed to be acquired by our Company as on the date of filing of this Draft Red Herring Prospectus. Our Directors also do not have any interest in any transaction regarding the acquisition of land, construction of buildings and supply of machinery, etc. with respect to our Company.

S. No.	Particulars	Address	Owned/ Rented	Name of the owner	Tenure	Rent Amount (Rs.)	Area
1.	Branch office	106, First Floor Rattan Jyoti Building, Rajendra Place, New Delhi, 110008	Rented	*Mr. Rajender Kapoor	01-04-2025 28-02-2026	11,700/- p.m.	130 Sq. ft.
2.	Branch office	403, 4th Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Rajender Kapoor and Mrs. Suruchi Kapoor	01-04-2025 28-02-2026	56,610/- p.m.	629 Sq ft
3.	Branch office	404, 4th Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Vijay Sahni	01-04-2025 28-02-2026	58,950/- p.m.	655 sq ft
4.	Branch office	405, 4th Floor, Rattan Jyoti Building, Rajendra Place, New Delhi-110008	Rented	*Mr. Vijay Sahni and Mr. Rajender Kappor	01-04-2025 28-02-2026	17,100/- p.m.	190 sq ft
5.	Branch office	113, 1 st Floor, Kirti Mahal, Rajendra Place, New Delhi	Rented	*Mrs. Sangeeta Sahni	01-04-2025 28-02-2026	28,944/- p.m.	268 Sq. ft.

KEY MANAGERIAL PERSONNEL

Our Company is managed by our Board of Directors, assisted by qualified professionals, who are permanent employees of our Company. Below are the details of the Key Managerial Personnel of our Company:

Name	Vijay Sahni
Designation	Whole-time director
Date of Appointment	25-10-2024
Term of Office	5 Years
Expiration of Term	24-10-2029

Age	56 Years
Qualification	Company Secretary
Overall Experience	27 Years
Current Salary	4,00,000 /- Per Month

Name	Rajender Kapoor
Designation	Whole-time director
Date of Appointment	25-10-2024
Term of Office	5 Years
Expiration of Term	24-10-2029
Age	57 Years
Qualification	Company Secretary
Overall Experience	27 Years
Current Salary	4,00,000/- Per Month

Name	Sangeeta Sahni
Designation	Director
Date of Appointment	27-09-2004
Age	55 Years
Qualification	Company Secretary
Overall Experience	27 Years
Current Salary	1,43,766/- Per Month

Name	Rajeev Khandelwal
Designation	Whole-time director
Date of Appointment	25-10-2024
Term of Office	5 Years
Expiration of Term	24-10-2029
Age	59 Years
Qualification	Chartered Accountant
Overall Experience	13 Years
Current Salary	1,89,000/- Per Month

Name	Virender Bhasin
Designation	Chief Financial Officer
Date of Appointment	01-04-2024
Age	57 Years
Qualification	Company Secretary and Cost Accountant
Overall Experience	25 Years
Current Salary	2,00,000 /- Per Month

Name	Neetu Verma
Designation	Compliance Officer and Company Secretary
Date of Appointment	19-06-2024
Age	35 Years
Qualification	Company Secretary
Overall Experience	8 Years
Current Salary	95,300/- Per Month

OUR PROMOTERS

Relationship of Promoters with our Directors

Our Promoters are part of our board of directors as Whole-time Directors. Except as disclosed herein, none of our Promoter(s) are related to any of our Company's Directors within the meaning of Section 2 (77) of the Companies Act, 2013.

Promoters	Director	Relationship
Mr. Vijay Sahni	Mrs. Sangeeta Sahni	Spouse

This space has been left blank intentionally.

OUR PROMOTER GROUP

Our Promoters and Promoter Group in terms of Regulation 2(1)(pp) of the SEBI (ICDR) Regulations is as under:

A. Natural Persons who form part of our Promoter Group:

The following natural persons being the immediate relatives of our Promoters in terms of the SEBI (ICDR) Regulations 2018 form part of our Promoter Group:

Relationship	Promoter 1	Promoter 2	Promoter 3	Promoter 4	Promoter 5
Name	Rajender Kapoor	Vijay Sahni	Sangeeta Sahni	Virender Bhasin	Rajeev Khandelwal (HUF)
Father	Late. Sh. M.L. Kapoor	Late Sh. O.P Sahni	Late Sh. S.K. Gupta	Late Sh. K.L. Bhasin	N.A.
Mother	Smt. Dropti Devi Kapoor	Smt. Raj Sahni	Smt. Vidya Devi Gupta	Late Smt. Madhu Bhasin	N.A.
Spouse	Mrs. Suruchi Kapoor	Mrs. Sangeeta Sahni	Mr. Vijay Sahni	Mrs. Jyoti Bhasin	N.A.
Brother	Mr. Sanjay Kapoor	Mr. Vinod Sahni	Mr. Pawan Gupta	N/A	N.A.
Sister	Mrs. Rita Arora	Mrs. Renu Bhasin	Mrs. Asha Rustagi	Mrs. Renu Anand	N.A.
Son	Mr. Shivansh Kapoor	Mr. Ansh Sahni	Mr. Ansh Sahni	Mr. Vineet Bhasin	N.A.
Daughter	Miss. Sanya Kapoor	Miss. Aashna Sahni	Miss. Aashna Sahni	Miss. Niharika Bhasin	N.A.
Spouse's Father	Late Sh. B.L.Singhal	Late Sh. S.K. Gupta	Late Sh. O.P. Sahni	Late Sh. Desraj Anand	N.A.
Spouse's Mother	Late Smt. Kirishna Singhal	Smt. Vidya Devi Gupta	Smt. Raj Sahni	Late Smt. Parmod Anand	N.A.
Spouse's Brother	Mr. Vivechan Singhal	Mr. Pawan Gupta	Mr. Vinod Sahni	Late Mr. Sandeep Anand	N.A.
Spouse's Sister	Mrs. Samidha Choudhary	Mrs. Asha Rustagi	Mrs. Renu Bhasin	Mrs. Neeta Narang	N.A.

OUR GROUP ENTITIES

~~A. The Group Company of our Company are as follows:~~

~~1. WEBTEL TECHNOLOGIES C CORP~~

~~Corporate Information~~

~~Webtel Technologies C Corp is a company, incorporated in the state of Nevada, United State of America on September 03, 2024. It is a Group Entity of Webtel Electrosoft Limited. The registered office of the company is situated at 7731 Lamparas Dr sparks, Nevada 89436. The Business Identification number of the Company is #NV20243193940.~~

~~Main Object of the Company~~

~~Webtel Technologies C Corp is engaged in providing financial software services to other companies. The business purpose of incorporating Webtel Technologies C Corp, is to expand business globally.~~

~~Board of Directors~~

~~The Directors of Webtel Technologies C Corp as on the date of this Draft Red Herring Prospectus are as follows:~~

Name	Designation
Vijay Sahni	Director
Rajender Kapoor	Director

~~*Mr. Abhishek Sahni has been appointed as Non-commercial registered Agent to act as designated point of contact for the company with the Nevada Secretary of State, ensuring the company receives legal correspondence and can respond promptly.~~

~~Note: As on date, no capital has been infused in Webtel Technologies C Corp.~~

This space has been left blank intentionally.

SECTION VI – FINANCIAL INFORMATION

FINANCIAL STATEMENTS AS RESTATED

Notes to Financial Statements

Note No 29

Related Party Transaction - As per Accounting Standard 18, issued by the Institute of Chartered Accountants of India, the disclosures of transactions with the related parties as defined in the Accounting Standard are given below:

29.1 The list of related parties and nature of their relationship as at June 30, 2025 is as below:

Name of related parties	Nature of relationship
Rajender Kapoor	Director
Vijay Sahni	Director
Sangeeta Sahni	Director
Rajeev Khandelwal	Director
Sunita Khandelwal	Wife of Director
Sanjay Kapoor	Brother of Director
Aashna Sahni	Daughter of Director
Ansh Sahni	Son of Director
Shivansh Kapoor	Son of Director
Suruchi Kapoor	Wife of Director
Vinod Sahni (Scan Computer Services)	Brother of Director
Rajeev Khandelwal HUF	Director's HUF
Vijay Sahni HUF	Director's HUF
Rajender Kapoor HUF	Director's HUF
Sachin Jain	Director
Sanya Kapoor	Daughter of Director
Mrs. Neetu Verma	Company Secretary
Virender Bhasin	CFO

29.2 Particulars of transaction with related parties during the period:

(Amount in Lakhs)

Name of related parties	Nature of transaction	For the Period ending 30 June 2025	For the Period ending March 31, 2025	For the Period ending March 31, 2024	For the Period ending March 31, 2023
Purchase					
Rajender Kapoor	Rental Exp.	4.25	15.06	11.40	10.47
Vijay Sahni	Rental Exp.	6.07	22.54	13.51	10.39
Sangeeta Sahni	Rental Exp.	0.87	2.97	2.89	2.89

Aashna Sahni	Rental Exp.	1.53	5.09	-	-
Ansh Sahni	Rental Exp.	2.01	7.42	7.24	8.60
Shivansh Kapoor	Rental Exp.	2.01	7.43	7.24	8.60
Suruchi Kapoor	Rental Exp.	0.85	3.40	0.72	-
Rajeev Khandelwal HUF	Rental Exp.	3.12	10.78	10.40	10.40
Vijay Sahni HUF	Rental Exp.	0.18	0.70	0.59	-
Rajender Kapoor HUF	Rental Exp.	0.18	0.70	0.59	-
Sanya Kapoor	Rental Exp.	1.06	3.55	-	-
Vinod Sahni (Scan Computer Services)	Purchase of Assets	5.87	19.22	19.97	42.80
Director Remuneration, KMP & Other Related Parties					
Rajender Kapoor	Director Remuneration	10.86	32.97	23.66	21.84
Vijay Sahni	Director Remuneration	10.86	29.99	18.66	17.22
Sangeeta Sahni	Director Remuneration	3.90	15.61	14.83	13.69
Rajeev Khandelwal	Director Remuneration	5.13	20.52	19.50	18.00
Sachin Jain	Director Remuneration	-	1.50	18.00	25.50
Mr. Virender Bhasin	Remuneration-KMP	4.64	18.54	3.50	-
Mrs. Neetu Verma (Manager)	Remuneration-KMP	-	-	8.51	7.07
Mrs. Neetu Verma(after appointment as CS)	Remuneration-KMP	2.55	11.19	-	-
Sunita Khandelwal	Remuneration- other related party	2.42	9.66	9.66	9.66
Sanjay Kapoor	Remuneration- other related party	3.09	11.50	10.85	10.16
Aashna Sahni	Remuneration- other related party	4.25	16.98	5.98	5.89
Sanya Kapoor	Remuneration- other related party	5.40	18.00	-	-
Security Deposit related to rent					
Rajender Kapoor	Security Deposit to Director	-	-	2.21	-
Vijay Sahni	Security Deposit to Director	-	-	4.05	-
Aashna Sahni	Security Deposit to other related party	-	3.06	-	-

Suruchi Kapoor	Security Deposit to other related party	-	-	1.70	-
Sanya Kapoor	Security Deposit to other related party	-	2.13	-	-
Security Deposit related to rent (recovered)					
Ansh Sahni	Security Deposit to other related party	-	-	1.37	-
Shivansh Kapoor	Security Deposit to other related party	-	-	1.37	-
Total		81.06	290.50	218.40	223.20

29.3 Closing Balances-

Name of related parties	Nature of transaction	June 30, 2025	March 31, 2025	March 31, 2024	March 31, 2023
Expense Payable					
Ansh Sahni	Exepnse Payable For Rent	0.57	-	-	0.23
Shivansh Kapoor	Exepnse Payable For Rent	0.57	-	-	0.23
Vijay Sahni	Exepnse Payable For Rent	-	0.66	-	-
Sunita Khandelwal	Expense Payable for Remuneration	-	-	0.67	0.75
Sanjay Kapoor	Expense Payable for Remuneration	-	-	0.92	0.70
Security Deposit					
Rajender Kapoor	Security Deposit	7.44	7.44	7.44	5.23
Vijay Sahni	Security Deposit	9.24	9.24	9.24	5.19
Sangeeta Sahni	Security Deposit	1.45	1.45	1.45	1.45
Aashna Sahni	Security Deposit	3.06	3.06	-	-
Ansh Sahni	Security Deposit	1.82	1.82	1.82	3.19
Shivansh Kapoor	Security Deposit	1.82	1.82	1.82	3.19
Suruchi Kapoor	Security Deposit	1.70	1.70	1.70	-
Rajeev Khandelwal HUF	Security Deposit	5.20	5.20	5.20	5.20
Sanya Kapoor	Security Deposit	2.13	2.13	-	-
Liabilities for KMP & Director's Compensation					
Rajender Kapoor	Liabilities for Director's Compensation	2.18	0.47	-	1.10

Vijay Sahni	Liabilities for Director's Compensation	2.18	0.57	-	0.51
Sangeeta Sahni	Liabilities for Director's Compensation	0.94	(1.08)	-	0.50
Rajeev Khandelwal	Liabilities for Director's Compensation	1.19	1.12	0.87	0.99
Sachin Jain	Liabilities for Director's Compensation	-	-	1.31	-
Total		41.49	35.61	32.44	28.47

This space has been left blank intentionally.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION

STUB PERIOD ENDED JUNE 30, 2025 COMPARED TO FY 2025 (BASED ON RESTATED FINANCIAL STATEMENT)

♦ PAT

Increase in PAT in stub period

Rationale for Increase in PAT Margin During Stub Period

The PAT margin for sub period ended 30th June 2025 is 23.54% whereas for the year ended 31st march 2025 is 11.55%.

The Company operates in the domain of compliance and tax-related software solutions, providing products and services relating to GST, TDS, and other statutory compliances to mid-sized companies and professionals.

The demand for the Company's software solutions is seasonal in nature and is significantly higher during the beginning of the financial year, particularly in the first quarter, as customers are required to:

Initiate and set up their financial books for the new financial year, and ensure timely compliance with statutory and regulatory requirements.

As a result, the Company records higher revenue realization during the first quarter, leading to:

- Better absorption of fixed costs,
- Improved operating leverage, and
- Consequently, higher PAT Margins during the stub period.

In contrast, during the remaining quarters of the financial year, revenue levels are comparatively lower while fixed operating costs remain largely stable, which results in relatively lower PAT Margins for the full financial year.

FISCAL YEAR ENDED MARCH 31, 2025, COMPARED WITH THE FISCAL YEAR ENDED MARCH 31, 2024 (BASED ON RESTATED CONSOLIDATED FINANCIAL STATEMENTS)

♦ Total Income

The Total Income for the Financial Year ended March 31, 2025, stood at Rs. 5,016.60 Lakhs, as compared to Rs. 4,107.35 Lakhs in the previous financial year ended March 31, 2024, registering an increase of Rs. 909.25 Lakhs, i.e., 22.14% year-on-year growth.

Reason for change in the Total Income FY25 as compared to FY24

Total Income comprises Revenue from Operations and Other Income. The primary driver for the increase in Total Income during FY 2024–25 was the strong growth in Revenue from Operations, which increased by 25.19%, while Other Income declined by 36.61%.

The significant increase of 22.14% in Total Income for FY 2024–25 was mainly driven by strong operational

performance across key business verticals, despite a decline in Other Income. The Company's continued focus on technology-led solutions and diversified service offerings contributed positively to overall financial growth.

(Amount in Lakhs, Except%)

Particulars	F.Y. 2024-25	F.Y. 2023-24
Revenue from operation	4,888.09	3,904.43
Growth in %	25.19%	
Other Income	128.51	202.92
Growth in %	(36.61%)	

Revenue from Operations:

(Amount in Lakhs, Except%)

Particulars	F.Y. 2024-25	F.Y. 2023-24
Revenue from operation	4,888.09	3,904.43
- Domestic Sales	4,036.04	3,318.54
-Gross Margin from Domestic Sales	13.05%	12.52%
-Export Sales	852.05	585.88
-Gross Margin from export sales	31.10%	30.42%

Growth in Domestic Sale

Domestic sales increased from Rs.3,318.54 lakhs in FY 2023-24 to Rs.4,036.04 lakhs in FY 2024-25. A key driver of this growth is the Company's Annual Maintenance Contract (AMC) / renewal business model.

Approximately 58%–60% of total domestic business each year consists of AMC (renewal business), which is recurring in nature. Every year, a portion of new domestic sales is converted into AMC (renewal business) in subsequent years, leading to a steady and predictable increase in domestic revenue.

This recurring revenue base provides year-on-year continuity and contributes significantly to the increase in domestic sales.

The gross margin from domestic sales also improved from 12.52% to 13.05%, reflecting better cost efficiencies and improved pricing discipline.

Significant Increase in Export Sales

Export sales increased from Rs.585.88 lakhs in FY 2023-24 to Rs.852.05 lakhs in FY 2024-25, representing a growth of approximately 45.4%.

- Over the past three years, the Company has successfully expanded its global footprint, particularly in KSA, Mauritius, and Malaysia, and is actively exploring new markets such as UAE, USA, and other overseas countries.
- Export pricing is typically two to three times higher than domestic pricing for similar products, which has led to higher revenue realization and improved profitability.

Reasons for higher gross margins in export sales as compared to domestic sales

Export sales generate higher gross margins primarily due to superior pricing realization in international markets, where prices for similar products are typically two to three times higher than domestic pricing. While revenue realization is higher, the underlying cost structure for product development, manpower, infrastructure, and support remains largely similar for both domestic and export operations, resulting in better margin leverage for exports.

Export markets also experience relatively lower competitive price pressure compared to the domestic market, allowing the Company to command premium pricing based on product quality and service capability. Consequently, export gross margins improved from 30.42% in FY 2023-24 to 31.10% in FY 2024-25, remaining significantly higher than domestic margins.

Other Income decreased during FY 2024–25 primarily due to lower profits from the sale of shares as compared to FY 2023–24. This decline, however, was more than offset by the robust growth in operational revenues.

♦ **Restated Profit after Tax transfer to reserve & surplus**

The restated profit after tax for the Financial Year ended March 31, 2025, stood at Rs. 564.48 Lakhs whereas in Financial Year March 31, 2024, it stood at Rs. 476.78 Lakhs represent an increase of 18.39%.

Reason: The reason for the increase in the profit after tax transfer to reserve & surplus in the Financial Year 2024-25 from Financial Year 2023-2024.

(Amount in Lakhs)

Particulars	F.Y. 2024-25	F.Y. 2023-24
Revenue from Operations	4,888.09	3,904.43
Change in %	25.19%	
Total Income	5,016.60	4,107.35
Change in %	22.14%	
Total Expenses	4,224.77	3,513.58
Change in %	20.24%	
Profit After Tax (PAT)	564.42	476.78
Pat Margin in %	11.55%	12.21%

Justification of PAT

There is an increase in revenue from operation because of increase in the overseas business which gives us good margin as we are able to get good value for our software and services from overseas market compared to India and there was a significant increase in the domestic revenue which was shown as follows:

(Amount in Lakhs)

Particulars	F.Y. 2024-25	F.Y. 2023-24
Domestic of Services	4,036.04	3,318.54
Growth in %	21.62%	
Export of Services	852.05	585.88
Growth in %	45.43%	

The PAT growth for FY 2024–25 was 11.55% as compared to 12.21% in FY 2023–24. The slight decrease in the PAT growth percentage is mainly due to changes in Other Income during the year.

The variation in Other Income was primarily because the Company had booked higher profits from shares in FY 2023–24, whereas such profits were lower in FY 2024–25. These profits are non-recurring and not related to the Company's regular business operations. As a result, they affected the year-on-year PAT growth percentage, even though the Company's core business performance remained stable.

It may be noted that the Company's Revenue from Operations increased by 22.14% in FY 2024–25. Therefore, the marginal decline in PAT growth percentage is due to non-operating income differences and does not reflect any weakness in the Company's business fundamentals

◆ Significant Increase in Trade Receivables and Its Impact on Operating Cash Flows

The Company is engaged in the business of providing compliance software solutions relating to GST, TDS, and other tax compliances, primarily catering to mid-sized companies and professionals.

Accordingly, as at March 31, 2025, trade receivables stood at ₹1,110.44 Lakhs, reflecting a substantial portion of revenue generated during the period from January 1, 2025 to March 31, 2025. Notably, revenue amounting to ₹1153.80 Lakhs pertained to this peak demand period and remained outstanding at the year end, which resulted in an increase in trade receivable days from 47 days in FY2024 to 82 days in FY2025.

The increase in trade receivables is therefore timing-related and seasonal, rather than indicative of any deterioration in collection efficiency or credit quality. Collections normalized in the subsequent months following the year end. Against trade receivables of ₹1,110.44 Lakhs as at March 31, 2025, these outstanding trade receivables was releases in normal course of business in 45-60 days and further as on December 26, 2025 stood at only ₹218.07 Lakhs.

Consequently, while the Company reported a growth in Profit After Tax of 18.39% during FY2025, the Net Cash from Operating Activities declined to ₹182.73 Lakhs primarily due to temporary working capital absorption arising from higher receivables at the year end. This impact is short-term in nature and has since normalized with improved cash collections.

Accordingly, the variance between revenue growth, profitability, and operating cash flows for FY2025 is adequately explained by the seasonal nature of the Company's business and the timing of revenue realization

FISCAL YEAR ENDED MARCH 31, 2024, COMPARED WITH THE FISCAL YEAR ENDED MARCH 31, 2023 (BASED ON RESTATED CONSOLIDATED FINANCIAL STATEMENTS)

◆ Total Income

The Total Income for the Financial Year ended March 31, 2024, stood at Rs. 4,107.35 Lakhs, as compared to Rs. 2,899.43 Lakhs in the previous financial year ended March 31, 2023, registering an increase of Rs. 1,207.92 Lakhs, i.e., 41.66% year-on-year growth.

Reason for change in the Total Income FY24 as compared to FY23

Total Income comprises Revenue from Operations and Other Income. During FY 2023–24, Revenue from Operations increased by 36.31%, while Other Income increased significantly by 477.85%, collectively resulting in an overall increase of 41.66% in Total Income.

(Amount in Lakhs, Except %)

Particulars	F.Y. 2023-24	F.Y. 2022-23
Revenue from operation	3,904.43	2,864.31
Growth in %	36.31%	
Other Income	202.92	35.12
Growth in %	477.79%	

Revenue from operations

(Amount in Lakhs, Except %)

Particulars	F.Y. 2023-24	F.Y. 2022-23
Revenue from operation	3,904.43	2,864.31

- Domestic Sales	3,318.54	2,765.50
	12.52%	3.03%
-Export Sales	585.88	98.81
-Gross Margin from export sales	30.42%	6.28%

Growth in Domestic Sales Supported by AMC (Renewal Business)

Domestic sales increased from Rs.2,765.50 lakhs in FY 2023-24 to Rs.3,318.54 lakhs in FY 2024-25.

Approximately 58%–60% of total domestic business every year consists of AMC (renewal business), which provides assured and recurring revenue. Each year, a portion of new domestic sales is converted into AMC (renewal business) in subsequent years, leading to steady growth in domestic revenue.

This recurring revenue base has significantly contributed to the increase in domestic sales during FY 2024-25.

Further, gross margin from domestic sales improved substantially from 3.03% to 12.52%, mainly due to improved pricing, better cost management, and higher contribution from renewal contracts.

Significant Increase in Export Sales

Export sales increased sharply from Rs.98.81 lakhs in FY 2023-24 to Rs.585.88 lakhs in FY 2024-25.

- Over the past three years, the Company has successfully expanded its export presence in international markets such as KSA, Mauritius, and Malaysia and is actively exploring new markets including UAE and USA.
- Export pricing is typically two to three times higher than domestic pricing for similar products, resulting in higher revenue realization.
- Due to better pricing and relatively similar cost structures, gross margin from export sales improved significantly from 6.28% to 30.42%.

Reasons for higher gross margins in export sales as compared to domestic sales

Export sales increased from Rs.98.81 lakhs FY 2022-23 to Rs.585.88 lakhs in FY 2023-24, while domestic sales grew from Rs. 2,765.50 lakhs to Rs.3,318.54 lakhs. Higher gross margins in exports are primarily due to prices charged overseas being 2–3 times higher than domestic pricing, a largely similar cost structure, and around 40% of export revenue coming from high-margin recurring AMC contracts. Additionally, export markets are relatively less price-sensitive, allowing the Company to command premium pricing and achieve significantly higher contribution margins compared to domestic sales

◆ Other Income

Other income for the Financial Year ended March 31, 2024, stood at Rs. 202.92 Lakhs whereas in the Financial Year March 31, 2023, it stood at Rs. 35.12 Lakhs represent an increase of 477.85%

Reason: The increase in other income is due to the increase in profit from sale of shares, FDR interest and profit on sale of asset recorded in current financial year.

(Amount in Lakhs)

Particulars	F.Y. 2023-24	F.Y. 2022-23
Profit/Loss on Sale of Shares	155.38	-
FDR Interest	36.69	30.90
(Loss) / Profit on Sale of Asset	6.16	-

◆ Restated Profit after Tax transfer to reserve & surplus

The restated profit after tax for the Financial Year ended March 31, 2024, stood at Rs 476.78 Lakhs whereas in Financial Year March 31, 2023, it stood at Rs. 59.21 Lakhs represent an increase of 705.29 %.

Reason: The reason for the increase in the profit after tax transfer to reserve & surplus in the Financial Year 2023-24 from Financial Year 2022-2023.

(Amount in Lakhs)

Particulars	F.Y. 2023-24	F.Y. 2022-23
Revenue from Operations	3,904.43	2,864.31
Change in %	36.31%	
Total Income	4,107.35	2,899.43
Change in %	41.66%	
Total Expenses	3,513.58	2,806.46
Change in %	25.20%	
Profit After Tax (PAT)	448.30	59.21
Pat Margin in %	11.48%	2.07%

Justification of PAT

There is an increase in revenue from operation because of increase in the overseas business which gives us good margin as we are able to get good value for our software and services from overseas market compared to India and there was a significant increase in the domestic revenue which was shown as follows:

(Amount in Lakhs)

Particulars	F.Y. 2023-24	F.Y. 2022-23
Domestic of Services	3,318.54	2,765.50
Growth in %	20.00%	
Export of Services	585.88	98.81
Growth in %	492.94%	

The improvement in PAT Margin in FY 2023 – 24, 12.21% was primarily driven by a significant due to following factors.

a) Increase in Export Revenue Contribution

Increase in export sales in FY 2023-24 was 5.85cr compared to FY 2022-23 of Rs. 0.98cr and this result into an increase in Profit in FY 2023-24 as we have 20-25% margin in export business comparing to 5-7% in domestic business.

This growth was largely attributable to increased business from the Kingdom of Saudi Arabia (KSA) following the implementation of Phase 2 (Integration Phase) of mandatory e-invoicing regulations.

With effect from January 1, 2023, businesses in KSA were required to integrate their e-invoicing systems with the Zakat, Tax and Customs Authority (ZATCA) platform and submit e-invoices in real time.

The Company's ERP-integrated compliance and e-invoicing solutions were well aligned with these regulatory requirements, resulting in higher demand, increased order execution, and improved realizations from export contracts.

Export revenues generally yield better margins due to favorable pricing, scale efficiencies, and optimized cost

structures, thereby contributing positively to PAT Margin.

b) Non-Operating Income

The PAT margin for FY 2023–24 was further supported by Other Income, which included profit on sale of shares amounting to ₹155.38 lakhs and profit on sale of assets amounting to ₹6.16 lakhs. These incomes were non-operational and non-recurring in nature, and contributed positively to the overall profitability for the year.

c) Impact of employee benefit expense

Increase in employee benefits expenses in FY 2022-23 amount to Rs. 2.5cr and this was due to hiring of new team for overall business operations, whose revenue start realizing from FY 2023-24 onwards and revenue increases in FY 2023-24 to Rs. 39.04cr compared to FY 2022-23 of Rs. 28.64cr.

This space has been left blank intentionally.

FINANCIAL INDEBTEDNESS

As on June 30, 2025 our Company has total outstanding secured borrowings from banks and financial institutions aggregating secured and unsecured loan to Rs 46.81 Lakhs as per the certificate issued by M/s KRA & Co., Chartered Accountants, dated October 06, 2025.

This space has been left blank intentionally.

SECTION VII - LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATIONS AND MATERIAL DEVELOPMENTS

Except, as stated in this section and mentioned elsewhere in this Draft Red Herring Prospectus there are no litigations including, but not limited to suits, criminal proceedings, civil proceedings, actions taken by regulatory or statutory authorities or legal proceedings, including those for economic offences, tax liabilities, show cause notice or legal notices pending against our Company, Directors, Promoters, Group Companies or against any other company or person/s whose outcomes could have a material adverse effect on the business, operations or financial position of the Company and there are no proceedings initiated for economic, civil or any other offences (including past cases where penalties may or may not have been awarded and irrespective of whether they are specified under paragraph (a) of Part I of Schedule V of the Companies Act, 2013) other than unclaimed liabilities of our Company, and no disciplinary action has been taken by SEBI or any stock exchange against the Company, Directors, Promoters or Group Companies.

Pursuant to the SEBI ICDR Regulations and the Materiality Policy adopted by our Board of Directors on September 26, 2025, for the purposes of disclosure, any pending litigation involving the Relevant Parties, other than criminal proceedings, actions by regulatory authorities and statutory authorities, including outstanding action, and tax matters, would be considered 'material' where:

On the basis of Restated Consolidated Financial Statements:

- i. two percent of turnover, as per the latest annual restated financial statements of the issuer is 97.76 Lakhs; or*
- ii. two percent of net worth, as per the latest annual restated financial statements of the issuer, except in case the arithmetic value of the net worth is negative 47.41 Lakhs or*
- iii. five percent of the average of absolute value of profit or loss after tax, as per the last three annual restated financial statements of the issuer is 17.71 Lakhs*

I. LITIGATIONS INVOLVING OUR COMPANY

B. Civil litigations involving our Company

Civil litigations against our Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding Civil Litigations against our Company, except as below:

1. CS SCJ/2065/2023, Aditya Anand vs. Webtel Electrosoft Private Limited before the Senior Civil Judge cum RC, Central, Tis Hazari Court, Delhi

The present case has been filed by Aditya Anand (the “Complainant”) against our Company i.e., Webtel Electrosoft Private Limited (now Webtel Electrosoft Limited) (the “Respondent”) before the Senior Civil Judge cum RC, Central, Tis Hazari Court, Delhi. The Complainant was appointed as a Software Developer on 8th June 2022 by the Respondent, with a monthly salary of Rs.65,001/- (Rupees Sixty Five Thousand and One Only) and additional benefits, as per the terms of their appointment letter. On 12th September 2023, the Complainant was served a termination letter citing unsanctioned leaves, behavioural issues, and consistent underperformance as reasons for their termination. The Complainant, through this present case has alleged that the termination was unlawful, violated principles of natural justice, and was against labour law norms, particularly regarding notice period salary and benefits. Hence, the Complainant demanded two months' notice period salary, an experience certificate, TDS details, Form 16, and an increment letter, claiming that their non provision caused financial and mental distress. The matter was last heard on 29th October, 2025. Presently, the matter is pending with the next date of hearing being on 23rd January, 2026.

2. IA (I.B.C.) – 1309/2022, CA Rajeev Bansal vs. Pankaj Tandon & Ors before the National Company Law Tribunal (NCLT), Chandigarh Bench

The present application has been filed by CA Rajeev Bansal (the “**Applicant**”) against Pankaj Tandon and others, wherein our Company has been arrayed as Respondent No. 50. Our Company received an amount of Rs.6,372/- (Rupees Six Thousand Three Hundred and Seventy-Two Only) from Isolux Corsan India Engineering & Construction Private Limited (the “**Corporate Debtor**”) towards an invoice issued by our Company to the Corporate Debtor for the sale of a TDS software. Subsequently, Corporate Insolvency Resolution Process (“**CIRP**”) was initiated against the Corporate Debtor pursuant to the order bearing no. CP (IB) No. 97/CHD/HRY/2018 dated 11.10.2018, issued by the Hon’ble National Company Law Tribunal, Chandigarh Bench. During the CIRP, this present Interlocutory Application bearing no. IA (I.B.C.)-1309/2022 has been filed by the Applicant against Pankaj Tandon and 55 other respondents including our Company, under section 66 read with 67 of the Insolvency and Bankruptcy Code, 2016, seeking that “Respondent Nos. 4-54 refund/ contribute to the extent of the amount wrongfully and fraudulently disbursed in their account(s) by the Respondent No.1 and 2”. Hence, the Applicant has prayed to direct our Company, i.e. Respondent No. 50, to refund and/ or contribute to the extent of the amount i.e. Rs.6,372/- (Rupees Six Thousand Three Hundred and Seventy-Two Only) disbursed in the Company’s account by the Corporate Debtor towards satisfaction of the invoice issued by the Company to the Corporate Debtor towards sale of TDS Software to the Corporate Debtor. The matter was last heard on 06th November, 2025. Presently, the matter is pending with the next date of hearing being on 19th January, 2026.

This space has been left blank intentionally.

GOVERNMENT AND OTHER APPROVALS

BUSINESS RELATED CERTIFICATIONS

Our Company has received the following significant government and other approvals pertaining to our business:

Sr. No	Certificate Name	Certifying Organization	Certificate/License No.	Initial Certificate Date	Valid Upto
1.	Registration Commercial of Establishment (Telangana)	Government of Telangana	SEA/HYD/JCL/HB/1257074/2026	January 16, 2026	Valid until Cancellation

This space has been left blank intentionally.

SECTION XI - DECLARATION

We, hereby declare that, all the relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities Exchange Board of India Act, 1992, as the case may be, have been complied with no statement made in the Addendum to the Draft Red Herring Prospectus is contrary to the provisions of Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made there under or regulations/guidelines issued, as the case may be. We further certify that all the statements made in the Addendum to the Draft Red Herring Prospectus are true and correct.

Signed by the Directors of our Company				
S. No.	Name	Category	Designation	Signature
1.	Vijay Sahni	Executive	Whole Time Director	Sd/-
2.	Rajender Kapoor	Executive	Whole Time Director	Sd/-
3.	Sangeeta Sahni	Executive	Director	Sd/-
4.	Rajeev Khandelwal	Executive	Whole Time Director	Sd/-
5.	Rohini Aggarawal	Non-Executive	Independent Director	Sd/-
6.	Manish Gupta	Non-Executive	Independent Director	Sd/-
7.	Darshan Chhajer	Non-Executive	Independent Director	Sd/-
Signed by the Chief Financial Officer and Company Secretary of our Company				
7.	Virender Bhasin	Full Time	Chief Financial Officer	Sd/-
8.	Neetu Verma	Full Time	Company Secretary	Sd/-

Place: New Delhi

Date: April 09, 2026