SoftTech®
Empowering Transformation

Civit
by SoftTech

ANNUAL REPORT

2025-2026



1996
Started the journey to digitize

TODAY
Enabling progress across the AECO value chain

TOMORROW
Building a smarter, sustainable future

THREE DECADES.
ONE PURPOSE. BETTER TOMORROW.

www.softtechglobal.com

Thirty Years of Building the Digital Foundations of the Built Environment



SoftTech was founded in Pune in 1996 to solve engineering problems for the Indian construction industry. Thirty years later the Company's platforms run across the whole life of a built asset.

1996–2026

From digitising processes to creating intelligent platforms for the built environment

When SoftTech began its journey in Pune in 1996, building approvals were largely paper-driven processes—drawings, files and regulations moving physically between architects, engineers and public authorities. Three decades later, more than two million building permits have moved through systems developed by the Company. Behind this transformation lies something deeper than software: the accumulated ability to interpret complex development regulations and convert them into digital rules that technology can consistently evaluate.

The first decade, from 1996 to 2006, was about building domain depth. Working with the Indian construction industry brought SoftTech close to the regulations, drawings, approval processes and public authorities that shape development. The Company's early engineering software established the foundation for what would later become one of its most important capabilities: combining civil-engineering knowledge with software technology.

The second phase began with automation. The launch of AutoDCR in 2006 marked an important shift—from using technology to support engineering tasks to encoding municipal building regulations so that plans could be scrutinised digitally. As adoption expanded across municipalities, the Company's regulatory knowledge became embedded in repeatable technology. In 2017, BIMDCR extended this approach from two-dimensional drawings to Building Information Models, followed by SoftTech's listing on the NSE and BSE in 2018.

The third phase has been the transition from products to platforms. Since 2018, separately developed solutions have increasingly come together within the Civit Suite, supported by a shared technology architecture. Artificial intelligence, digital twins and blockchain have expanded the Company's capabilities into platforms such as CivitTWIN, CivitTDRx, CivitSUSTAIN and CivitMETAVERSE. The commercial model has evolved alongside the technology—from primarily licence-led revenues toward SaaS, pay-per-use and transaction-based models capable of generating recurring revenue from platforms already deployed.

What has remained constant through each phase is the challenge at the heart of the business. A building regulation is not simply a software specification. It must be interpreted correctly, translated into machine-readable logic and implemented in a manner accepted by the authority responsible for enforcing it. That work must be repeated across jurisdictions. SoftTech's experience now extends across more than 1,500 urban local bodies in 18 states, with the same regulatory technology capability beginning to extend into Germany.

FY 2025–26 represents another important point in this progression. CivitTWIN and CivitTDRx entered commercial service, while CivitSUSTAIN and CivitMETAVERSE progressed from research and development to their first orders. At the same time SaaS and pay-per-use revenue grew 38.6% to Rs. 31.72 crore — evidence that the strategic transition from selling software licences toward operating digital platforms is beginning to translate into commercial outcomes, even as one-time licensing grew faster still and the recurring share of the sales mix fell for the year.

Thirty years therefore represent more than a corporate milestone. They represent the gradual creation of a digital foundation for how the built environment is planned, checked, approved and managed—a foundation built at the intersection of engineering, regulation and technology.

As artificial intelligence reshapes what software can understand and automate, the next chapter is to make that foundation increasingly intelligent, connected and scalable—helping authorities, architects, developers and citizens move from digital processes toward a built environment where compliance can be understood earlier, decisions can be supported by data, and increasingly complex regulations can be translated into simpler digital experiences.

INVESTOR INFORMATION

CIN

L30107PN1996PLC016718

BSE Code

543470

NSE Code

SOFTTECH

Scan for investor-related information

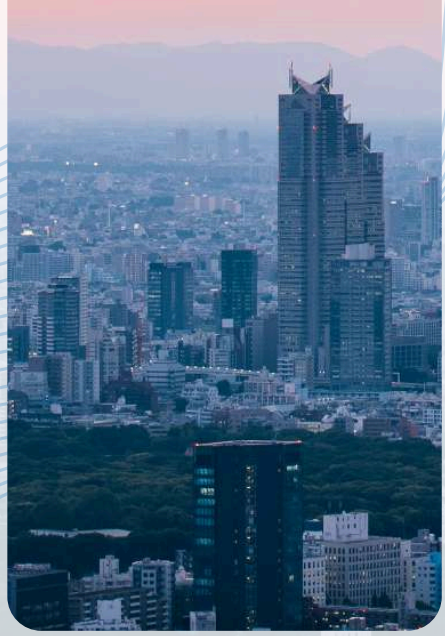
AGM Date

Tuesday, September 29, 2026

AGM Mode

Annual General Meeting will be held through video conferencing ('VC')/other audio-visual means ('OAVM')

Disclaimer : This document contains statements about expected future events and financials of SoftTech Engineers Limited, which are forward looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward looking statements as several factors could cause assumprsitions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this docrsl ument is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.







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Corporate Information

Registered name

SoftTech Engineers Limited

Corporate Identity Number

L30107PN1996PLC016718

Date of Incorporation

1996

Registrar and Share Transfer Agent

MUFG Intime India Pvt. Ltd,
(Formerly known as **Link Intime India Private Limited**)

Secretarial Auditors

DTSM & Associates,
Company Secretaries

Internal Auditors

M/s. Sharp & Tannan Associates,
Chartered Accountants

Statutory Auditors

M/s. P G Bhagwat LLP,
Chartered Accountants

Registered Office

SoftTech Towers, S. No. 1/1A/7, 8, 15, 16, 17, Plot No. B, C, D, 1-Baner, Baner Road, Pune 411045, Maharashtra, India

Other Indian location

Surat, Gujarat

Website:
www.softtechglobal.com

Investor Email:
investors@softtech-engr.com

Stock Exchanges

National Stock Exchange of India Limited (SOFTTECH); BSE Limited (543470)

Financial Year Reported

1 April 2025 to 31 March 2026

Authorised Share Capital

Rs. 15 crore

Paid-Up Share Capital

Rs. 13.84 crore

Corporate Information

Board of Diretors



Mr. Vijay Gupta
Chairman and Managing Director



Ms. Priti Gupta
Whole-time Director



Mr. Pratik Patel
Whole-time Director



Mr. Deepak Bang
Chief Financial Officer
Appointed w.e.f September 17, 2025



Ms. Aadishri Apte
Company Secretary
Appointed w.e.f May 26, 2026



Mr. Sundararajan Srinivasan
Independent Director



Dr. Rakesh Kumar Singh
Independent Director



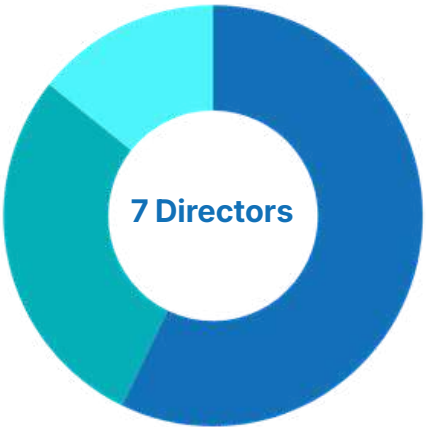
Professor Yogesh M Desai
Independent Director



Mr. Sridhar Pillalamarri
Independent Director

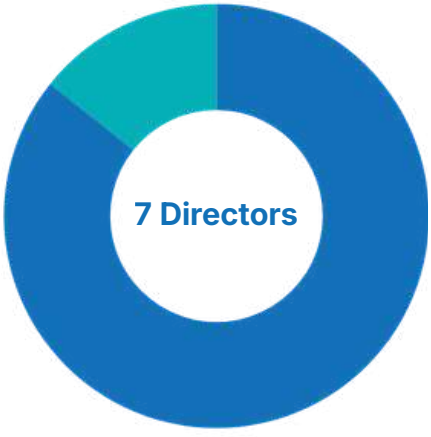
Board composition as at 31 March 2026

By Category



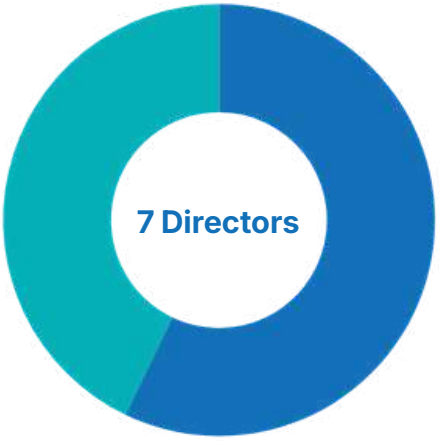
- Independent 4
- Whole-Time 2
- Chairman & MD 1

By Gender



- Male 6
- Female 1

By Executive Status



- Non-Executive 4
- Executive 3

Our Global Vision

SoftTech's transformation journey is now expanding beyond Indian borders. With successful proofs of concept and localizations in **India, USA, Germany, MENA, and APAC**, we are positioned to become a **global leader in urban tech SaaS** for regulatory compliance and smart infrastructure.



Subsidiary Companies

The consolidated financial statements for FY 2025-26 include the results of nine subsidiaries. The entities identified in the Company's own disclosures are set out below; the complete list, with shareholding percentages and dates of incorporation or acquisition, is required for the statement in Form AOC-1.

SoftTech Government Solutions Inc. / SoftTech Engineers Inc.

United States (McLean, Virginia)

Government sector solutions and partner delivery

SoftTech Digital AG

Germany

eBGAI platform delivery for the German market

SoftTech Digital Software L.L.C.

United Arab Emirates (Dubai)

MENA regional operations

SoftTech Digital Pte Limited

Singapore

Asia-Pacific regional operations

AmpliNxt Private Limited

India

Corporate venture programme incubating AECO technology start-ups

Envee Information Technology Private Limited

India

To provide IT services, software solutions, networking, training, and related technology products.

SoftTech®
Empowering Transformation



A Letter from
CHAIRMAN AND MANAGING DIRECTOR

- Vijay Gupta, Chairman & Managing Director

Dear Shareholders,

Financial Year 2025–26 was a defining year for SoftTech Engineers Limited - one in which our vision of building an AI-enabled, connected technology ecosystem for the Architecture, Engineering and Construction (AEC) industry moved decisively from strategy to execution. Across geographies, sectors and government platforms, the Civit Suite continued to deepen its role in the digital transformation of the built environment, while our newer AI-led offerings began creating opportunities in markets and application areas that were only emerging a year ago.

A Year of Strong Financial Performance

Our financial performance reflects the progress of this strategy. On a standalone basis, both revenue and EBITDA grew by more than 37% during FY 2025–26, accompanied by a meaningful improvement in profitability and an increasing contribution from recurring and subscription-based revenues. As we expand our portfolio and geographic presence, our focus remains on disciplined growth, operating leverage and the creation of sustainable long-term value.

Strengthening the Core

Our established platforms continued to provide the foundation for the business, supporting building approvals, planning, construction, infrastructure management and sustainability initiatives for government authorities, institutions and private-sector participants. Continued adoption, renewals and expansion across long-standing engagements reaffirm both the trust placed in SoftTech and the depth of domain and implementation capability developed over the last three decades.

This core remains important not only for the revenues it generates, but also because it provides the technology, domain knowledge, institutional relationships and operating experience on which the next phase of the Company is being built.

Widening Our Technology Frontier

During the year, we made significant progress in extending the Civit ecosystem into new areas. Our investments in transaction platforms TDR, digital twins, artificial intelligence, immersive technologies and intelligent decision-support solutions have resulted in a new generation of offerings including CivitTWIN, CivitTDRx, CivitMETAVERSE, CivitAI and BidAssist.

Importantly, these developments have moved beyond product creation into real-world deployment. CivitTDRx went live as first of its kind digital platform for Transferable Development Rights. CivitTWIN was launched with the Brihanmumbai Municipal Corporation (BMC). We also launched the NHEV national portal and rolled out the Single Window Approval System for the EV ecosystem and Wayside Amenities under the NHEV initiative.

Internationally, eBGAI (A variant of CivitTWIN for German Market) and the Ceramic Metaverse platform are conceptualised in Germany, representing an important step in taking our AI based permitting paltform, digital-twin and immersive capabilities into European markets. These developments demonstrate our ability to take technologies developed through our experience in India and adapt them to new geographies, sectors and operating environments.

Recognition, Partnerships and Quality

During the year, SoftTech received the Viksit Bharat Ambassador of Change Award at the Climate Financing Summit 2026 for its contribution to the Energy & Infrastructure sector. The recognition reinforces our belief that digital technology can play an important role in improving the efficiency, transparency and sustainability of infrastructure development.

We were also pleased to be onboarded by Mitsubishi Electric for deployment of our CivitSUSTAIN platform for its Central Water Management Centre. Such engagements are an encouraging indication of the relevance of our technology beyond traditional government applications and of our growing engagement with global engineering and industrial organisations.

Our continued emphasis on engineering quality and process maturity was further strengthened by SoftTech being appraised at CMMI® Maturity Level 5, the highest maturity level under the CMMi framework. This reflects the process discipline, measurement culture and continuous-improvement mindset that underpin our product and delivery capabilities.

Expanding Our Market Presence

Within India, our footprint continued to widen across Jharkhand, Gujarat, Madhya Pradesh, Andhra Pradesh and Jammu & Kashmir, alongside continued engagements with institutions such as AAI, MIDC and BMC and with authorities across several other states.

Our international business also continued to develop. CivitBUILD is gaining adoption in Dubai and African markets, eBGAI is progressing in Germany, and our BIM-led offerings are building traction in the United States. While these markets remain at different stages of maturity, the direction is encouraging and reflects a gradual but definite broadening of SoftTech from an India-focused technology company into a platform business with growing international relevance.

Looking Ahead

As we enter the next phase of our journey, our priorities are clear: to scale the new generation of AI-enabled and digital-twin platforms, deepen our participation in national and urban infrastructure programmes, expand our international presence, and continue strengthening the recurring and transaction-led components of our business model.

At the same time, we remain conscious that sustainable growth requires strong execution, technology resilience, disciplined capital allocation and consistently high standards of customer delivery. These will remain central to how we build the Company.

On behalf of the Board, I am grateful to our shareholders for their continued confidence, our clients and partners for the trust they place in us, and our employees for their commitment and contribution. The progress made during the year is the result of this collective effort.

We move forward with confidence, but also with a clear understanding of the responsibility that comes with building technology that increasingly forms part of the digital infrastructure on which cities, institutions and businesses operate.

Vijay Gupta
Chairman, Managing Director and CEO

SoftTech
at a Glance

Where We Operate

The Company operates from Pune and Surat in India and through subsidiaries in the United States, Germany, the United Arab Emirates and Singapore, together with the AmpliNxt corporate venture vehicle in India. Its consolidated financial statements for FY 2025-26 include the results of its subsidiaries and step-down subsidiaries.

Market	Legal Presence	FY 2025-26 Developments
India	SoftTech Engineers Limited - Pune (registered office) and Surat	Core market. Deployments across 18 states including Gujarat urban governance, the Jammu & Kashmir AutoDCR portal, the Delhi Development Authority single-window clearance system, the Airports Authority of India CivitINFRA deployment and CivitTDRx for the Brihanmumbai Municipal Corporation.
Germany	SoftTech Digital AG	Designated flagship international market. The eBGAI portals - CivitPermit and CivitTwin localised for the German market - were launched during the year. A margin-accretive acquisition was undertaken in collaboration with a German investor.
United States	SoftTech Engineers Inc., Union City, California; step-down subsidiary SoftTech Government Solutions Inc., McLean, Virginia	Revenue of Rs. 6.25 lakh generated during FY 2025-26 from BIM services. Growing pipeline for CivitAI and BIM-led services; productisation of CivitTWIN for the US market is a stated FY 2026-27 priority.
Middle East	SoftTech Digital Software L.L.C., Dubai (step-down subsidiary)	Revenue generated from Dubai during the year. Traction established for CivitBUILD. Proof-of-concept activity in Oman. Two major CivitBUILD closures targeted for FY 2026-27.
Asia-Pacific	SoftTech Digital PTE. LTD., Singapore	Singapore and Malaysia addressed through partner alliances including CDCi. Partnership models under exploration for wider South-East Asian expansion.

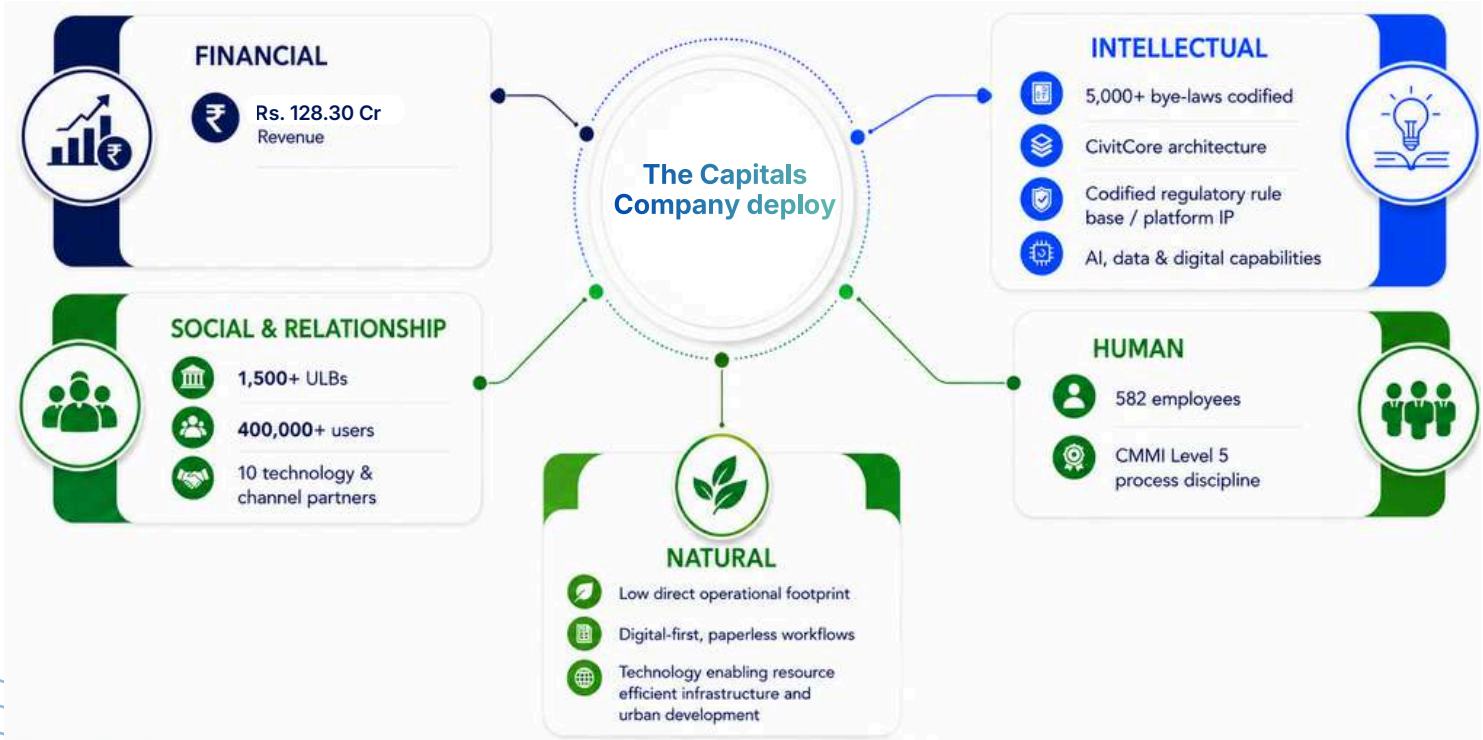
SoftTech
at a Glance

What the Company does

SoftTech Engineers Limited provides software, platforms and digital solutions for the planning, approval, delivery and management of the built environment. The Company combines engineering intelligence, regulatory knowledge, AI, digital workflows and lifecycle data to improve how buildings and infrastructure are designed, reviewed, executed and operated. Its solutions support stakeholders across the project lifecycle, from architects and consultants to developers, contractors, public authorities and citizens. The Company's product portfolio spans automated code compliance, digital permitting, infrastructure and construction management, approval intelligence, sustainability and digital marketplaces. SoftTech focuses on simplifying complex processes, improving transparency and enabling faster, more informed decision-making. Its platforms are designed to integrate with existing systems, data sources and government workflows. Through this approach, the Company seeks to make the built environment more efficient, compliant, connected and sustainable.

The capitals we deploy

The resources the Company draws on and transforms are summarised below on the integrated reporting capitals framework.



SoftTech
at a Glance

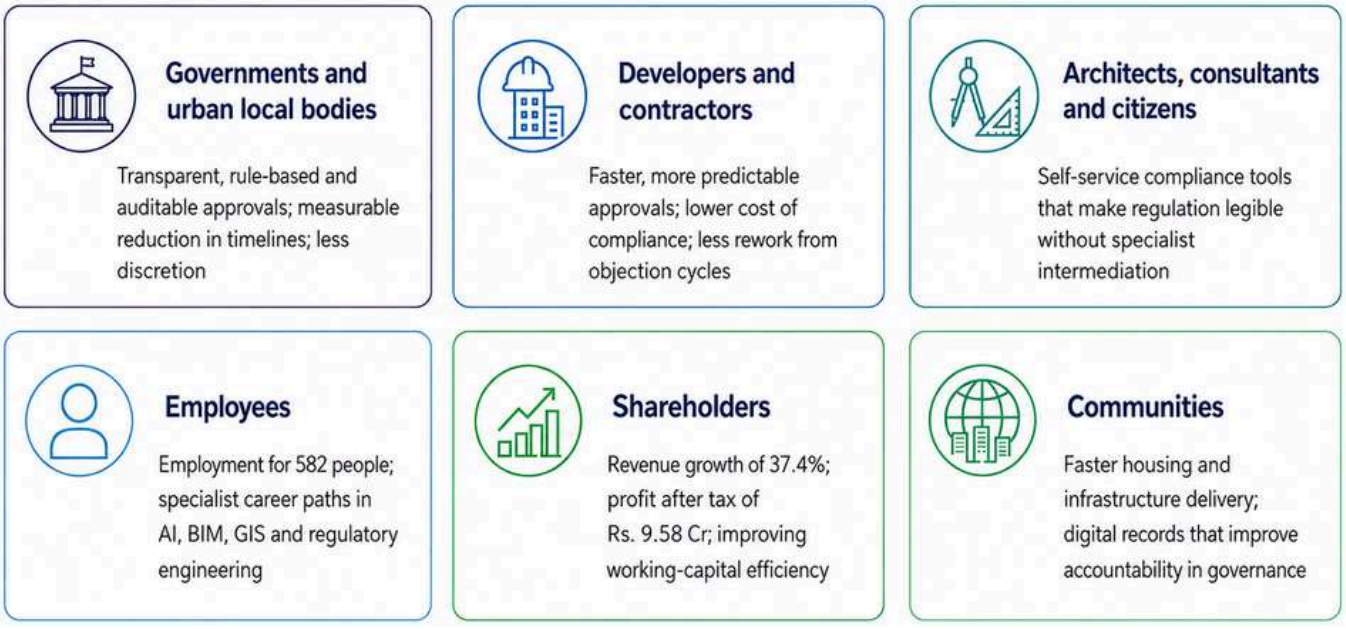
How the Company creates value

The model below traces the resources the Company deploys through the work it does with them, to what it produces and, ultimately, to the outcomes those products create for the people who use them. The figures shown are those reported for FY 2025-26; the cumulative counts are drawn from the Company's deployment records.



Value does not accrue evenly to every group, and the Board considers it more useful to state what each receives than to assert that all interests are aligned.

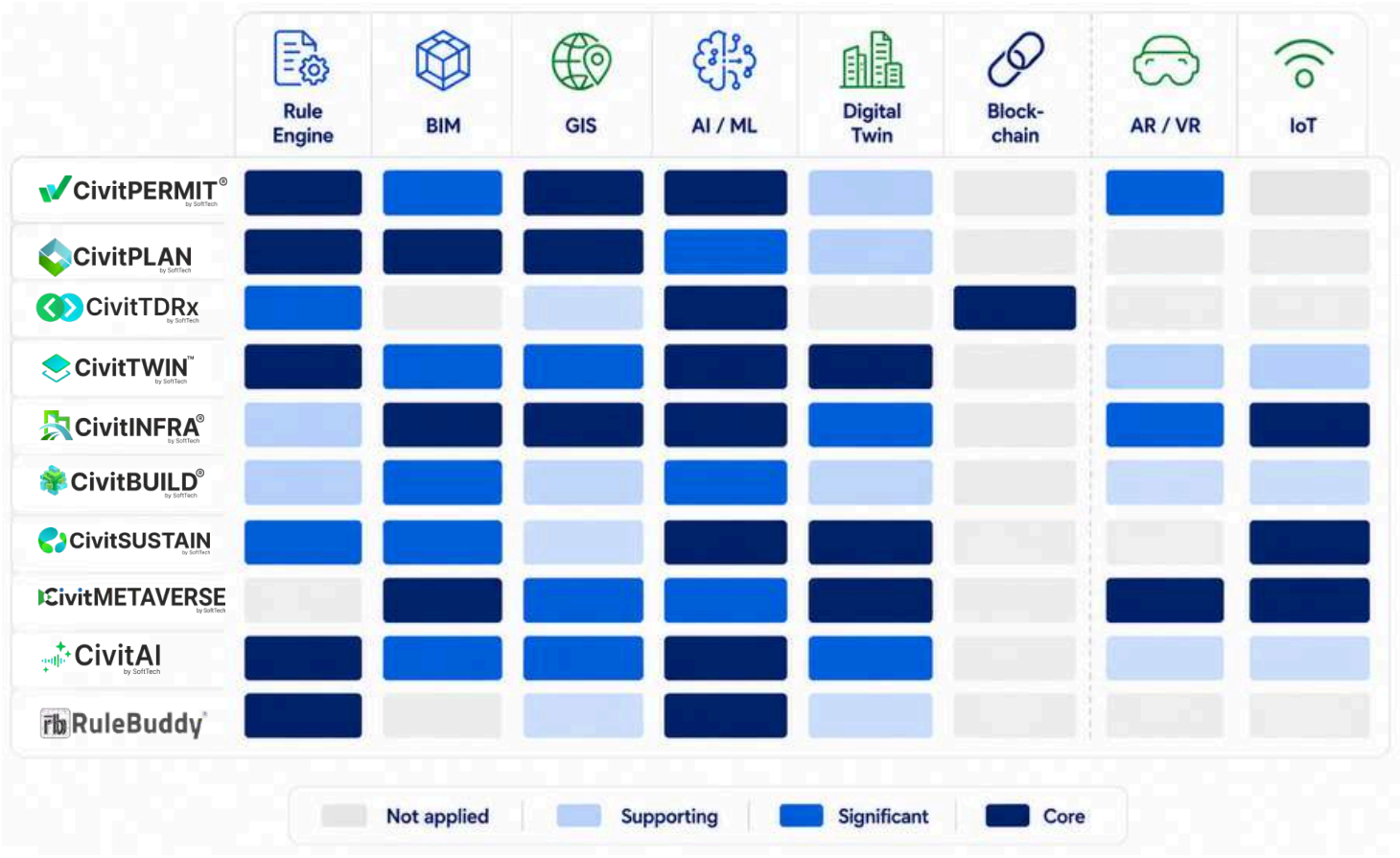
Strategic Business Pillars



SoftTech
at a Glance

What we build

The Civit Suite comprises nine platforms and a citizen-facing assistant.



SoftTech
at a Glance

Coverage of the built-environment lifecycle

The Civit Suite brings the entire built-environment lifecycle together on one unified platform from planning and approvals to construction, operations, and sustainability.
Built on a shared data architecture, it enables seamless flow of information across phases, helping customers make faster decisions, improve efficiency, and create greater value throughout the asset lifecycle.

One platform. One connected ecosystem. One continuous digital journey.

Lifecycle Coverage: One Platform, Many Phases



SoftTech
at a Glance

Civit Suite – Our Flagship Platform Ecosystem



SoftTech
at a Glance

Reading the matrix by column rather than by row shows why the architecture matters commercially. The rule engine is core to four platforms and significant to three more; artificial intelligence and machine learning appear in nine of the ten. An improvement to either is not a product enhancement but a portfolio enhancement.

Platform	Function	Primary customer	Deployment status
CivitPERMIT (AutoDCR)	AI-driven building permit management with automated CAD and BIM code checking, digital workflow, GIS integration and mobile inspection.	Government and municipal authorities	Mature; 1,500+ cities, 18 states
CivitPLAN	AI-based building plan validation for CAD and BIM compliance reporting.	Architects, consultants and developers	Mature; pan-India, US pipeline
CivitTDRx	Digital exchange for the issuance, utilisation and management of Transferable Development Rights.	Government and real-estate developers	Launched FY26 (BMC; 18,000+ developers)
CivitTWIN	Pre-submission compliance simulation with twelve AI assistants and a predictive readiness score.	Government and international authorities	Launched FY26 (Germany; BMC letter of intent)
CivitINFRA	Unified infrastructure lifecycle management with AI-driven monitoring and BIM/GIS integration.	Government and public works agencies	Deployed FY26 (AAI, DDA, J&K, Gujarat)
CivitBUILD	Integrated construction ERP covering project planning, procurement, financial management and site management.	Contractors and private developers	Commercial; Middle East traction
CivitSUSTAIN	Sustainability and facility operations — energy, water and fire management, IoT integration and digital twin simulation.	Government and industrial	Orders secured FY26 (Mitsubishi); GIFT City pipeline
CivitMETAVERSE	Immersive digital twin and metaverse platform with 3D visualisation and AR/VR collaboration.	Industrial and manufacturing	Orders secured FY26 (Metawolf)
CivitAI	Purpose-built AI platform for the AECO industry — enterprise assistants, document analysis and workflow automation.	Cross-segment	Commercial; US pipeline
RuleBuddy.ai	Citizen and architect-facing AI compliance assistant providing accessible interpretation of building regulations.	Architects, citizens, small practices	Launched FY26: Mumbai and Gujarat

SoftTech
at a Glance

Four platforms advanced a stage of maturity during the year. CivitTWIN and CivitTDRx entered commercial service; CivitSUSTAIN and CivitMETAVERSE moved from research and development into order stage. That rate of commercialisation within a single financial year is higher than the Company has previously achieved, and it is the principal non-financial development of FY 2025-26.

The platforms in detail

Each platform is set out below in the terms the Company uses internally: what it is, who uses it, and what it is intended to change for them.

CivitAI : Domain-Specific Artificial Intelligence

CivitAI is the Company's purpose-built artificial intelligence platform for the AECOO industry, trained on decades of regulatory and project data. It provides enterprise assistants, intelligent document analysis and workflow automation, and supplies the intelligence layer consumed by the other Civit products.

CivitPERMIT: The Revenue foundation

CivitPERMIT carries the lineage of AutoDCR, launched in 2006, and remains the foundation of the business. It automates the building permit process end to end: the applicant submits a CAD drawing or BIM model; the rule engine evaluates it against the codified bye-laws of that jurisdiction; objections are raised and resolved digitally; departmental clearances are routed through an integrated workflow; and the sanctioned permit is issued with a complete audit trail. Its principal components are automated scrutiny against jurisdiction-specific development control regulations, GIS-enabled zoning and land-use validation, configurable workflow with service-level tracking, integrated payment and fee computation, mobile field inspection with geo-tagged evidence, and a citizen portal for application status.

CivitPLAN: Automated AI based Code Checking of CAD Plans and BIM Models

An AI-powered compliance platform that checks CAD, BIM and GIS-based proposals against applicable regulations and generates scrutiny outputs. It serves architects, consultants, developers, planners and approving authorities, and is intended to reduce design errors and rework, improve compliance accuracy, and make approval preparation faster and more predictable.

SoftTech
at a Glance

CivitTDRx: A Digital Platform for Transfer of Development Rights

Transferable Development Rights are a tradable instrument by which a landowner who surrenders land for a public purpose receives development rights usable elsewhere in the city. Their value depends entirely on provenance - on being able to establish that a right was validly issued, has not been previously used, and is being transferred by its rightful holder. Administered on paper, the instrument is slow to transact and vulnerable to dispute. CivitTDRx combines blockchain-based provenance with AI-assisted processing to enable digital issuance, utilisation and management. It is in service with the Brihanmumbai Municipal Corporation, serving more than 18,000 developers, and the Company describes it as India's first digital eTDR platform. Its commercial significance extends beyond its own revenue, because it demonstrates that the core competence transfers to regulatory instruments other than building approvals.

CivitTWIN: Predictive Compliance Simulation

Launched during FY 2025-26, CivitTWIN allows an applicant to simulate the outcome of a submission before making it. It incorporates twelve AI assistants covering distinct aspects of the approval process, compliance simulation against the applicable rule set, and a predictive readiness score indicating the likelihood that a submission will be approved without objection. It was deployed in Germany during the year, and the Brihanmumbai Municipal Corporation issued a letter of intent for an AI Permit Twin deployment. Converting that letter of intent and productising the platform for the United States market are stated priorities for FY 2026-27.

CivitINFRA: Infrastructure Lifecycle Management

CivitINFRA provides unified management of infrastructure assets across their lifecycle, combining AI-driven monitoring with integrated BIM and GIS. It addresses the operational visibility problem in large multi-package programmes, where progress and compliance across geographically dispersed sites would otherwise be tracked only through periodic reporting. It was deployed during the year for the Airports Authority of India and underlies the Delhi Development Authority's single-window clearance system.

CivitBUILD: Construction Enterprise Resource Planning

An integrated construction ERP covering project planning and scheduling, procurement and materials management, subcontractor management, financial control and site management. It is the Company's principal private-sector product, sold to contractors and developers rather than to authorities. Middle East traction was established during FY 2025-26 and management has set a target of closing at least two major transactions in that region during FY 2026-27.

SoftTech
at a Glance

CivitSUSTAIN: Assets Operations, Water, Energy and Fire Safety Management

CivitSUSTAIN extends the Company's reach into the post-occupancy phase, covering energy management, carbon monitoring, IoT sensor integration and digital twin simulation of building performance. Its scope includes net-zero roadmaps, green-code compliance, construction waste management and fire prevention and disaster management applications. The platform moved from research and development into order stage during FY 2025-26, with orders secured from Mitsubishi and a pipeline established at GIFT City.

CivitMETAVERSE: Immersive Digital Twins

CivitMETAVERSE provides immersive 3D visualisation and AR/VR collaboration over digital twin models. Its applications include virtual walkthroughs of regulatory-compliant BIM models, AR-based design approvals, immersive training for the AEC industry, and 3D city digital twins for urban simulation, traffic optimisation, energy planning and climate resilience modelling. It moved from research and development to commercial order stage during the year with orders from Metawolf for PIM and AXL applications — the Company's first material entry into the industrial and manufacturing sector.

RuleBuddy PlanAssist: The AutoCAD Embedded Rule Checking Software

RuleBuddy PlanAssist is a compliance-checking application built on the AutoCAD OEM platform, addressed to architects, small practices and citizens rather than to authorities. Users draw inside a lightweight, branded CAD interface while their work is checked in real time against the same codified rule base underlying CivitPERMIT, with violations surfaced directly on the drawing. Its social significance is bundling CAD and compliance for parties who couldn't otherwise afford either. Its commercial significance is a direct relationship with individual professionals and a rule base embedded inside the drawing workflow itself.

SoftTech
at a Glance

Specialist Services

Alongside the platforms, the Company provides specialist engineering services which generate revenue in their own right and frequently serve as the entry point for a subsequent platform sale.

Service line	Scope
BIM Services	Three-dimensional compliance modelling, clash detection, model-based approval support, and conversion of legacy drawings into model-based assets.
GIS Services	Urban planning support, zoning and land-use analysis, spatial validation, and integration of spatial data with permitting and infrastructure systems.
AI Services	Predictive analytics, compliance intelligence, document analysis and bespoke automation built on the Company's domain models.
Implementation and professional services	Configuration, data migration, systems integration and change management for large government deployments.

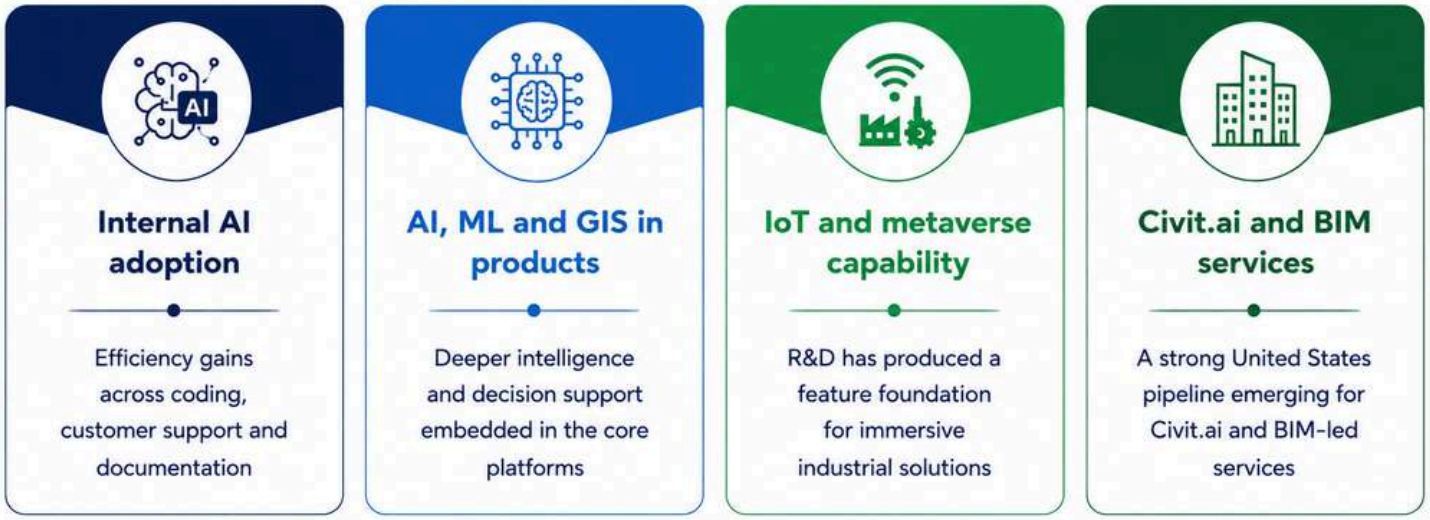
From civic products to industrial platforms

The most consequential strategic development of the year was not a single contract but a change in the kind of customer the Company sells to. Three platforms now address three distinct industry verticals, each carrying transaction-based or subscription economics rather than one-time licensing, and each built on the credibility the Company earned in government.



SoftTech
at a Glance

Technology Strategy



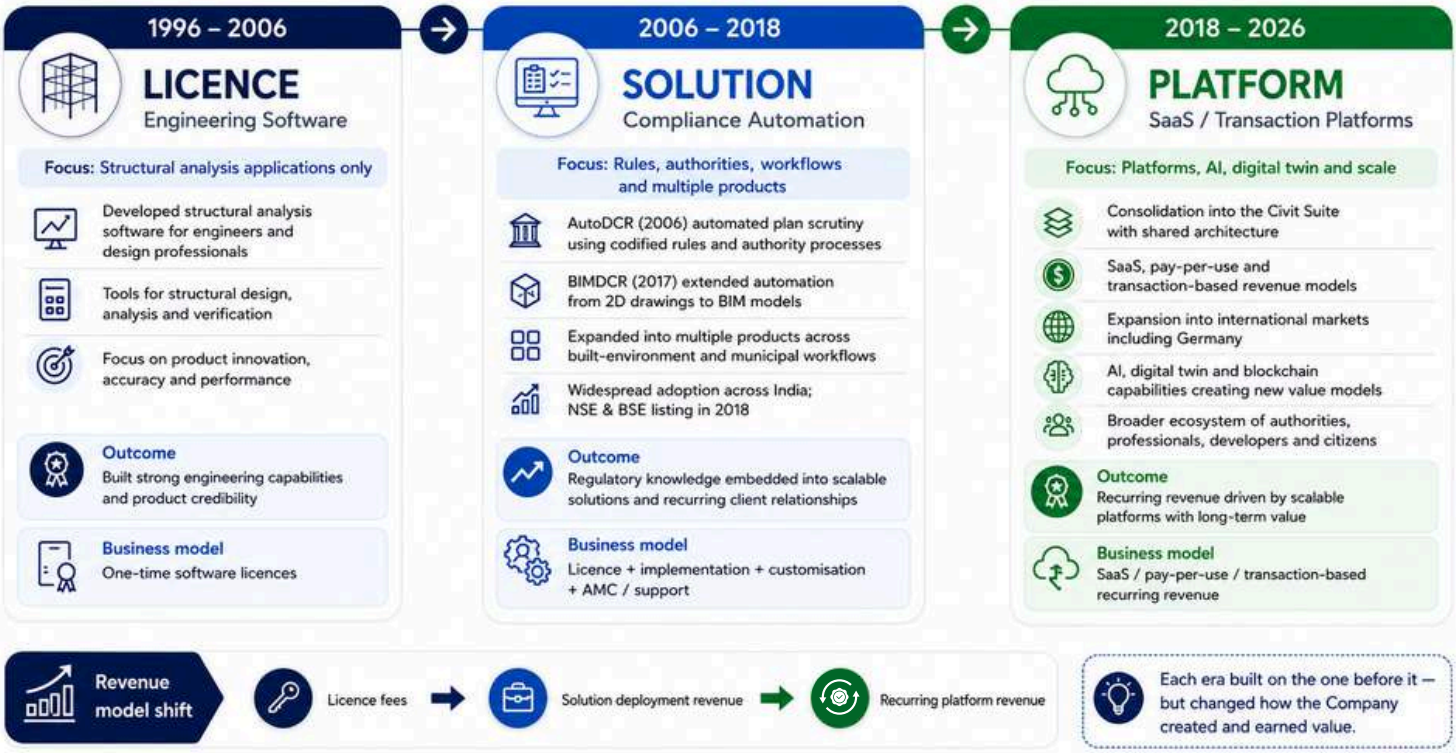
What the Platforms Deliver

The outcomes below are those recorded by the Company from its deployments.



Thirty Years in **Three Business Models**

The Company's thirty years divide into three commercially distinct eras. Each rested on the one before it, and each changed how the business earned money.



1996 – 2006 | Foundation

The first decade built domain knowledge rather than products. Engineering software for the Indian construction industry brought the Company into contact with the regulations, the drawings and the authorities that would later become its defensible asset. Revenue in this era came from software licences sold one at a time.

2006 – 2018 | Automation

AutoDCR, launched in 2006, automated the scrutiny of building plans against municipal bye-laws. It was the first product in which the Company's regulatory knowledge was encoded rather than merely applied. Adoption spread municipality by municipality; BIMDCR extended the same logic from two-dimensional drawings to building information models in 2017; the Company listed on the National Stock Exchange and BSE in 2018. Revenue remained licence-led, with implementation and maintenance attached.

Thirty Years in **Three Business Models**

2018 – 2026 | Platform

The current era consolidated a portfolio of separately-sold products into the Civit Suite on a shared architecture, and changed the commercial model from selling licences to charging for use. International subsidiaries were established across six jurisdictions. Artificial intelligence, digital twin and blockchain capabilities were added, producing CivitTWIN, CivitTDRx, CivitSUSTAIN and CivitMETAVERSE. By FY 2025-26 SaaS and pay-per-use revenue had reached Rs. 31.72 crore, 25% of standalone revenue, having grown 38.6% during the year. Recurring revenue as a whole represented 33% of the standalone sales mix against 45% a year earlier - a fall driven by faster growth in one-time licensing rather than by any contraction in the recurring streams.

Business Model and Strategy

The Company's commercial history divides into four phases. The first three are historical; the fourth is forward-looking and should be read subject to the cautionary statement at the end of this report.

Phase	Period	Characteristics
Product era	**Foundational years**	A portfolio of standalone software products, including AutoDCR for building-plan scrutiny, BIM-based compliance tools and e-governance solutions for municipal authorities. Revenue was largely licence-based, while the Company established domain expertise, government relationships and market credibility.
Platform consolidation	**Transition period**	Previously independent products were brought onto the integrated Civit platform, supported by a common data and intelligence architecture. The business shifted progressively toward recurring and SaaS-based models while expanding internationally.
Platform-led growth	**Current strategic phase**	A broader transition from product-led offerings toward platform-led, recurring-revenue businesses. CivitTWIN and CivitDROD moved into commercial deployment; CivitMETAVERSE and CivitSUSTAIN progressed from development into market opportunities. Greater emphasis on productisation, recurring usage and operating leverage.
Future trajectory	**Going forward**	Increasing the contribution of recurring and pay-per-use models, extending the Civit platforms across domestic and international markets, and introducing subscription-led commercial models across the portfolio.

Business Model and Strategy

How the Company earns revenue

SoftTech monetises the Civit Suite through six distinct streams. The relative weight of those streams is the single most important driver of the Company's margin profile, cash generation and revenue predictability, and the deliberate rebalancing between them is the substance of the strategic shift described throughout this report.

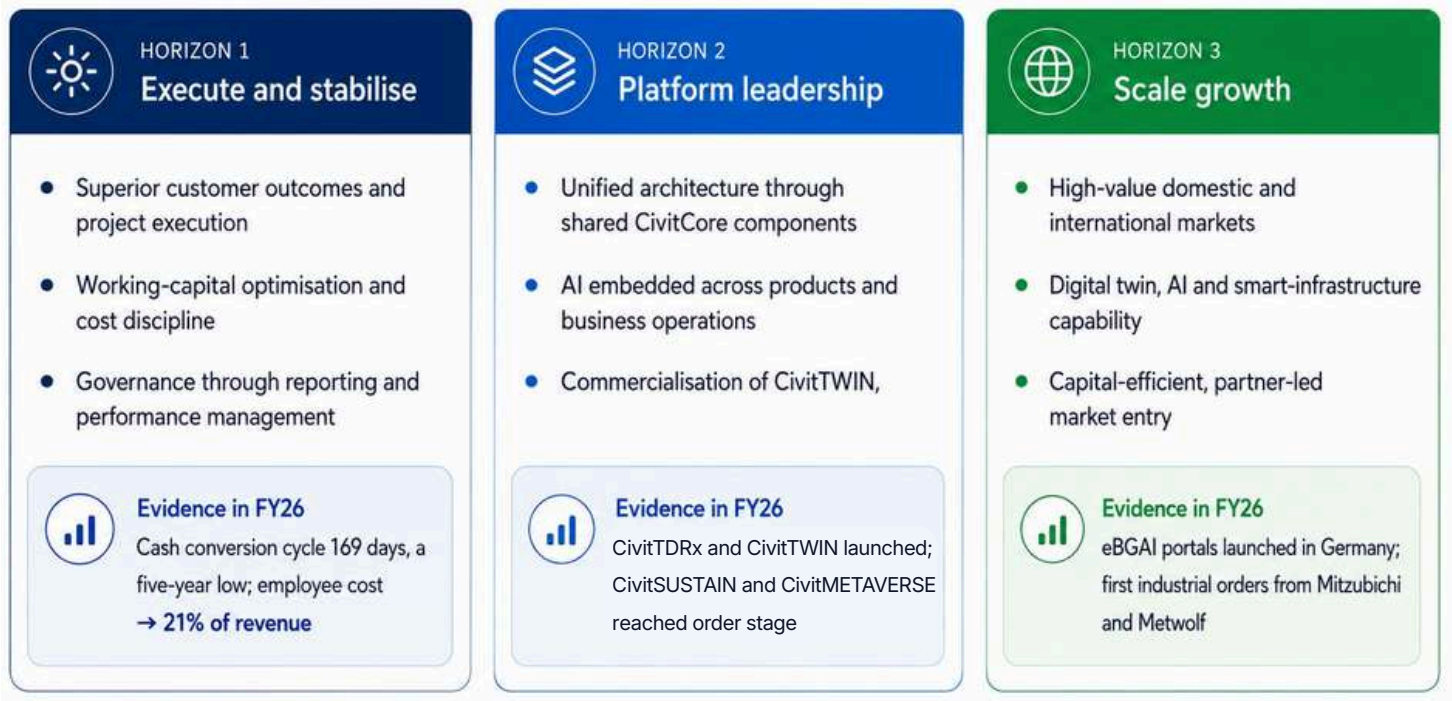


Recurring revenue reduces the Company's dependence on winning new procurement each year, shortens the collection cycle and - because the marginal cost of an additional transaction on a deployed platform is low - carries a higher incremental margin than implementation revenue. The composition of the mix and the reasons the recurring share fell during FY 2025-26 are set out in full at Part II under "The quality of revenue".

Business Model and Strategy

The three-horizon strategic framework

Management has articulated its long-term strategy through a three-horizon framework, which balances near-term operational discipline against long-term platform and geographic expansion. Each horizon is stated below with the evidence FY 2025-26 provides for it, so that the framework can be assessed rather than merely described.



SoftTech

Vision, Mission & Core Values

Vision

To lead the global digital transformation of the AECO industry by building intelligent technologies that enable smarter, faster, and more sustainable built environments.

Mission

To simplify construction and urban development through AI-powered, interoperable digital solutions that enhance governance, optimize project delivery, maximize ROI, and create lasting value for governments, enterprises, and communities worldwide.

Core Values

Quality

I believe in delivering high quality work resulting to customer delight

Innovation

I believe in exploring creative ways of improving and optimizing ways of working

Integrity

I am always ethical and moral in all my conduct internally as well as externally

Accountability

I take full ownership of my deliverables and give my 100% return to my stakeholder

Customer Centricity

I treat my customer - External as well as Internal as the King and deliver my best output to them

Board of Directors

Visionary Leadership, Strategic Governance

Guiding SoftTech's Growth with Experience, Integrity, and Global Perspective

At the helm of SoftTech Engineers Limited is a Board of Directors that exemplifies diversity in expertise, depth in experience, and foresight in leadership. Our board plays a pivotal role in shaping strategic decisions, ensuring compliance, and aligning governance with shareholder interests.

The board is a balanced mix of technocrats, entrepreneurs, academicians, and independent professionals with backgrounds from **IIT**s, **global corporations**, and **governance institutions**, collectively contributing over **Three decades of leadership experience**.

Board Composition Snapshot (As of March 31, 2026)



Mr. Vijay Gupta
Managing Director and Chairman

Areas of Expertise

- Technology and Innovation
- Driving business Growth Strategy
- Fund & Investor Relationship Management
- Team Management
- Customer Success Management

Click to Read Full Profile

Age: 63 Years
Nationality: Indian

Date of Appointment
21-06-1996

Shareholding
24,36,252

Board of Directors

Visionary Leadership, Strategic Governance



Ms. Priti Gupta
Whole-Time Director

Age: 61 Years
Nationality: Indian

Date of Appointment
04-03-2008

Shareholding
65,583

Areas of Expertise

- Leadership
- Team Building
- Process Management

Click to Read Full Profile



Mr. Pratik Patel
Whole-Time Director

Age: 38 Years
Nationality: Indian

Date of Appointment
18-07-2020

Shareholding
5,50,304

Areas of Expertise
Experience in Operations of Software Development and Real Estate Business

Click to Read Full Profile



Mr. Sundararajan Srinivasan
Independent Director

Age: 64 Years
Nationality: Indian

Date of Appointment
10-07-2020

Shareholding
NIL

Areas of Expertise

- Leadership Development
- Technology & Innovation Management
- Board service & governance
- Organisational Development & Assessment
- Process Management & Quality Systems
- Strategy Development & Execution

Click to Read Full Profile

Board of Directors

Visionary Leadership, Strategic Governance



Dr. Rakesh Kumar Singh
Independent Director

Age: 64 Years
Nationality: Indian

Date of Appointment
12-08-2022

Shareholding
NIL

Areas of Expertise

- Information Technology in general
- Machine Learning & Deep Learning
- Generative AI & LLMs (Build AI Agents)
- Computer Vision & Image Understanding
- Distributed & Parallel Systems (HPC, Big Data)
- Kubernetes, Microservices & Container Orchestration
- Leadership: Team Building, Product
- Strategy, Innovation Management

Click to Read Full Profile



Prof. Yogesh M. Desai
Independent Director

Age: 64 Years
Nationality: Indian

Date of Appointment
12-02-2024

Shareholding
NIL

Areas of Expertise

- Computational Engineering
- Software Development
- Technology Development and Transfer
- Leadership
- Human Resource Management

Click to Read Full Profile



Mr. Sridhar Pillalamarri
Independent Director

Age: 66 Years
Nationality: Indian

Date of Appointment
03-03-2018

Shareholding
NIL

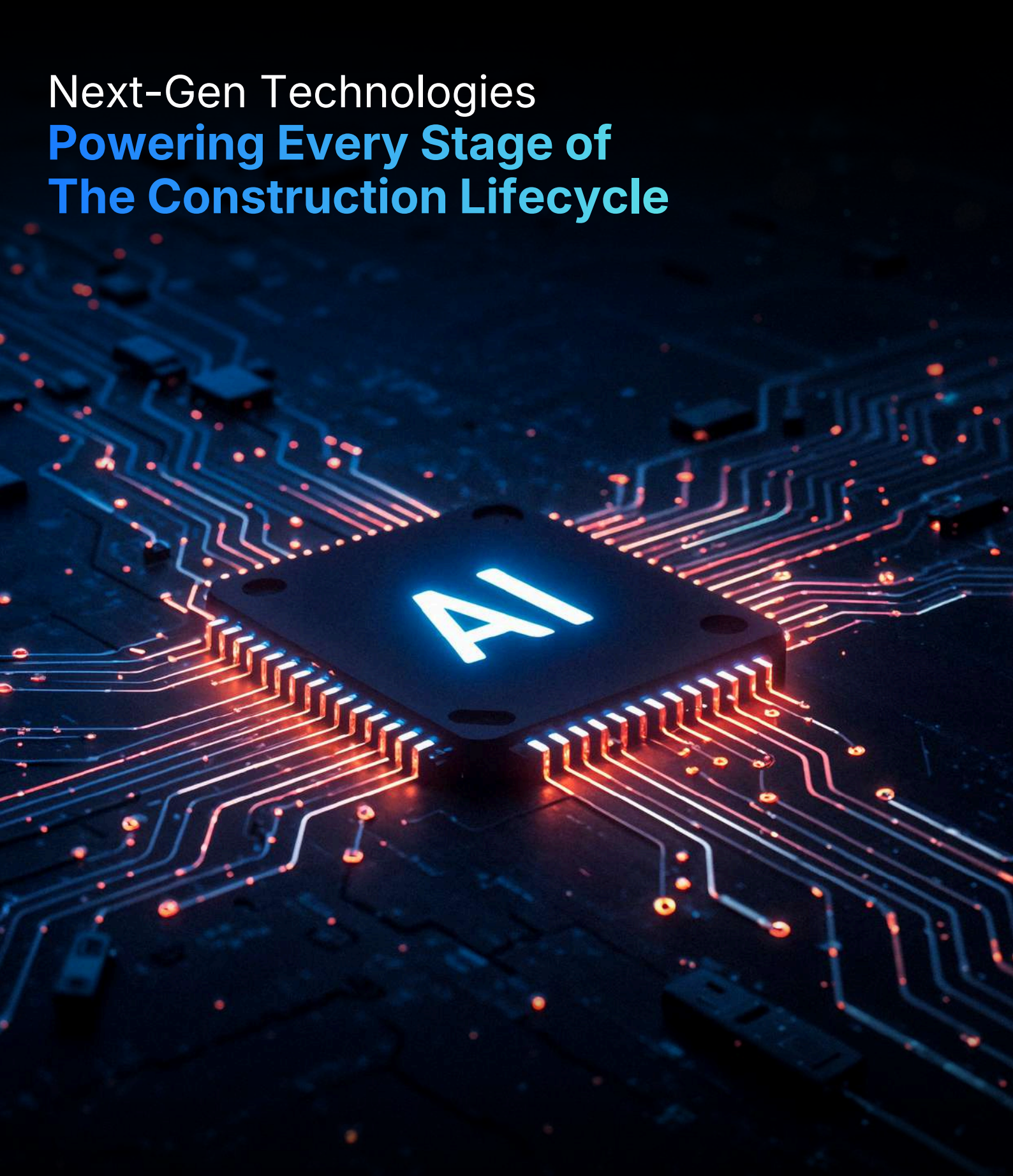
Areas of Expertise

- Information Technology in general
- Machine Learning & Deep Learning
- Generative AI & LLMs (Build AI Agents)
- Computer Vision & Image Understanding
- Distributed & Parallel Systems (HPC, Big Data)
- Kubernetes, Microservices & Container Orchestration
- Leadership: Team Building, Product Strategy, Innovation Management

Click to Read Full Profile

Next-Gen Technologies

Powering Every Stage of The Construction Lifecycle



GEN AI / AI/ML

Auto-scrutiny of plans, compliance validation, permit timelines prediction

Next-Gen Technologies

Powering Every Stage of The Construction Lifecycle

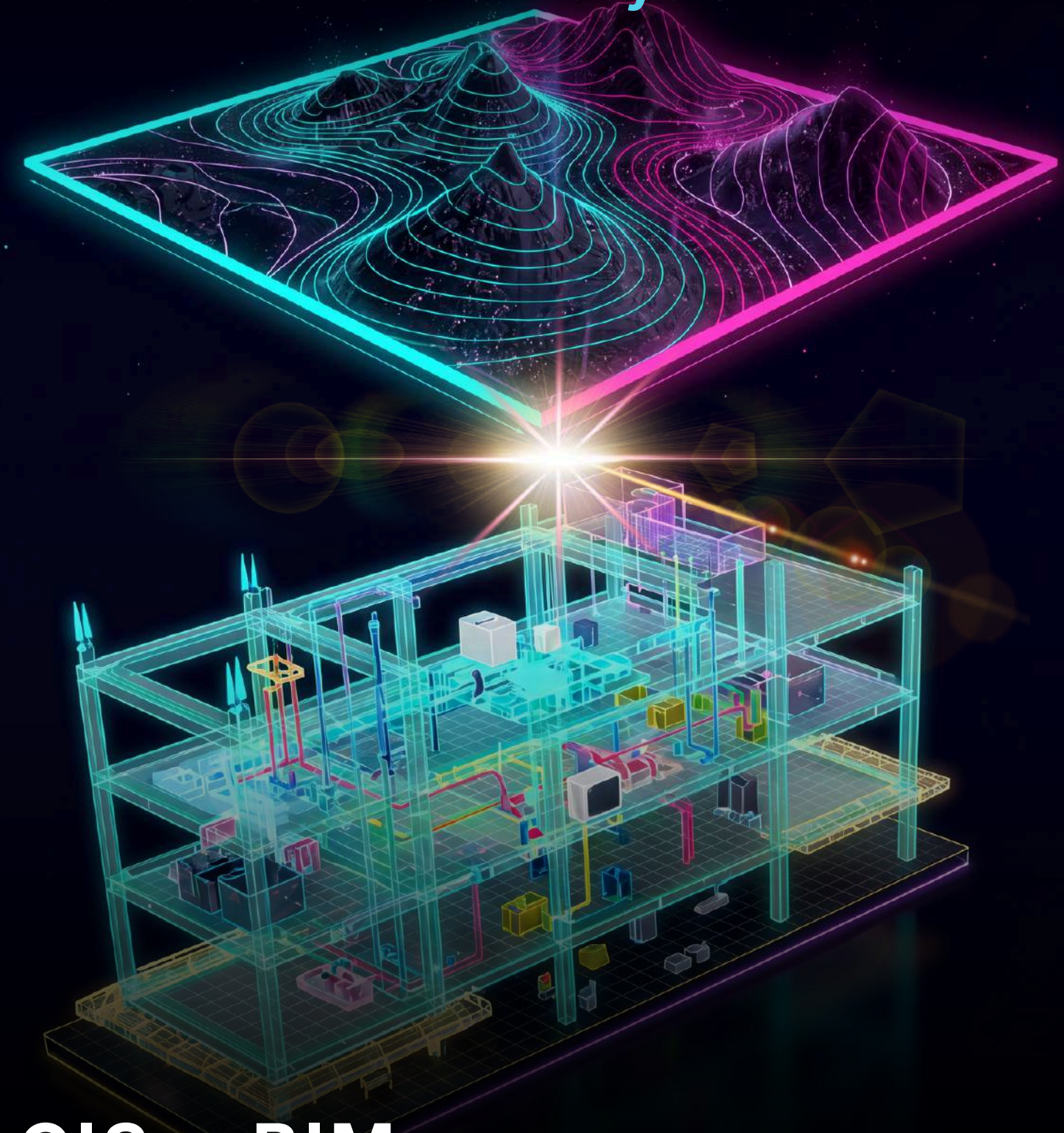


BLOCKCHAIN

Secure document trail
and tamper-proof audit logs

Next-Gen Technologies

Powering Every Stage of The Construction Lifecycle



GIS + BIM

Real-time 3D site visualization, zoning validation, Infra mapping

Next-Gen Technologies

Powering Every Stage of The Construction Lifecycle



DIGITAL TWINS

Operational optimization in post-occupancy stage (energy, water, HVAC)

Next-Gen Technologies

Powering Every Stage of The Construction Lifecycle



AR/VR

Virtual site inspections

Customer
Success Stories

CivitINFRA Powers Digital Transformation of Airport Infrastructure Monitoring for AAI

CASE STUDY



Overview

SoftTech Engineers Limited was selected by Airports Authority of India (AAI) to develop a nationwide airport infrastructure monitoring platform powered by CivitINFRA, enabling real-time monitoring and data-driven governance.

Key Features & Capabilities

- Real-Time Project Monitoring S-curves, Gantt charts, and milestone tracking for continuous project visibility.
- BIM-Integrated 3D Visualization Immersive 3D digital representations of infrastructure designs for enhanced review.
- Portfolio Dashboards & Risk Alerts Centralised nationwide oversight with automated risk alerts for proactive intervention.
- Mobile-Enabled Field Access Dedicated mobile app for on-ground teams with live updates and field-level reporting.

ENGAGEMENT AT A GLANCE

Client: Airports Authority of India (AAI)
Sector: Civil Aviation Infrastructure
Platform: CivitINFRA (PWIMS)

PLATFORM HIGHLIGHTS

- Web + mobile access
- Real-time S-curves & Gantt charts
- BIM-integrated 3D visualization
- Portfolio-level risk dashboards
- On-ground mobile live updates

NATIONAL INITIATIVE ALIGNMENT

- Digital India
- Make in India
- Indigenous Technology

Technological Impact

CivitINFRA serves as an enterprise-grade infrastructure management solution, enabling AAI to manage complex aviation projects with real-time intelligence and data driven insights transforming oversight from periodic, manual reporting to continuous, digital governance.

Customer
Success Stories

CivitINFRA Powers AAI's Digital Platform for Airport Infrastructure Monitoring

CASE STUDY

Strategic Impact

The collaboration sets a new benchmark in transparency, operational efficiency, and accountability in public infrastructure management, reinforcing national initiatives such as "Make in India" and "Digital India." This deployment underscores SoftTech's growing role as a leading indigenous technology provider for large-scale public infrastructure projects.

Conclusion

The selection of CivitINFRA by AAI marks a pivotal moment in the digital transformation of India's aviation infrastructure. By deploying an indigenous, enterprise-grade platform for nationwide project monitoring, AAI and SoftTech have demonstrated the power of homegrown technology to drive transparency and accountability at scale positioning SoftTech as a trusted technology partner for India's most ambitious public infrastructure initiatives.

Customer
Success Stories

Transforming Urban Governance in Jammu & Kashmir with CivitPERMIT®

CASE STUDY



Overview

SoftTech Engineers Limited partnered with the Housing & Urban Development Department (H&UDD), Jammu & Kashmir, to modernize the building permission approval process through CivitPERMIT® (AutoDCR). The initiative introduced an intelligent, automated approval ecosystem that enhances transparency, accelerates decision-making, and delivers seamless citizen services.

Inaugurated by Shri Atal Dulloo, Chief Secretary, Jammu & Kashmir, the project marks a significant milestone in the digital transformation of urban governance.

Key Features & Capabilities

- Automated verification of AutoCAD drawings
- GIS-based spatial intelligence
- Automated compliance checks
- Digital CLU processing
- Reduced manual intervention
- Faster, transparent approvals

Technological Impact

Automatically validates AutoCAD drawings against regulations and GIS Master Plans, improving accuracy, efficiency, and compliance while reducing manual intervention.

Strategic Impact

Supports Digital India, Smart Cities Mission, and Ease of Doing Business while creating a scalable model for digital urban governance.

Conclusion

CivitPERMIT® demonstrates how AI, GIS, and automation can transform urban planning through faster, transparent, and compliant building approvals.

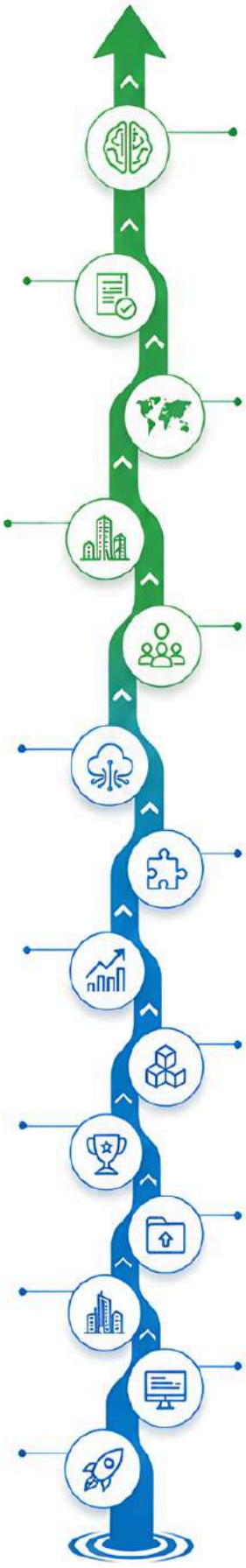
ENGAGEMENT AT A GLANCE

Organization: Housing & Urban Development Department (H&UDD), Jammu & Kashmir
Sector: Urban Governance & Planning
Project Objective: Establish a transparent, automated, GIS-enabled platform for building plan approvals and CLU management.

PLATFORM HIGHLIGHTS

- AI-powered automated scrutiny of building plans
- Digital CLU Portal
- GIS-integrated Master Plan validation
- Unified H&UDD citizen services portal
- End-to-end digital approval workflow
- Single-window platform

SoftTech's
From Vision to Global Leadership



2026
> Launch of path breaking technology platform CivitTDRx and CivitTWIN

2025
Launched paperless <
Subsidiary formed in Germany <

2024
> Conducted POCs in Germany, USA, Sweden, Oman, Malaysia

2023
Subsidiary formed in UK <
CivitSUSTAIN- Digital Twin technology for energy assessment and fire safety <

2022
> Started professional services division on BIM & GIS Technology
> Shaped Civit Platform to connect all products around CivitCore as common data environment
> Subsidiary formed in Singapore (APEC), and Dubai (MENA)

2021
Launched CivitBUILD - Opticon transformed to SaaS based Construction Business Solution on Civit Platform <

2020
> Launched RuleBuddy PlanAssist Partnered with AutoCAD OEM from Autodesk, USA

2018
SoftTech listed on NSE and BSE as a public limited company <
Subsidiary formed in USA <

2017
> Launched BIMDCR - 3D BIM model based Automation of building permits
> Boosted India's EODB ranking

2009
Awarded National e-Governance Award by the Government of India <
Launched Opticon- Construction ERP <

2008
> Launched PWIMS - Public works information management system

2006
Developed AutoDCR®, India's first automated building plan scrutiny engine <

2000
> Launched ESR/GSR

1996
Founded SoftTech Engineers Limited with a mission to digitize governance <
Launched STRUDS, CM, QePro, Qmate <

Awards and Recognitions

ViksitBharat Ambassador of Change



Our Founder, Chairman & CEO VIJAY GUPTA receives the ViksitBharat Ambassador of Change Award at the Climate Financing Summit 2026, recognizing SoftTech Engineers in the Energy & Infrastructure category, for building unified digital platform designed to accelerate the deployment of EV charging stations and wayside amenities across national highways. Thus, empowering our nation with smart and sustainable solution. Proud moment for the whole SoftTech team.



SKOCH National Awards

SoftTech Engineers Limited's CivitPERMIT Technology Drives SKOCH National Awards Recognition for Jammu & Kashmir's Digital Governance Initiatives

Give me a modern design sample for above 2 awards with photos to put on annual repost

Moments
Behind the Milestones

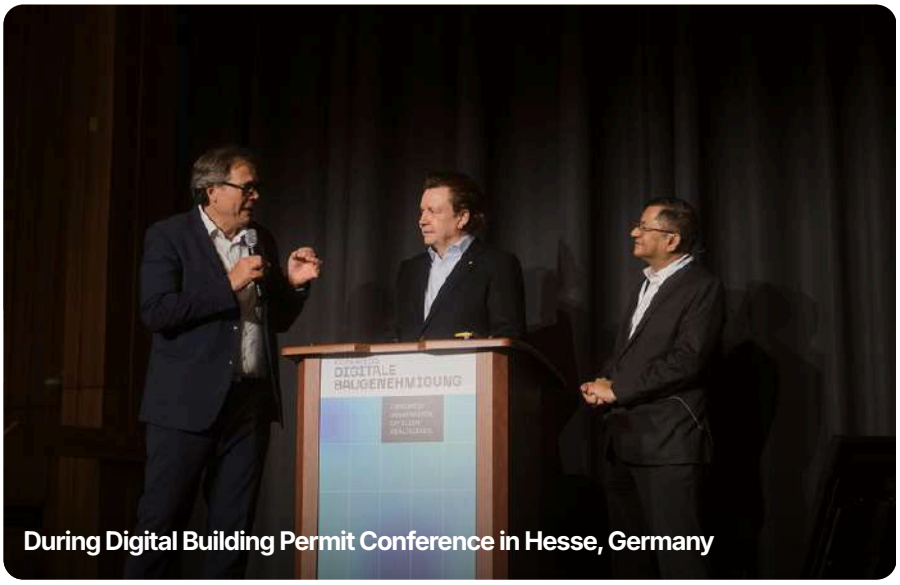

Launched BMC CivitTWIN in the presence of Hon'ble CM of Maharashtra, Devendra Phadanvis



Deployed CivitPERMIT (AutoDCR)-powered Building Permission and Change of Land Use (CLU) portals



AIA Conference on Architecture & DesignSan Diego, CA

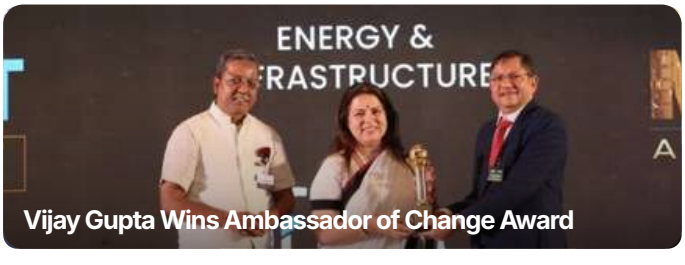

During Digital Building Permit Conference in Hesse, Germany



Launched Single Window Approval System for the EV Ecosystem and Wayside Amenities Under NHEV Initiative



NTCP Conference, Ahmedabad



Vijay Gupta Wins Ambassador of Change Award


Launch of Airport Infrastructure Monitoring Platform


During launch of Airport Infrastructure Monitoring Platform

Moments
Behind the Milestones



Build Expo Event


During AI Hothouse Workshop, Pune




SoftTech x AutoDesk Event, Bangalore Edition



NAREDCO Event, Vijaywada



Participated in Constro, Pune



CREDAI MAHACON

NOTICE OF 30TH ANNUAL GENERAL MEETING

NOTICE is hereby given that Thirtieth (30th) Annual General Meeting (AGM) of the Members of SoftTech Engineers Limited will be held on **Tuesday, September 29, 2026,** at IST **02:00 P.M.** through video conferencing ('VC')/other audio-visual means ('OAVM') to transact the following business:

A. ORDINARY BUSINESS:

1. To receive, consider and adopt:
   a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon;
   b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, and the report of Auditors thereon.

2. To appoint a director in place of Mrs. Priti Gupta (DIN: 01735673), who retires by rotation and being eligible, offers herself for re-appointment.

3. **To re-appoint M/s P G Bhagwat LLP, Chartered Accountants (Firm Registration No. 101118W/W100682), as Statutory Auditors of the Company for a second term of five (5) consecutive years:**

   To consider and if thought fit, the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Audit Committee and the Board of Directors of the Company, M/s P G Bhagwat LLP, Chartered Accountants (Firm Registration No. 101118W/W100682), be and are hereby re-appointed as Statutory Auditors of the Company for a second consecutive term of five (5) years, to hold office from the conclusion of the 30th Annual General Meeting until the conclusion of the 35th Annual General Meeting of the Company, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors.

   RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient for giving effect to this resolution."

B. SPECIAL BUSINESS:

4. **Re-appointment of Dr. Rakesh Kumar Singh (DIN: 02294988) as an Independent Director of the Company:**

   To consider and if thought fit, the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('the Act'), Companies (Appointment and Qualification of Directors) Rules, 2014 and such other rules, as may be applicable (including statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other applicable regulations, Dr. Rakesh Kumar Singh (DIN: 02294988) and IDDB Registration No. IDDB-DI-202208-043848 who was appointed as an Independent Director of the Company for a term of five years upto August 11, 2027 and is eligible for re-appointment as an Independent Director, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 (1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years, i.e. from August 12, 2027 to August 11, 2032.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. **Approval of Remuneration paid to Executive Directors for FY 2025-26 and Approval of Remuneration of Mr. Pratik Patel (DIN: 08798734), Whole time Director:**

To consider and if thought fit, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 196,197(9), 197(10), 197(11), 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder and Regulation 17(6)(e) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"),(including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded to the remuneration paid to Mr. Pratik Patel (DIN: 08798734), Whole-time Director, for the Financial Year 2025-26 comprising of:

(i) Cash remuneration aggregating to ₹12,05,710 (Rupees Twelve Lakhs Five Thousand Seven Hundred and Ten only); and

(ii) ₹97,25,000 (Rupees Ninety-seven lakh Twenty-Five Thousand only) attributable to the exercise of vested Employee Stock Options granted under the applicable Employee Stock Option Scheme (s) of the Company during the Financial Year 2025-26 , the value of which increased substantially due to the significant appreciation in the market price of the Company's equity shares which was not included while determining his remuneration for the said financial year and consequently resulted in the total remuneration exceeding the limits under Sections 197 and 198 of the Act.

RESOLVED FURTHER THAT consent of the Members be and is hereby accorded for payment of remuneration to Mr. Pratik Patel (DIN: 08798734), Whole-time Director of the Company, for the remainder of his tenure, including salary, allowances, commission, benefits, perquisites and the perquisite value arising from the exercise of vested Employee Stock Options granted under the Employee Stock Option Scheme(s) ("ESOS") of the Company, the value of which shall be determined with reference to the prevailing market price of the Company's equity shares on the date of exercise and may not be ascertainable at the time of grant of the options."

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the payment of overall remuneration to all the Executive Directors of the Company for the Financial Year 2025-26, comprising of:

(a) Mr. Vijay Gupta, Managing Director & CEO - ₹81,00,012 (Rupees Eighty-One Lakhs and Twelve only);
(b) Mrs. Priti Gupta (DIN: 01735673), Whole-time Director - ₹15,00,000 (Rupees Fifteen Lakhs only); and
(c) Mr. Pratik Patel (DIN: 08798734), Whole-time Director - Remuneration as set out above,

and the same be and are hereby approved, ratified and confirmed.

RESOLVED FURTHER THAT in accordance with the consent of the Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of section 197 of the Companies Act, 2013, the Company be and is hereby authorised to pay the overall managerial remuneration payable to all Directors including Managing Director and CEO and Whole Time Director(s) of the Company in excess of 11% of the net profits of the Company for any financial year(s) as computed in the manner laid down in Section 198 of the Act and the Board of Directors of the Company be and is hereby authorised to increase, alter, vary and modify the remuneration during the tenure in any financial year(s) on a continual basis within the overall managerial remuneration limit as mentioned in this resolution and as approved in 28th Annual General Meeting held on September 27, 2024.

RESOLVED FURTHER THAT in case of inadequacy of profits in any financial year during the tenure of Mr. Pratik Patel as Whole-time Director, the remuneration, including any perquisite value arising from the exercise of vested Employee Stock Options, may be paid in accordance with the provisions of Schedule V and other applicable provisions of the Companies Act, 2013 and shall be treated as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to determine, vary, revise and administer the remuneration payable to Mr. Pratik Patel within the limits prescribed under the Companies Act, 2013, Schedule V and other applicable laws from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, expedient or desirable for giving effect to this resolution."

By Order of the Board of Directors
For SoftTech Engineers Limited

Sd/-
Aadishri Apte
Company Secretary
Membership No.: A60642

Date: August 12, 2026
Place: Pune

NOTES:

1. A statement of details of the Directors seeking re-appointment under item No. 2 and 4 of the Notice of Annual General Meeting ("Notice"), pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings ("SS-2") is annexed hereto and forms part of this Notice.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts for the proposed resolutions and disclosures as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") forms part of this Notice.

3. Pursuant to the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and subsequent circulars issued by the Ministry of Corporate Affairs ("MCA") in this regard, including General Circular No. 03/2025 dated September 22, 2025 (collectively, the "MCA Circulars"), and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with the applicable circulars and Master Circular issued by the Securities and Exchange Board of India ("SEBI"), including the SEBI Master Circular dated January 30, 2026, the 30th Annual General Meeting ("AGM") of the Company will be conducted through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue.

4. Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Further, the route map of the venue of the AGM is not annexed to this Notice. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company.

5. Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI etc.) are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

6. The Company has engaged the services of National Depository Services Limited, as the authorized agency for conducting the AGM and providing remote e-Voting and e-Voting facility during the AGM. The instructions for participation are given in the subsequent notes.

7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first-come-first-served-basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
9. The following documents will be available for inspection by the Members electronically during the 30th AGM. Members seeking to inspect such documents can send an email to investors@softtech-engr.com : Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013.

10. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

11. Those members who have registered themselves as a Speaker will only be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

12. Mr. Devesh Tudekar failing him Mr. Sridhar Mudaliar, Partners of M/s. DTSM & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.

13. The Scrutinizer shall immediately after the conclusion of AGM, unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall submit within two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or the person authorized by him in writing who shall countersign the same. The Chairman or the person authorized by him, shall declare the result of the voting forthwith.

14. The results of voting along with the Scrutinizer's Report shall be placed on the Company's website https://softtechglobal.com/ and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges.

15. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The form can be downloaded from the Company's website at (Company's website).

16. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

17. A Member, who wish to receive information regarding financial statements or matters to be placed at the AGM, shall send a request by providing full name, DP ID and Client ID / Folio Number and contact number from the registered e-mail ID to investors@softtech-engr.com at least 7 days in advance so as to enable the management to keep the information ready.

18. Mandatory furnishing of PAN, KYC details and Nomination by holders of physical securities As per Master circular SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 issued by SEBI dated May 07, 2024, holders of physical securities are required to update details related to PAN, Choice of Nomination, Contact details (Postal Address with PIN and Mobile Number), Bank A/c details and Specimen signature for their corresponding folio numbers to avail the following;
    a. to lodge grievance or avail any service request from the RTA.
    b. for any payment including dividend, interest or redemption payment only through electronic mode with effect from April 1, 2024.

19. Address of share transfer agents whom Members may contact in case of any change of address or queries relating to their shares is MUFG Intime India Private Limited, 202 A Wing, Second Floor, Akshay Complex, Off Dhole Patil Road, Near Ganesh Mandir, Pune 411001.
20. Members holding more than one share in the same name or joint names in the same order but under different folios are requested to apply for consolidation of such folios into a single folio and accordingly send a request letter duly signed by the shareholder and the relevant share certificates alongwith the self-attested copy of Permanent Account Number (PAN) card and Aadhar card to the Company, to enable us to consolidate all such multiple folios into one single folio.

21. The Notice of Annual General Meeting was approved by the Board of Directors at its meeting held on August 12, 2026.

22. The Company will also be publishing an advertisement in newspapers containing the details about the AGM i.e., date and time of AGM, details for e-voting, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses and other matters as may be required.

23. Members may note that in case of any dispute against the Company and/or its Registrar and Share Transfer Agent, SEBI vide its Circular SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/14 dated 11 August 2023, has introduced Online Dispute Resolution (ODR), which is in addition to the existing SCORES platform which can be utilized by the investors and the Company for dispute resolution.

Please note that the investors can initiate dispute resolution through the ODR portal only after exhausting the option to resolve dispute with the Company and on the SCORES platform. The ODR portal can be accessed at https://smartodr.in/login and on Company's Website at https://softtechglobal.com/investors/
For more details, please see the following weblinks of the Stock Exchanges:
BSE: https://bsecrs.bseindia.com/ecomplaint/frmInvestorHome.aspx
NSE: https://www.nseindia.com/complaints/online-dispute-resolution

24. Transcript of the ensuing 30th AGM will be available on the website of the company post conclusion of AGM.

25. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time' this point need to be mentioned.

26. As per Regulation 36(1)(b) of the SEBI Listing Regulations, a letter providing the weblink of the Annual Report for FY 2025-26, will be sent to those member(s) who have not registered their email address with the Company / Depositories / Depository Participants / MUFG Intime India Private Limited (Registrar and Share Transfer Agent of the Company).

Information at a glance

Sr. No.	Particulars	Details
1.	Day, Date and Time of AGM	Tuesday, September 29, 2026
2.	Mode	Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")
3.	Participation through VC/OAVM	Members can login 15 minutes before the time scheduled for the AGM i.e. at 01:45 p.m. (IST) at https://www.evoting.nsdl.com/
4.	Contact information for VC or e-Voting-related issues	evoting@nsdl.com or call at 022 - 4886 7000
5.	Speaker Shareholder Registration before AGM	Email: investors@softtech-engr.com between Monday, September 7, 2026 (09.00 a.m.) to Friday, September 25, 2026 (05.00 p.m.)
6.	Cut-off Date for E-voting	Tuesday, September 22, 2026
7.	Remote E-voting start and end date and time	Saturday, September 26, 2026 at 09.00 a.m. (I.S.T) Monday, September 28, 2026 at 05:00 p.m. (I.S.T)
8.	Remote E-voting website	(i) Individual Shareholders holding securities in demat mode with NSDL: https://eservices.nsdl.com (ii) Individual Shareholders holding securities in demat mode with CDSL: https://web.cdslindia.com/myeasitoken/home/login
9.	Name of E-voting Service Provider	NSDL
10.	Name of Registrar and Transfer Agents	MUFG Intime India Private Limited
11.	Transcript of AGM	To be made available on the website of the Company at https://softtechglobal.com/investors/

AGM through VC/OAVM and E-Voting instructions:

1. Pursuant to the General Circular No. 03/2025 dated September 22, 2025 ('MCA Circulars') and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio-visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency.

6. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://softtechglobal.com/.

   The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at https://www.bseindia.com/ and https://www.nseindia.com/ respectively and the AGM Notice is also available on the website

of NSDL (agency for providing the Remote e-Voting facility) i.e. https://www.evoting.nsdl.com/

8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on **Saturday, September 26, 2026** at 09:00 A.M. and ends on **Monday, September 28, 2026** at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Tuesday, September 22, 2026**, may cast their vote electronically.

The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Tuesday, September 22, 2026.**

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a

	mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress

	as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use the Forget User ID and Forget Password option available at the abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system:

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to devesh@dtsmindia.com / sridhar@dtsmindia.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event,

you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investors@softtech-engr.com

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self- attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investors@softtech-engr.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is the same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see the link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under the Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investors@softtech-engr.com ,the same will be replied by the company suitably.

ANNEXURE TO THE NOTICE OF 30TH AGM

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

(Pursuant to Section 102 of the Companies Act, 2013 ('Act'), the following Explanatory Statements sets out all material facts relating to the business mentioned under Item Nos. 2 to 5 of the accompanying Notice dated August 12, 2026.)

ITEM NO 2:

To re-appoint Mrs. Priti Gupta (DIN: 01735673), who retires by rotation and, being eligible, offers herself for re-appointment:

Pursuant to the recommendations of Nomination and Remuneration Committee of the Board, the Board of Directors of the Company in their meeting held on August 12, 2026 re-appointed Mrs. Priti Gupta as a Whole-time Director of the Company, subject to approval of shareholders. Mrs. Priti Gupta is liable to retire by rotation and being eligible, offers herself for re-appointment. Mrs. Priti Gupta (DIN: 01735673), was appointed as director on Board since March 04, 2008. Pursuant to the sub regulation (3) of Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the particulars of Directors who are proposed to be appointed/re-appointed are given below:

Brief Profile of Mrs. Priti Gupta:

Mrs. Priti Gupta, aged 61 years has done B.Sc. in Physics and an MBA in Sales & Marketing from Welingkar Institute, University of Mumbai, She is instrumental in bringing ISO processes to SoftTech Engineers Limited. With over two decades of experience in business processes and management, she oversees training, HR & Admin operations, contributing significantly to the company's growth and efficiency. She was first appointed on the Board of SoftTech w.e.f. March 04, 2008.

Sr No	Particulars	Details
1.	Name of Director	Mrs. Priti Vijay Gupta
2.	DIN	01735673
3.	Date of Birth	13/09/1965
4.	Age	61 Years
5.	Date of first appointment on the Board	March 04, 2008
6.	Qualifications	B.Sc. in Physics and an MBA in Sales & Marketing from Welingkar Institute, University of Mumbai
7.	Skills and capabilities required for the role and the manner in which the Directors meet the requirements	She joined SoftTech Engineers Limited in the year 2008 as a director and also the head of the human resource and administration department and during her stint with the Company has been instrumental in bringing the ISO processes to the Company.
8.	Expertise in specific functional areas	Mrs. Gupta has 20+ years of experience in business processes and management, training, human resource & administration operations.

9.	Terms and conditions of appointment/ reappointment	Liable to retire by rotation, if eligible can be re-appointed
10.	Details of remuneration last drawn	Rs. 15,00,000 p.a.
11.	Details of remuneration sought to be paid	Rs. 15,00,000 p.a.
12.	Shareholding in the Company as on the date of the Notice	65,583 Shares
13.	Directorships in listed Companies and Other directorships	**Listed**: NIL **Other Companies:** a. Covisible Solutions (India) Private Limited b. AmpliNxt Foundation (Formerly known as "Softtech Care Foundation")
14.	Listed entities from which the Director has resigned from Directorship in last 3 (three) years	NIL
15.	Membership/Chairmanship of Committees of other Boards	NIL
16.	Number of Board meetings attended	Five (5)
17.	Inter-se relationship with other Directors And Key Managerial Personnel of the Company	Mr. Vijay Gupta, Managing Director and CEO is Husband of Mrs. Priti Gupta.

The Board of Directors recommends the resolution set forth in **Item No. 2** of the accompanying Notice for the approval of the Members of the Company as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or any of their relatives, are concerned or interested in the above proposed resolution set forth in **Item No. 2**, except herself and Mr. Vijay Gupta, husband of Mrs. Priti Gupta.

ITEM NO 3:

To re-appoint M/s P G Bhagwat LLP, Chartered Accountants (Firm Registration No. 101118W/W100682), as Statutory Auditors of the Company for a second consecutive term of five (5) consecutive years and to fix their remuneration.

M/s P G Bhagwat LLP, Chartered Accountants (Firm Registration No. 101118W/W100682), were appointed as the Statutory Auditors of the Company for a term of five consecutive years at the 25th Annual General Meeting ("AGM") of the Company to hold office until the conclusion of the ensuing 30th AGM.

Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on May 26, 2026 has recommended the re-appointment of M/s P G Bhagwat LLP, Chartered Accountants (Firm Registration No. 101118W/W100682), as the Statutory Auditors of the Company for a second consecutive term of five (5) years commencing from the conclusion of the 30th AGM until the conclusion of the 35th AGM of the Company.

The Audit Committee and the Board have considered, inter alia, the qualifications, experience, expertise, audit quality, industry knowledge, independence and performance of M/s P G Bhagwat LLP during their existing tenure and have found them suitable for re-appointment as the Statutory Auditors of the Company.

M/s P G Bhagwat LLP have conveyed their consent to act as the Statutory Auditors of the Company and have confirmed that their re-appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Companies Act, 2013 and the applicable rules made thereunder. They have further confirmed that they are eligible for re-appointment and are not disqualified from being appointed as Statutory Auditors under the provisions of the Companies Act, 2013.

The Board recommends the Ordinary Resolution set out at **Item No. 3** of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO 4:

Re-appointment of Dr. Rakesh Kumar Singh (DIN: 02294988) as an Independent Director of the Company:

The members at their Twenty Sixth (26th) Annual General Meeting held on September 22, 2022 had appointed Dr. Rakesh Kumar Singh (DIN: 02294988) as an Independent Director of the Company for first term of five consecutive years from August 12, 2022 to August 11, 2027, pursuant to the provisions of Companies Act, 2013 ('the Act') and SEBI Listing Regulations. His first term will be coming to an end on August 11, 2027.

The NRC, after taking into account the performance evaluation report of Dr. Rakesh Kumar Singh (DIN: 02294988) during his first term of 5 (Five) years and considering his knowledge, acumen, expertise, substantial contribution and time commitment, at its meeting held on August 12, 2026, had recommended to the Board his reappointment for a second term of 5 (Five) consecutive years w.e.f. August 12, 2027 to August 11, 2032. The NRC has considered his diverse skills, leadership traits,expertise as some of the capabilities required for this role.

In accordance with the provisions of Section 149(10) of the Act and Regulation 25(2A) of SEBI Listing Regulations, re-appointment of Independent Director will be subject to the approval of Members by way of a special resolution. The Board, considers that, given Dr. Rakesh Kumar Singh (DIN: 02294988) professional background, experience and contributions made by him during his tenure, the continued association of Dr. Rakesh Kumar Singh (DIN: 02294988) would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director.

Accordingly, it is proposed to re-appoint Dr. Rakesh Kumar Singh (DIN: 02294988) as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years on the Board of the Company, on the basis of recommendation of NRC.

Dr. Rakesh Kumar Singh (DIN: 02294988) is not disqualified from being appointed as a director in terms of Section 164 of the Companies Act, 2013 ("the Act"). He has confirmed that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority and has given his consent to act as Director of the Company.

The Company has received declaration from Dr. Rakesh Kumar Singh (DIN: 02294988) that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. In the opinion of the Board, Dr. Rakesh Kumar Singh (DIN: 02294988) fulfils the conditions for re-appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and is independent of Management.

In connection with the above, a notice in writing in the prescribed manner as required by section 160 of the Act and Rules made thereunder, has been received by the Company, regarding candidature of Dr. Rakesh Kumar Singh (DIN: 02294988) for the office of the director.

Brief Profile of Mr. Rakesh Kumar Singh:

Dr. Rakesh Kumar Singh, with qualifications in Physics and Computer Science & Engineering, brings over three decades of expertise in Big Data Analytics, Parallel and Distributed Processing, and Machine Vision. His extensive contributions to technology and innovation make him an invaluable addition to the board.

DETAILS OF DIRECTORS SEEKING APPOINTMENT

Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings.

Sr No	Particulars	Details
1.	Name of Director	Rakesh Kumar Singh
2.	DIN	02294988
3.	Date of Birth	November 20, 1961
4.	Age	64 years
5.	Date of first appointment on the Board	August 12, 2022
6.	Qualifications	Post-Graduation in Physics from Pune University, Computer Science & Engineering (CSE) from IIT Mumbai, Ph.D in 1989.
7.	Skills and capabilities required for the role and the manner in which the Directors meet the requirements	As mentioned below
8.	Expertise in specific functional areas	Bigdata Analytics, Parallel and Distributed Processing, Kubernetes, Video & Image Processing, Machine Vision, and Graphics and wide managerial experience

9.	Terms and conditions of appointment/ reappointment	He is proposed to be re-appointed as Independent Director for a second term of five years effective from August 12, 2027 to August 11, 2032
10.	Details of remuneration last drawn	The total amount paid as sitting fee paid during Financial Year 2025-26 is Rs. 1.20 Lakhs.
11.	Details of remuneration sought to be paid	He will be eligible for payment of sitting fees as payable to other non executive directors of the Company as per the Remuneration Policy of the Company.
12.	Shareholding in the Company as on the date of the Notice	Nil
13.	Directorships in listed Companies and other directorships	Listed: NIL Other Companies: NIL
14.	Listed entities from which the Director has resigned from Directorship in last 3 (three) years	NA
15.	Membership/ Chairmanship of Committees of other Boards	NA
16.	Number of Board meetings attended	5 (Five)
17.	Inter-se relationship with other Directors and Key Managerial Personnel of the Company	He is not related to any of the Directors or Key Managerial Personnel of the Company.

None of the Directors or Key Managerial Personnel or their relatives, except Dr. Rakesh Kumar Singh (DIN: 02294988) is directly or indirectly concerned or interested, financially or otherwise, in the special resolution set out in Item 4 of the notice.

The Board of Directors based on the recommendation of NRC considers the re-appointment of Dr. Rakesh Kumar Singh (DIN: 02294988) as an Independent Director in the interest of the Company and recommends the special resolution set out at **Item No. 4** of the Notice for approval by members.

ITEM NO.5:

Approval of Remuneration paid to Executive Directors for FY 2025-26 and Approval of Remuneration of Mr. Pratik Patel (DIN: 08798734), Whole time Director:

Mr. Pratik Patel (DIN: 08798734) was appointed as Whole-time Director of the Company for a period of five years with effect from September 27, 2024, and his appointment and remuneration were duly approved by the Members of the Company.

During the financial year 2025-26, Mr. Pratik Patel exercised 25,000 vested Employee Stock Options granted under Employee Stock Option Scheme of the Company. The perquisite value arising from such exercise, determined based on the prevailing market price of the Company's equity shares at the time of exercise, amounted to ₹97,25,000 Since such value could not be determined at the time of grant of the options as based on market price and was not included as part of the remuneration approved for the financial year 2025-26, approval of the Members is being sought for considering the aforesaid ESOP benefit amounting to ₹97,25,000 as part of the remuneration of Mr. Pratik Patel for the financial year 2025-26.

Accordingly, the total remuneration paid/payable to Mr. Pratik Patel exceeded the limits prescribed under Section 197 of the Companies Act, 2013.

Following are details of remuneration and ESOPs compensation benefit paid to Mr. Pratik Patel during FY 2025-26:

(Rs in Lakhs)

Name of Director	**Pratik Patel**
1. Gross Cash Earnings	
Basic	3.81
Other Allowances	8.25
ESOPs (as per market price on the exercise date)	
ESOPs	97.25
Gross Earnings	**109.31**

In accordance with the provisions of Sections 197(9) and 197(10) of the Companies Act, 2013, where any director has received remuneration in excess of the limits prescribed under the Act without obtaining the requisite approvals, such excess remuneration is required to be refunded to the Company unless the recovery thereof is waived by the Members by way of a Special Resolution.

Considering that the remuneration arose primarily on account of the perquisite value attributable to the exercise of vested Employee Stock Options (ESOPs) and taking into account Mr. Pratik Patel's significant contribution towards the growth, strategic direction and overall management of the Company, the Nomination and Remuneration Committee and the Board of Directors have recommended that recovery of the remuneration amounting to Rs. 97,25,000 (Rupees Ninety-seven lakh twenty-five thousand Only) be waived.
Further, in view of the nature of his responsibilities and to ensure continuity of leadership, the Company also seeks Members' approval for payment of remuneration to Mr. Pratik Patel in accordance with the provisions of Section 197 and Schedule V of the Companies Act, 2013 during his remaining tenure as Whole-time Director, including in financial years where the Company may have no profits or inadequate profits subject to the limits and conditions as prescribed under the Act.

Based on the recommendation of the Nomination and Remuneration Committee, it is proposed to approve payment of remuneration to Mr. Pratik Patel during the remainder of his tenure as Whole-time Director, including salary, allowances, commission, benefits, perquisites and perquisite value arising on account of exercise of vested Employee Stock Options granted under the applicable Employee Stock Option Scheme(s) of the Company, value of which shall be determined with reference to the prevailing market price of the Company's equity shares on the date of exercise of options.

The Company may, during the tenure of Mr. Pratik Patel, have no profits or inadequate profits in one or more financial years, in such circumstances, approval of the Members is being sought pursuant to Section 196, 197, 198 and Schedule V of the Companies Act, 2013 for payment of remuneration to Mr. Pratik Patel as minimum remuneration, notwithstanding the

inadequacy or absence of profits, subject to the limits and conditions specified under Schedule V and other applicable provisions of the Act.

Pursuant to the provisions of Section 197 read with Section 198 and Schedule V of the Companies Act, 2013, managerial remuneration payable by a public company to its directors is subject to the limits prescribed under the Act. Further, Regulation 17(6)(e) of the SEBI Listing Regulations requires approval of shareholders by way of a Special Resolution in specified circumstances where remuneration payable to executive directors who are promoters or members of the promoter group exceeds the prescribed thresholds.

During the Financial Year 2025-26, the remuneration paid including perquisites on account of exercise of ESOP to the Executive Directors of the Company exceeded the limits determined with reference to the net profits calculated under Section 198 of the Act.

The details of remuneration paid to Executive Directors during Financial Year 2025-26 are set out below:

(Rs. in Lakhs)

Director Name	Vijay Gupta	Priti Gupta	Pratik Patel
Gross Cash Earnings			
Basic	24.30	4.50	3.81
Other Allowances	56.70	10.50	8.25
ESOPs (as per market price on the exercise date)			
ESOPs	-	-	97.25
Gross Earnings	**81.00**	**15.00**	**109.31**

Mr. Pratik Patel, Whole-time Director, was allotted Employee Stock Options under the Company's Employee Stock Option Scheme, the value of which aggregated to ₹97.25 lakhs during FY 2025-26. No employee stock options were granted or allotted to Mr. Vijay Gupta or Mrs. Priti Gupta during the year.

The Nomination and Remuneration Committee and the Board of Directors have reviewed the remuneration paid to the aforesaid Executive Directors and are satisfied that the same is reasonable, performance-linked and commensurate with their roles and responsibilities.
Accordingly, approval of the Members is sought by way of a Special Resolution under the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations for the remuneration paid to the Executive Directors during FY 2025-26 and for the remaining tenure of the Executive Directors

Disclosures required under **Schedule V** to the Companies Act, 2013 is as under:

Brief Profile of Mr. Pratik Patel:
Mr. Pratik Patel, aged 37 years holding degrees in BSc. IT and MBA from Edinburgh Napier University, Edinburgh (UK), brings over 10 years of experience in operations for software development and real estate businesses. Since joining the board in 2020, he has played a key role in steering the company towards various strategic objectives. He was first appointed on Board of the Company w.e.f. July 18, 2020.

Shareholding in the Company: Mr. Pratik Patel is holding 5,71,104 shares as on date of the notice.

He holds Directorship in following Companies as on March 31, 2026: SoftTech Engineers Limited

Relationship with other Directors / Key Managerial Personnel: NA

Number of Meetings of the Board attended during the year: He has attended all Five (5) Board Meeting during FY 2025-26

Other terms of appointment: The period of office of Mr. Pratik Patel (DIN: 08798734) shall be liable to determination by retirement of directors by rotation.

1. INFORMATION IN ACCORDANCE WITH SCHEDULE V OF COMPANIES ACT, 2013

I. GENERAL INFORMATION:

1.	**Nature of Industry**	The Company is engaged in software development and providing software support and maintenance services to the clients.
2.	**Date or expected date of Commencement of commercial production**	The Company is already in commercial production.
3.	**In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus**	Not Applicable as the Company is an existing Company.
4.	**Financial performance based on given indicators**	As per Financial Statements
5.	**Foreign investments or collaborators, if any**	The Company has invested in the equity and has given loan in the form of debentures to its subsidiaries outside India; details of which form part of Financial Statements.

II. INFORMATION ABOUT WHOLE TIME DIRECTOR

1.	**Background details**	Mr. Pratik Patel, holds degrees in BSc. IT and MBA from Edinburgh Napier University, Edinburgh (UK), brings over 10 years of experience in operations for software development and real estate businesses. Since joining the board in 2020, he has played a key role in incorporating the Company in UK, the whole owned subsidiary of SoftTech Engineers Limited.
2.	**Past remuneration**	Basic and other allowance- Rs. 15,00,000/- p.a. + ESOP perquisites- Rs. 97,25,000/-
3.	**Recognition or awards**	Not Applicable
4.	**Job Profile and his suitability**	Helps in managing operations for software development and real estate businesses

5.	**Remuneration proposed**	Rs. 15,00,000/- + Perquisites arising on exercising of Vested ESOPs upto his term
6.	**Comparative remuneration profile With respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)**	The proposed remuneration is in line with the trends in the industry and is befitting Mr. Pratik Patel's educational background, experience and competence.
7.	**Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any**	Mr. Pratik Patel doesn't have any Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel.

III. OTHER INFORMATION

1.	**Reasons of loss or inadequate profits**	During FY 2025-26 the Company profit was not adequate to include the perquisite value of ESOP exercised by Mr. Pratik Patel.
2.	**Steps taken or proposed to be taken for improvement**	
3.	**Expected increase in productivity and profits in measurable terms**	

The Board of Directors recommends the Resolution at **Item No. 5** of the accompanying Notice for the approval of the Members of the Company as a Special Resolution.

Except Mr. Vijay Gupta, Mrs. Priti Gupta and Mr. Pratik Patel and their respective relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution.

BOARD'S REPORT

Dear Members,

Your directors have pleasure in presenting the 30th Annual Report on the business and operations of SoftTech Engineers Limited ("the Company") together with the Standalone and Consolidated Audited Financial Statement and the Auditors' Report of your Company for the Financial year ended March 31, 2026.

1. FINANCIAL SUMMARY AND HIGHLIGHTS:

The Company's financial performance for the year under review is given hereunder:

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
Revenue from Operations (Net)	12,829.94	9,335.78	13,290.21	9,524.99
Other Income	549.09	290.59	363.91	223.96
Total Revenue	13,379.03	9,626.37	13,654.12	9,748.95
Depreciation and Amortization	2,281.94	1,632.70	2,282.84	1,633.59
Total Expenses (including Depreciation and Amortization and Exceptional item)	12,080.10	9,023.55	12,761.25	9,421.84
Profit/ (Loss) Before Tax	1,298.93	602.82	892.87	327.11
Tax Expenses:				
1. Current Tax	455.53	280.56	494.33	292.56
2. Deferred Tax	(114.09)	(37.78)	(134.15)	(44.54)
Short/(Excess) provision for previous years	-	(53.97)	-	(53.97)
Net Profit/ (Loss) After Tax	957.49	414.00	532.69	133.07
Earning per share				
Basic	6.93	3.16	3.57	1.00
Diluted	6.91	3.15	3.56	1.00

During the year under review, on standalone basis, SoftTech Engineers Limited ("the Company") has achieved a gross turnover of ₹13,379.03 lakhs in comparison to previous

year's turnover which was ₹ 9,626.37 lakhs. It represented an increase of 38.98% over the previous year.

On Standalone basis, Profit after tax stood at ₹957.49 lakhs as against ₹414.00 lakhs in previous year. Key aspects of financial performance of your Company for the Current Financial year 2025-26 along with the Previous Financial year 2024-25 are tabulated in the Financial Results above.

2. KEY DEVELOPMENTS OF THE COMPANY:

- The Company entered into agreement on 19.05.2025 with Ms. Sandy Möser (the "Seller"), for acquisition of 50,000 no-par value shares, having a nominal value of EUR 1.00 each, in accordance with the terms set out in the Agreement in SoftTech Digital AG, the acquisition was completed. Softtech Digital AG became wholly owned subsidiary of the Company and further in month of December, 2025 Capital increase was approved and 10,00,000 shares of Euro 1.00 each were subscribed by the Company.
- Mr. Sundararajan Srinivasan (DIN: 07936396) was re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years, i.e. from July 10, 2025 to July 09, 2030 through Postal Ballot.

3. DIVIDEND:

Considering the situation and in order to conserve the resources, the Board of Directors do not recommend dividend for the Financial Year 2025-26.

4. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

Section 124 of the Companies Act, 2013, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules"), as amended, mandate the companies to transfer the dividend that has remained unclaimed/un-encashed for a period of seven years from the unpaid dividend account to the Investor Education and Protection Fund (IEPF). Further, the Rules also mandate that the shares on which dividend has not been claimed or encashed for seven consecutive years or more be transferred to the IEPF.

The following are the year-wise list of unclaimed dividends and their corresponding shares that would become eligible to be transferred to the IEPF on the dates mentioned below:

Year	Type of dividend	Dividend per share (in Rs.)	Date of declaration	Due date for transfer to IEPF
2018-19	Final Dividend	Rs. 0.50/- per equity share	30-09-2019	29-10-2026

Note: *Please note that as of now there is none of the shareholders holding shares with Dividend which is unpaid for seven consecutive years hence there is no shareholder whose shares are to be transferred to IEPF based on FY 2018-19.*

5. TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013:

No amount was transferred to the reserves during the Financial Year ended on March 31, 2026.

6. LISTING OF SECURITIES ON STOCK EXCHANGES:

The shares of the Company are listed on main board of the National Stock Exchange of India Limited and BSE Limited. Further, the Company is registered with both NSDL and CDSL.

7. MANAGEMENT DISCUSSIONS & ANALYSIS REPORT:

In accordance with the provisions of the Companies Act, 2013 and SEBI regulations, the Management Discussion and Analysis report is given as **'Annexure A'** to this report.

8. ANNUAL RETURN:

In accordance with the Companies Act, 2013, the draft annual return for FY 2025-26 in the prescribed format will be made available at https://softtechglobal.com/investors/annual-returns/
The Company would upload the final copy of annual return for FY 2025-26 once filed with Ministry of Corporate Affairs.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP):

I. Changes in Composition of the Board of Directors:

Appointment:

Mr. Sundararajan Srinivasan (DIN: 07936396) was appointed as a Non-Executive, Independent Director of the Company by passing special resolution through postal ballot for Second term of five consecutive years, i.e. from July 10, 2025 to July 09, 2030.

Cessation: NONE

Re-appointment of Directors:

The shareholders at Annual General meeting of the Company held on September 27, 2025 approved the re-appointment of Mr. Pratik Patel (DIN: 08798734) was liable to

retire by rotation at the 29th Annual General Meeting and being eligible, he was re-appointed as Whole time Director of the Company.

As per the provisions of Section 152(6) of the Companies Act, 2013 and other applicable provisions thereunder, Mrs. Priti Gupta (DIN: 01735673), Whole-time Director of the Company, whose office is liable to retire by rotation at the ensuing 30th Annual General Meeting and being eligible, she seeks re-appointment and based on the recommendation of the Nomination and Remuneration Committee, the Board recommends her re-appointment to the shareholders in the ensuing 30th Annual General Meeting.

As per the provisions of Section 149, 150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, Dr. Rakesh Kumar Singh (DIN: 02294988), was appointed as an Independent Director of the Company for first term of five consecutive years from August 12, 2022 to August 11, 2027, his first term will be coming to an end on August 11, 2027.

On Recommendation of Nomination & Remuneration Committee and the Board, proposal is made to members of the Company for re-appointment of Dr. Rakesh Kumar Singh as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years, i.e. from August 12, 2027 to August 11, 2032 in ensuing AGM.

II. **Appointment / Resignation of Key Managerial Personnel:**

Resignation of Chief Financial Officer (CFO):
Mr. Kamal Agarwal tendered his resignation from post of CFO w.e.f September 16, 2025

Appointment of Chief Financial Officer (CFO):
On recommendation of Nomination & Remuneration Committee, Mr. Deepak Bang was appointed as CFO of the Company w.e.f September 17, 2025.

Resignation of Company Secretary and Compliance Officer (CS):
Ms. Shalaka Khandelwal tendered her resignation from post of CS w.e.f. March 18, 2026.

III. **Declaration from Independent Directors and statement on compliance of code of conduct:**

Your Company has received necessary declarations from all its Independent Directors stating that they meet the criteria of independence as provided in Sub-section (6) of

Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Further, in terms of Regulation 25(8) of the SEBI Listing Regulations, Independent Directors have confirmed that they are not aware of any circumstances or situations, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence. Independent Directors have complied with Code of Independent Directors prescribed in Schedule IV of Companies Act, 2013. All the Independent Directors of the Company have enrolled themselves in the data bank with the 'Indian Institute of Corporate Affairs', New Delhi, India.

In the opinion of the Board, the Independent Directors possess necessary expertise and experience (including the proficiency) and they are of high integrity and repute. During the year, Independent Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees for attending meetings of the Board of Director. The details of sitting fees paid are mentioned in the Corporate Governance Report.

All the Directors and Senior Management Personnel have also complied with the code of conduct of the Company as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

IV. ANNUAL PERFORMANCE EVALUATION OF BOARD OF DIRECTORS:

The annual evaluation framework for assessing the performance of Directors comprises of the following key areas:

a) Attendance for the meetings, participation and independence during the meetings.

b) Interaction with Management.

c) Role and accountability of the Board.

d) Knowledge and proficiency

e) Strategic perspectives or inputs.

The evaluation of the performance of the Board, its Committees, Chairman & Directors and suggestion emanating out of the performance evaluation exercise were reviewed by the Independent Directors at their separate meeting held on May 26, 2026 and Nomination & Remuneration Committee & Board of Directors at their respective meetings held on May 26, 2026 for the Financial year 2025-26.

The Board evaluation outcome showcasing the strengths of the Board and areas of improvement in the processes and related issues for enhancing Board effectiveness were discussed by the Nomination & Remuneration Committee & Board. Overall, the

Board expressed its satisfaction on the performance evaluation process as well as performance of all Directors, Committees and Board as a whole.

The evaluation indicates that the Board of Directors has an optimal mix of skills/expertise to function effectively. The mapping of board skills/expertise vis-à-vis individual Directors is outlined in the Report on **Corporate Governance Report** which is attached as **Annexure E** to this Report.

A member of the Nomination and Remuneration Committee and the Board does not participate in the discussion during his/her evaluation.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board has carried out the performance evaluation of the Board, the Committees of the Board and individual directors.

V. The Composition of Board of Directors & Key Managerial Person as of March 31, 2026 consisted of following:

Sr. No.	Name	Designation
1.	Mr. Vijay Gupta	Chairman, Managing Director and Chief Executive Officer
2.	Mrs. Priti Gupta	Whole-time Director
3.	Mr. Pratik Patel	Whole-time Director
4.	Mr. Sridhar Pillalamarri	Independent Director
5.	Mr. Sundararajan Srinivasan	Independent Director
6.	Dr. Rakesh Kumar Singh	Independent Director
7.	Mr. Yogeshkumar Mangubhai Desai	Independent Director
8.	*Mr. Kamal Agrawal	Chief Financial Officer (Resigned w.e.f. September 16, 2025)
9.	*Mr. Deepak Bang	Chief Financial Officer (Appointed w.e.f. September 17, 2025
10.	**Ms. Shalaka Khandelwal	Company Secretary & Compliance Officer (Resigned w.e.f. March 18, 2026)

Notes:

* Mr. Kamal Agarwal tendered his resignation from post of CFO w.e.f. September 16, 2025 and on recommendation of Nomination & Remuneration Committee, Mr. Deepak Bang was appointed as CFO of the Company w.e.f September 17, 2025.

** Ms. Shalaka Khandelwal tendered her resignation from post of Company Secretary and Compliance officer w.e.f. March 18, 2026.

10. BOARD MEETINGS:

The Board meets at regular intervals to discuss and decide on Company's / business policy and strategy apart from other businesses. The notice of Board meeting is given well in advance to all the Directors. The Agenda of the Board / Committee meetings is set by the Company Secretary in consultation with the Chairman and Managing Director and Chief Financial Officer of the Company. The Agenda for the Board and Committee meetings covers items set out in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013 to the extent it is relevant and applicable. The Agenda for the Board and Committee meetings include detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

During the Financial Year under review, the Board of Directors of the Company have met Five (5) times on May 26, 2025, August 14, 2025, September 17, 2025, November 13, 2025 and February 12, 2026. The maximum interval between any two meetings was well within the maximum allowed gap of 120 days. Details of these Board meetings are provided in the **Corporate Governance Report** which is "**Annexure E"** to this Report.

11. COMMITTEES OF THE BOARD:

In terms of the requirements of the SEBI Listing Regulations, the Board has constituted Audit Committee, Stakeholders' Relationship Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee and Risk Management Committee.

Details of all the Committees along with their scope, compositions and meetings held during the year are outlined in the **Corporate Governance** which forms part of this Annual Report as **Annexure E** and is also available on the website of the Company:

https://softtechglobal.com/wp-content/uploads/2024/08/Composition-of-various-committees-of-board-of-directors_updated-07.11.2023.pdf

All the recommendations made by the Committees to the Board of Directors were accepted by the Board, after due deliberation.

12. PARTICULARS OF CONTRACTS/ARRANGEMENTS WITH RELATED PARTIES:

All transactions entered with related parties during the F.Y. 2025-26 were on arm's length basis and were in the ordinary course of business. There were no material related party transactions (RPTs) undertaken by the Company during the Financial Year that require Shareholders' approval under Regulation 23(4) of SEBI LODR or Section 188 of the Act.

There have been no materially significant related party transactions with the Company's Promoters, Directors and others as defined in section 2(76) of the Companies Act, 2013. The approval of the Audit Committee was sought for all RPTs. Certain transactions which were repetitive in nature were approved through omnibus route. All the transactions were

in compliance with the applicable provisions of the Companies Act, 2013 and SEBI LODR, as applicable. **Form AOC-2** is enclosed herewith as **'Annexure B'** to the Boards' Report.

The disclosures as per Indian Accounting Standards for the related party transactions are given in the Financial Statement of the Company.

13. CHANGES IN SHARE CAPITAL:

During the financial year 2025-26, the Nomination and Remuneration Committee of the Company, by way of a circular resolution dated September 12, 2025, approved the allotment of 35,000 equity shares of face value ₹10/- each pursuant to the exercise of stock options by eligible employees under the SoftTech ESOP 2017 Plan.

Consequent to the said allotment, the issued, subscribed and paid-up equity share capital of the Company increased from ₹13,80,71,380/- comprising 1,38,07,138 equity shares of ₹10/- each to ₹13,84,21,380/- comprising 1,38,42,138 equity shares of ₹10/- each.

14. EMPLOYEE STOCK OPTION SCHEME:

The Company has the 'SoftTech Employees Stock Option Plan 2017 (SOFTTECH ESOP 2017)' being implemented in accordance with the SEBI regulations in this regard. The Company has obtained certificate of auditors of the Company pursuant to Regulation 13 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 in this regard.

The Disclosures pursuant to SEBI (Share Based Employee Benefits) Regulations, 2014 is available in Financial section on the website of the Company at:

https://softtechglobal.com/wp-content/uploads/2024/04/SoftTech-Employees-Stock-Option-Plan-20171.pdf.

The disclosures in compliance with Regulation 14 of the Securities And Exchange Board of India (Share Based Employee Benefits And Sweat Equity) regulations, 2021 and other applicable regulation, if any is available on the website of the Company at https://softtechglobal.com/wp-content/uploads/2024/08/ESOP.pdf

and Form ESOP Annexure is enclosed herewith as "**Annexure C**" to the Board's Report.

15. UTILIZATION OF PROCEEDS FROM PREFERENTIAL ISSUE:

The proceeds of the preferential issue have been used in accordance with the objects stated in offer document. There is no deviation in use of proceeds from objects stated in the offer documents in FY 2025-26. The summary of utilization of proceeds from preferential issue as on March 31, 2026 is stated in **Note No. 36 of Notes to Accounts.**

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

- **CONSERVATION OF ENERGY:**
  The operations carried out by the Company are such that they are not deemed as energy intensive. However, the Company constantly makes efforts to avoid excessive consumption of energy. The measures are aimed at effective management and utilization of energy resources and resultant cost saving of the Company.

  a) steps taken by Company to conserve energy:
  - Turning off lights and electronics when not in use.
  - Upgrading appliances and equipment to energy-efficient models.
  - Utilizing natural light whenever possible.
  - Improving building insulation to minimize heating/cooling needs.
  - Implementing smart thermostats for automated temperature control.
  - Educating employees on energy-saving practices.

  b) Steps taken by the company for utilising alternate sources of energy;
  The Company has undertaken various initiatives to reduce dependency on conventional energy sources. These include the installation of energy-efficient equipment, use of LED lighting, and exploring renewable energy options such as solar energy for office operations.

  c) Capital investment on energy conservation
  The Company undertook several operational upgrades such as replacing conventional lights with LED lights and optimizing air-conditioning systems to promote energy efficiency.

- **TECHNOLOGY ABSORPTION:**
  Every effort is made by the Company to update the technological skills of its technical staff in order to ensure that they possess adequate skills to enable them to service the Company's clients.
  (i) the efforts made towards technology absorption – Nil.

  (ii) the benefits derived like product improvement, cost reduction, product development or import substitution – Nil.

  (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year – Nil.

(iv) the expenditure incurred on Research and Development - Nil

- **FOREIGN EXCHANGE EARNINGS AND OUTGO (₹ in Lakhs):**

Earnings	77.50
Outgo	1,341.82

17. AUDITORS:

a) Statutory Auditors:

M/s P G Bhagwat LLP, Chartered Accountants (Firm Registration No. 101118W/W100682), were appointed as the Statutory Auditors of the Company for a term of five consecutive years at the 25th Annual General Meeting ("AGM") of the Company and hold office until the conclusion of the ensuing 30th AGM.

Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on May 26, 2026 have recommended the re-appointment of M/s P G Bhagwat LLP, Chartered Accountants (Firm Registration No. 101118W/W100682), as the Statutory Auditors of the Company for a second consecutive term of five (5) years commencing from the conclusion of the 30th AGM until the conclusion of the 35th AGM of the Company.

The Audit Committee and the Board have considered, inter alia, the qualifications, experience, expertise, audit quality, industry knowledge, independence and performance of M/s P G Bhagwat LLP during their existing tenure and have found them suitable for re-appointment as the Statutory Auditors of the Company.

M/s P G Bhagwat LLP have conveyed their consent to act as the Statutory Auditors of the Company and have confirmed that their re-appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Companies Act, 2013 and the applicable rules made thereunder. They have further confirmed that they are eligible for re-appointment and are not disqualified from being appointed as Statutory Auditors under the provisions of the Companies Act, 2013.

The Board has recommended to pass the Ordinary Resolution for re-appointment of Statutory Auditor in its Notice of 30th AGM for approval of the Members.

b) Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, On

the recommendation of the Audit Committee and the Board of Directors, members of the company at their 29th Annual General Meeting approved the appointment of M/s DTSM & Associates as Secretarial Auditors, for a term of 5 (Five) consecutive years from the conclusion of 29th Annual General Meeting till the conclusion of the Annual General Meeting to be held in year 2030 i.e. to carry out the audit of the Secretarial Records of the Company for the Financial Year 2025-26 to FY 2029-2030.

The report of the Secretarial Auditor for FY 2025-26 is annexed herewith as '**Annexure D'**.

Pursuant to SEBI Circular CIR/CFD1/27/2019 dated 8th February 2019 all listed entities shall, additionally, on annual basis, submit a report to the stock exchange(s) on compliance of all applicable SEBI Regulations and circulars / guidelines issued thereunder within 60 days of end of Financial Year. Such report shall be submitted by Company Secretary in practice to the Company in the prescribed format.

The Company has received such report from DTSM & Associates, Practicing Company Secretaries, Pune for the Financial Year ended 31st March, 2026 and it has been submitted to the stock exchange(s) within the stipulated time.

c) Internal Auditor:

For the FY 2025-26 the Company had appointed M/s. Sharp & Tannan Associates **(FRN:109983W)**, Chartered Accountants, as an internal auditor to conduct internal audit of the functions and activities of the Company.

18. REPORTING OF FRAUD BY STATUTORY AUDITORS:

There was no fraud suspected in the Company, hence no reporting was made by Statutory Auditors of the Company under sub-section (12) of section 143 of Companies Act, 2013.

19. DEPOSITS:

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the rules made there under.

20. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

a) In the preparation of the annual accounts for the year ended March 31, 2026, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;

b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and profit of the Company for the year ended March 31, 2026;
c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
d) The directors have prepared the Annual Accounts on a going concern basis;
e) The directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

21. CORPORATE GOVERNANCE:

The Company has taken adequate steps to ensure that the conditions of Corporate Governance as stipulated and applicable under various regulations are complied with. The Company has strived to maximise the wealth of shareholders by managing the affairs of the Company with the pre-eminent level of accountability, transparency and integrity.

A report on Corporate Governance including the relevant Audiors' Certificate regarding the conditions of Corporate Governance as stipulated in Regulation 34(3) read with Part E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed and forms part of Annual Report as **'Annexure E'.**

22. COMPLIANCE OF SECRETARIAL STANDARDS:

Your Directors' states that The Company has complied with the provisions of the applicable Secretarial Standards issued by the Institute of Company Secretaries of India on the Meetings of Board of Directors (SS-01) and on General Meetings (SS-02).

23. CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The code provides for periodical disclosures from Directors and designated employees as well as pre-clearances of transactions by such persons.

The detailed Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders is placed on the Company's website and can be viewed at: https://softtechglobal.com/wp-content/uploads/2024/08/Code-of-Conduct-for-Prevention-of-Insider-Trading.pdf.

24. INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY:

Name of Entity	Type	Country/Location	Relationship	Parent Company
AmpliNxt Private Limited	Private Limited Company	India	Wholly Owned Subsidiary	SoftTech Engineers Ltd.
Envee Information Technology Private Limited	Private Limited Company	India	Subsidiary	SoftTech Engineers Ltd.
SoftTech Engineers Inc.	Corporation	Delaware, USA	Subsidiary	SoftTech Engineers Ltd.
SoftTech Digital Pte. Ltd.	Private Limited Company	Singapore	Subsidiary	SoftTech Engineers Ltd.
SoftTech Finland Oy	Corporation	Republic of Finland	Wholly Owned Subsidiary	SoftTech Engineers Ltd.
SoftTech Digital Solutions Limited	Corporation	United Kingdom	Wholly Owned Subsidiary	SoftTech Engineers Ltd.
SoftTech Digital AG	Corporation	Germany	Wholly Owned Subsidiary	SoftTech Engineers Ltd.
SoftTech Government Solutions Inc.	Corporation	Commonwealth of Virginia, USA	Step-down Subsidiary	SoftTech Engineers Inc.
SoftTech Digital Software L.L.C	Limited Liability Company	Dubai, UAE	Step-down Subsidiary	SoftTech Digital Pte. Ltd.
AmpliNxt Foundation (Formerly known as "SoftTech Care Foundation")	Section 8 Company	India	Wholly Owned Subsidiary	SoftTech Engineers Ltd.

The Policy for determining 'Material' subsidiaries has been displayed on the Company's website https://softtechglobal.com/wp-content/uploads/2025/03/Policy-for-Determining-Material-Subsidiaries.pdf

25. STATEMENT CONTAINING THE SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDARIES / ASSOCIATE COMPANIES / JOINT VENTURES:

Further a statement containing salient features of the financial statements of subsidiaries in the prescribed format **AOC-1** is appended as **'Annexure-F'** to this Report. The statement also provides details of performance, financial position.

There has not been any material change in the nature of the business of the Subsidiaries. As required under SEBI LODR Regulations, 2015 and Companies Act, 2013, the consolidated financials of your Company and Subsidiaries are provided in this annual report.

26. RISK MANAGEMENT POLICY:

Periodic assessments to identify the risk areas are carried out and the management is briefed on the risks in advance to enable the Company to control risk through a properly defined plan. The risks are classified as financial risks, operational risks and market risks. The risks are taken into account while preparing the annual business plan for the year. The Board is also periodically informed of the business risks and the actions taken to manage them. The Company has formulated a Plan for Risk Management with the following objectives:

- Provide an overview of the principles of risk management.
- Explain approach adopted by the Company for risk management.
- Define the organizational structure for effective risk management.
- Develop a "risk" culture that encourages all employees to identify risks and associated opportunities and to respond to them with effective actions.
- Identify, assess and manage existing and new risks in a planned and coordinated manner with minimum disruption and cost, to protect and preserve Company's human, physical and financial assets.

The Risk Management Policy of the Company, is approved by the Risk Management Committee of the Board and the Board of Directors, provides the framework of Enterprise Risk Management by describing mechanisms for the proactive identification and prioritization of risks based on the scanning of the external environment and continuous monitoring of internal risk factors. The Risk Management Committee oversees the risk management process in the Company and is chaired by Managing Director of the Company. The Audit Committee also has additional responsibility to monitor risks in the area of financial risks and controls.

27. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENT:

Your Company has an Internal Control System in accordance with Section 134(5)(e) of the Act, commensurate with the size, scale and complexity of its operations. The Audit Committee comprising of professionally qualified Directors, interacts with the statutory auditor, internal auditors and the management in dealing with matters within its terms of reference.

The Company has a proper and adequate system of internal controls. These controls ensure transactions are authorized, recorded and reported correctly and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls within the meaning of the Act. An extensive program of internal audits and management reviews supplement the process of internal financial control framework. Documented policies, guidelines and procedures are in place for effective management of internal financial controls.

The Company also has an Audit Committee which reviews with the management adequacy and effectiveness of the internal control system and internal audit functions. The scope of the Internal Audit is decided by the Audit Committee and the Board. There are policies, guidelines and delegation of power issued for the compliance of the same across the Company.

The Audit Committee and the Board are of the opinion that the Company has sound Internal Financial Control commensurate with the nature and size of its business operations and are operating effectively, and no material weakness exists during financial year 2025-26.

28. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186:

Please refer **Note No. 5** notes forming part of the financial statements to the Standalone Financial Statements) for investments under Section 186 of the Companies Act, 2013. Except this, the Company has not made any investment or granted any Loans or Guarantees covered under Section 186 of the Companies Act, 2013 & Rules thereof including amendments thereunder.

29. LOAN FROM DIRECTORS AND RELATIVES OF DIRECTOR:

The details of loans and advances accepted from directors of the Company and relatives of directors as on March 31, 2026, given below:

(₹ In Lakhs)

Sr. No.	Name of person	Designation	Loan Taken during the year	Loan repaid during the year	Balance as on 31.03.2026
1	Vijay Gupta	Managing Director and CEO	-	75.37	240.72
2	Priti Gupta	Whole-time Director	-	-	61.24

30. NOMINATION & REMUNERATION POLICY:

The Company has in placed a Policy on Directors' appointment and remuneration of the Directors, Key managerial Personnel (KMP) and other employees including criteria for determining qualifications, positive attributes, independence of a Director and other matters. The Policy is in compliance with the provisions of the Companies Act, 2013 read with the Rules made therein and is formulated to provide a framework and set standards.

The detailed Nomination & Remuneration Policy of the Company is placed on the Company's website and can be viewed at: https://softtechglobal.com/wp-content/uploads/2024/05/Nomination-and-Remuneration-Policy.pdf

31. VIGIL MECHANISM:

The Company has adopted a Vigil Mechanism / Whistle Blower Policy, to provide a formal mechanism to the directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. The Policy provides for adequate safeguards against victimization of employees who avail the mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. During the year under review, the Company has not received any complaints under the said mechanism.

The Vigil Mechanism / Whistle Blower Policy has been posted on the website of the Company https://softtechglobal.com/wp-content/uploads/2024/04/Vigil-Mechanism-Whistle-Blower-11.pdf.

32. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Policy has set guidelines on the redressal and inquiry process that is to be followed by aggrieved woman, whilst dealing with issues related to sexual harassment at

the work place towards any women. All employees (permanent, temporary, contractual and trainees) are covered under this policy.

The Company has complied with the provision relating to the constitution of the Internal Complaint Committee under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

- Number of complaints pending as of the beginning of the financial year: 0
- Number of complaints filed during the financial year: 0.
- Number of complaints pending as of the end of the financial year: 0

It may be noted that during the year 2025-26, no grievance / complaint from any women employee was reported.

33. COMPLIANCE WITH MATERNITY BENEFIT ACT, 1961 (AS AMENDED BY THE MATERNITY BENEFIT (AMENDMENT) ACT, 2017):

The Company confirms its compliance with the provisions of the Maternity Benefit Act, 1961, as amended by the Maternity Benefit (Amendment) Act, 2017, effective from April 1, 2017 (for most provisions) and July 1, 2017 (for the provision relating to crèche facility). As per the amended Act:

- The Company provides maternity leave of 26 weeks to women employees for the first two children.
- For women having more than two children, the maternity leave entitlement is 12 weeks.
- The Company has implemented a crèche facility (either in-house or via tie-up) where the establishment employs 50 or more employees, in line with the requirements of Section 11A of the Act.
- The Company ensures compliance with provisions regarding work-from-home options, nursing breaks, and prohibition of dismissal during maternity leave, among other protections afforded to women employees.
- The Company remains committed to creating an inclusive and supportive work environment for all employees, in adherence to the applicable statutory provisions.

34. MATERIAL CHANGES & COMMITMENTS, BETWEEN THE DATE OF BALANCE SHEET AND THE DATE OF BOARD REPORT:

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company

to which the Financial Statements relate and the date of the report, except as disclosed elsewhere in this report, except for below appointment of key managerial personnel appointment of the Company:

On recommendation of Nomination and Remuneration Committee, the Board of Directors approved appointment of Ms. Aadishri Apte as Company Secretary and Compliance officer of the Company w.e.f. May 26, 2026.

35. INDUSTRIAL RELATIONS:

The industrial relations during the year 2025-26 have been cordial. The Directors take on record the dedicated services and significant efforts made by the Officers, Staff and Workers towards the progress of the Company.

36. CORPORATE SOCIAL RESPONSIBILITY:

The Company has developed Corporate Social Responsibility Policy as per the provisions of the Section 135 of the Companies Act 2013. In compliance of Section 135 of the Companies Act, 2013, your Company has constituted a Corporate Social Responsibility (CSR) Committee comprising of

Sr. No.	Name of Member of the Corporate Social Responsibility (CSR) Committee	Designation
1.	Mr. Vijay Gupta	Chairman
2.	Mrs. Priti Gupta	Member and Whole-time Director
3.	Mr. Sridhar Pillalamarri	Member and Independent Director

The details as per the requirement are annexed in CSR Report as '**Annexure G'.**

37. PARTICULARS OF EMPLOYEE REMUNERATION:

Disclosures with respect to the remuneration of Directors, KMPs and employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in **'Annexure H'** to this Report.

38. CHANGE IN NATURE OF BUSINESS, IF ANY:

During the year under review, there was no change in the nature of business of the Company.

39. THE EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE STATUTORY AUDITORS/ SECRETARIAL AUDITOR IN THE AUDIT REPORT:

There are no qualifications or adverse remarks in the Statutory Auditors' Report which require any clarification/ explanation. The notes on financial statements and comments by Statutory Auditors are self-explanatory and need no further explanation.

Observations made by Secretarial Auditor of the Company and Company's explanation to them is as under:

Observation by Secretarial Auditor	Explanation by the Board
1. There has been delay in transferring the amounts of unpaid dividend for the Financial Year 2017-18 due to be transferred to Investor Education and Protection Fund (IEPF) pursuant to the provisions of Section 124 of the Act.	The transfer of the unpaid dividend pertaining to FY 2017-18 to the Investor Education and Protection Fund (IEPF) was delayed owing to procedural and processing requirements at the banking end. The Company had initiated the transfer process in a timely manner and actively coordinated with the concerned bank for its completion. The amount has since been duly transferred to the IEPF, and appropriate measures have been implemented to ensure timely compliance with statutory requirements in the future.
2. The Annual Performance Report(s) (APR) of the Subsidiaries of the Company viz SoftTech Finland OY, Qi Square Pte Ltd and Softtech Digital Solutions Limited, were not filed under the Foreign Exchange Management (Overseas Investment) Regulations, 2022 read with Reserve Bank Master Direction No. RBI/FED/2024-25/121 FED Master Direction No.15/2024-25 dated July 24, 2024.	The Company is in process of filing the APR, there was pendency to file because of non-receipt of financial statements from overseas company.

40. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND THE COMPANY'S FUTURE OPERATIONS:

The Company has not received any such orders from regulators or courts or tribunals during the year, which may impact the going concern status of the Company or its operations.

41. OTHER DISCLOSURES

i. The Company is not required to maintain cost records, as specified by the Central Government under section 148 of the Act.

ii. No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the Financial Year along with their status as at the end of the Financial Year is not applicable.

iii. The requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable to the Company.

42. ACKNOWLEDGEMENT:

Your Directors place on record their sincere thanks to the customers, vendors, investors, banks, financial & academic institutions, regulatory authorities, stock exchanges and all other stakeholders for their continued co-operation and support.

Your Directors also acknowledge the support and co-operation from the Government of India, state governments and overseas government(s), their agencies and other regulatory authorities.

Your Directors also appreciate the commendable efforts, teamwork and professionalism of the employees of the Company.

For and on behalf of the Board of Directors
SOFTTECH ENGINEERS LIMITED
Sd/-
Vijay Gupta
Chairman & Managing Director
Din: 01653314

Date: August 12, 2026
Place: Pune

Encl:

a) Annexure A- Management Discussion and Analysis Report
b) Annexure B- Particulars of Contract/Arrangement with Related Parties in Form AOC-2
c) Annexure C- ESOP Annexure
d) Annexure D- Report of the Secretarial Audit
e) Annexure E- Corporate Governance Report
f) Annexure F- AOC-1
g) Annexure G- Annual Report on Corporate Social Responsibility Activities
h) Annexure H- Particulars of employee remuneration

SoftTech®
Empowering Transformation



MANAGEMENT DISCUSSION & ANALYSIS REPORT

Plan Better | Manage Smarter | Track Progress | Deliver Excellence

Empowering Construction Through Technology

About This Report

This Management Discussion & Analysis Report (MD&A) has been prepared in accordance with Regulation 34(2)(e) read with Schedule V (Part B) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and forms Annexure A to the Board's Report of SoftTech Engineers Limited ("SoftTech", "SEL" or "the Company") for the financial year ended 31 March 2026.

The financial information presented is drawn from the standalone and consolidated financial statements of the Company prepared under the applicable accounting standards notified under Section 133 of the Companies Act, 2013. Unless otherwise stated, all figures are presented on a standalone basis and in Indian Rupees (Rs.) in crore. One crore equals ten million. The financial year referenced as "FY 2025-26" or "FY26" is the twelve-month period from 1 April 2025 to 31 March 2026; "FY 2024-25" or "FY25" refers to the corresponding prior period.

Important cautionary note on forward-looking statements

This report contains forward-looking statements that involve inherent risks and uncertainties. Actual results may differ materially from those expressed or implied, on account of factors including global and domestic economic conditions, geopolitical developments, regulatory and policy changes, technology disruption, competitive intensity, foreign-exchange movements and the timing of government procurement and payment cycles. These statements are based on assumptions and expectations of future events that may not prove accurate. SoftTech Engineers Limited assumes no obligation to publicly amend, modify or update any forward-looking statement in the light of subsequent developments, information or events.

1. Overview of the Company

1.1 The Company

SoftTech Engineers Limited was incorporated in 1996 by Mr. Vijay Gupta, Master of Technology (M.Tech.) from IIT Mumbai , who serves as the Company's Chairman and Managing Director. The Company is headquartered at SoftTech Towers, S NO 1/1A/7 8 15 16 17, Plot No. BCD 1-Baner, Baner Road, Baner Gaon, Pune-411045, Maharashtra, India, with a further Indian location at Surat. Its equity shares are listed on the National Stock Exchange of India Limited (Symbol: SOFTTECH) and on BSE Limited (Scrip code: 543470).

Over three decades, SoftTech has evolved from an engineering-software company to a complete technology platform focused on the built environment. SoftTech develops and operates path breaking digital products and solutions for the entire Architectural, Engineering, Construction and Operations (AECO) industry ecosystem including government and urban-governance authorities, developers, architects, consultants, construction and infrastructure enterprises.

Its portfolio spans planning and design review, approvals and workflows, infrastructure and construction management, development-rights transactions, digital twins for operational simulations, safety and sustainability all powered through AI/ML. All the applications are run under a common data environment support by CIVIT platform connecting people, processes and data seamlessly across all application products.

SoftTech's strength lies in combining engineering domain knowledge, workflow automation, BIM, GIS, AI/ML, digital twins, analytics and implementation capability. Regulatory automation is an important part of this foundation, and the Company's broader proposition is to digitise and connect complex processes across the lifecycle of buildings, infrastructure and urban assets.

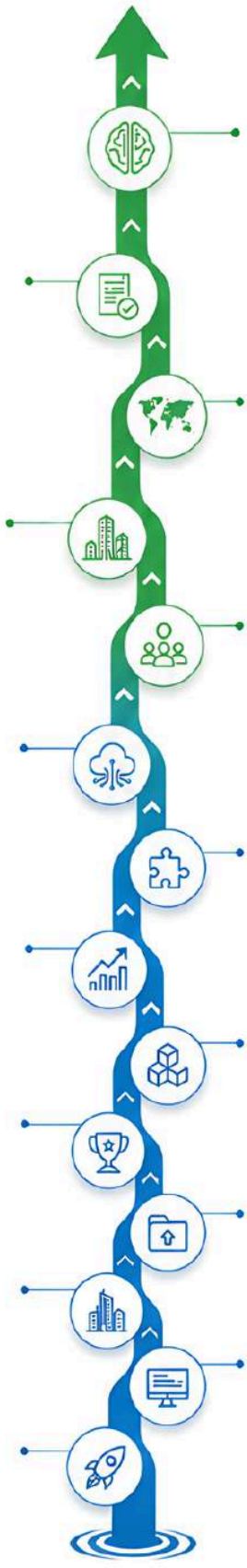
This accumulated capability supports SoftTech's transition towards a more scalable, platform-led model focused on connected digital solutions, recurring and transaction-linked revenues, AI-enabled decision support and expansion into adjacent built-environment and industrial applications.

Here is a glimpse of our company landscape :



1.2 Thirty years in outline

Over three decades, SoftTech has progressed from engineering software to regulatory automation, CAD/BIM-enabled solutions, digital platforms and increasingly AI-led, connected technologies. The timeline captures the key milestones in this journey, including product evolution, geographic expansion, public listing, international growth and the Company's transition towards a broader platform-led model.



2026

> Launch of path breaking technology platform CivitTDRx and CivitTWIN

2025

Launched paperless <

Subsidiary formed in Germany <

2024

> Conducted POCs in Germany, USA, Sweden, Oman, Malaysia

2023

Subsidiary formed in UK <

CivitSUSTAIN- Digital Twin technology for energy assessment and fire safety <

2022

> Started professional services division on BIM & GIS Technology

> Shaped Civit Platform to connect all products around CivitCore as common data environment

> Subsidiary formed in Singapore (APEC), and Dubai (MENA)

2021

Launched CivitBUILD - Opticon transformed to SaaS based Construction Business Solution on Civit Platform <

2020

> Launched RuleBuddy PlanAssist Partnered with AutoCAD OEM from Autodesk, USA

2018

SoftTech listed on NSE and BSE as a public limited company <

Subsidiary formed in USA <

2017

> Launched BIMDCR - 3D BIM model based Automation of building permits

> Boosted India's EODB ranking

2009

Awarded National e-Governance Award by the Government of India <

Launched Opticon- Construction ERP <

2008

> Launched PWIMS - Public works information management system

2006

Developed AutoDCR®, India's first automated building plan scrutiny engine <

2000

> Launched ESR/GSR

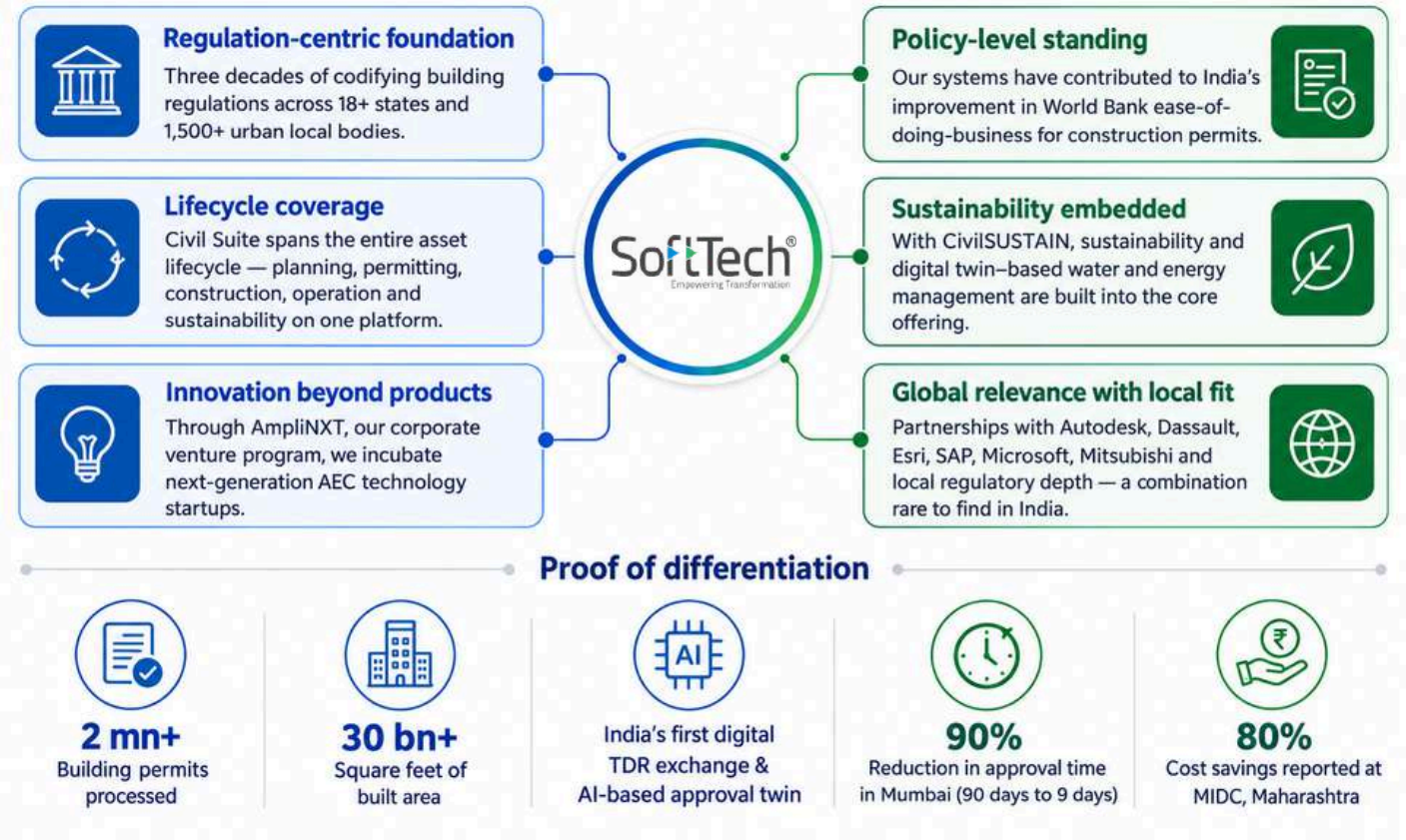
1996

Founded SoftTech Engineers Limited with a mission to digitize governance <

Launched STRUDS, CM, QePro, Qmate <

1.3 Why SoftTech stands apart - strengths and achievements

The Company's competitive position rests on assets that were accumulated rather than purchased, and which are therefore difficult for a competitor to acquire quickly at any price.



What makes the Company different

- Regulation-centric foundation — Three decades of codifying building regulations across 18 or more states and more than 1,500 urban local bodies, producing what management believes to be the most comprehensive compliance dataset in the Indian market.
- Lifecycle coverage — Competitors typically address one stage of the asset lifecycle. The Civit Suite spans planning, permitting, construction, infrastructure operation and sustainability under a single data architecture.
- Innovation beyond products — Through AmpliNXT, the Company's corporate venture programme, SoftTech incubates next-generation technology start-ups in the AECO domain.
- Policy-level standing — The Company's systems contributed to India's improvement in World Bank ease-of-doing-business performance for construction permits, positioning it as a policy enabler rather than a vendor.
- Sustainability embedded rather than appended — Through CivitSUSTAIN, sustainability and digital twin-based water and energy management are built into the core offering rather than sold as a separate module.
- Alignment — Technology partnerships with Autodesk, Dassault, Esri, SAP, Microsoft and Mitsubishi, combined with local regulatory depth.

1.4 Strategic pillars

The Company's strategy is anchored on five pillars, which together explain both the design of the product suite and the direction of the commercial model.



Pillar	What it means in practice
Platform-centric architecture	Lifecycle management from planning through permitting, building and operations, on a shared CivicCore data environment. Investment in the common layer benefits every product simultaneously.
Recurring revenue focus	Transition from one-time licensing to SaaS subscription, annual maintenance and pay-per-use transaction models, improving revenue predictability and shortening the collection cycle.
Domain and technology fusion	Three decades of AECO domain knowledge combined with artificial intelligence, geographic information systems and building information modelling — neither capability alone is sufficient in a regulated market.
Global and local scalability	A modular rule engine adaptable to city, state and national regulation across jurisdictions, so that entering a new market is a configuration exercise rather than a rebuild.
Stakeholder integration	A single system serving governments, urban local bodies, contractors, architects, developers and citizens — each with a different interface onto the same regulatory intelligence.

2. Economic and Industry Overview

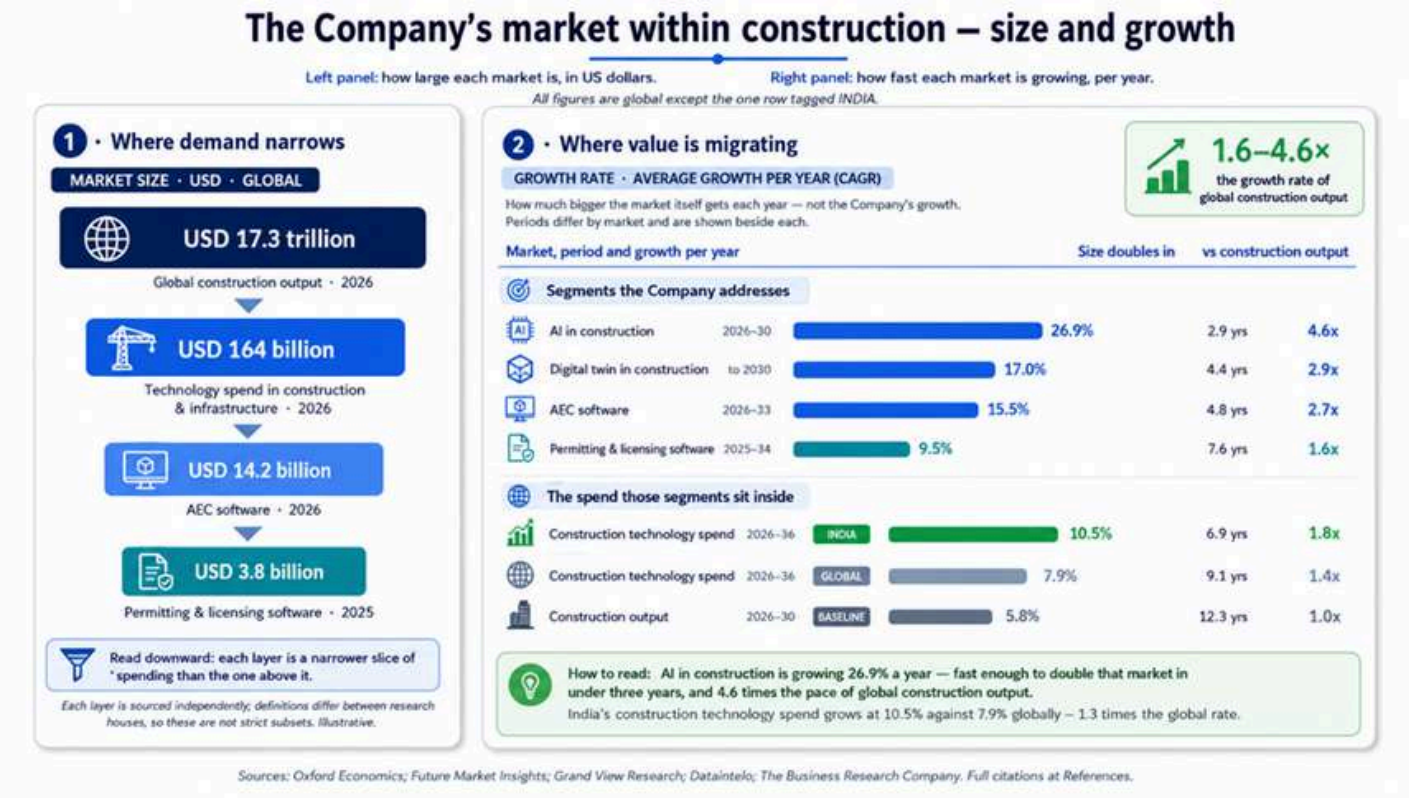
This section covers only those indicators, programmes and technologies bearing on the market the Company addresses; aggregates describing construction or information technology at large have been excluded.

2.1 How demand for the Company's platforms is formed

The demand for Civit Products is derived, and forms in four stages:

1. Capital formation — construction and infrastructure investment creates built assets.
2. Regulatory events — each asset generates statutory events: plan scrutiny, building permission, plinth and completion checks, occupancy, transfer of development rights, operations and handover.
3. Digitisation mandate — governments convert those events to digital, rule-based processing, generally under a reform or funding-linked mandate rather than at a single authority's discretion.
4. Platform procurement — the authority procures a platform, increasingly on subscription and at State rather than city level.

Construction volume becomes addressable revenue only where stage three compels digitisation. Policy, not sector growth, is the binding constraint.



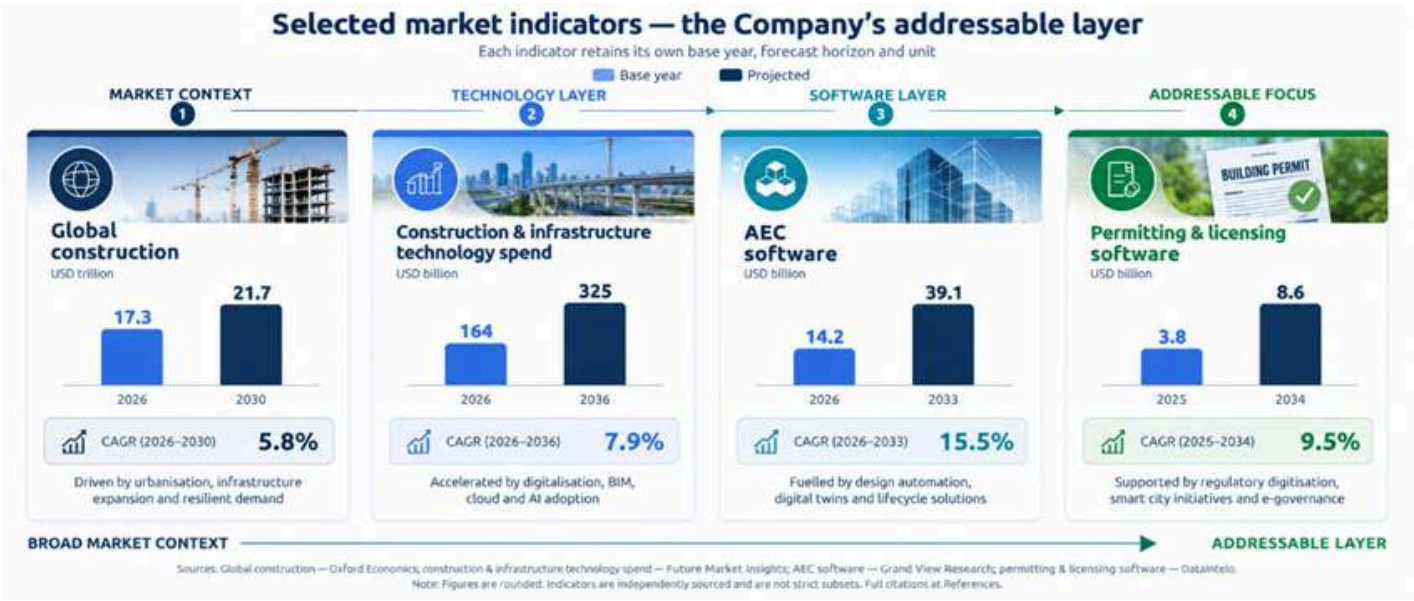
The above figure sets out two different things side by side. The left panel shows how large each market is, narrowing from global construction output of approximately USD 17.3 trillion in 2026, through technology spend in construction and infrastructure at approximately USD 164 billion, to AEC software at approximately USD 14.2 billion and permitting and licensing software at approximately USD 3.8 billion, the Company's founding category. Each layer is a narrower slice of spending than the one above it, and it is these lower layers, rather than the headline construction figure, in which the Company actually competes.

The right panel shows how fast each of those markets is growing, measured as average growth per year in the size of the market itself. The segments the Company addresses are growing between 1.6 and 4.6 times faster than construction output: artificial intelligence in construction at approximately 26.9% a year, digital twins at 17.0%, AECO software at 15.5% and permitting software at 9.5%, against 5.8% for global construction output. India is shown separately because it grows faster than the world average, with construction technology spend rising at approximately 10.5% a year against 7.9% globally. Read together, the two panels describe the Company's position: a smaller but materially faster-growing layer above construction, in the geography where that layer is growing fastest.

2.2 Global demand environment

Construction is among the least digitised of the major sectors, and that gap defines the Company's opportunity. Global construction output stands at approximately USD 17.3 trillion in 2026 and is projected to reach USD 21.7 trillion by 2030, growing at 5.8% a year — steady, but slower than the technology layer forming above it. Spending on construction and infrastructure technology is projected to rise from approximately USD 164 billion to USD 325 billion by 2036, a rate of 7.9% a year, as digitalisation, BIM, cloud delivery and artificial intelligence are adopted across the sector. Narrowing further, AEC software is projected to grow from approximately USD 14.2 billion to USD 39.1 billion by 2033, at 15.5% a year, driven by design automation, digital twins and lifecycle solutions. Permitting and licensing software, the Company's founding category, is projected to grow from approximately USD 3.8 billion to USD 8.6 billion by 2034, at 9.5% a year, supported by regulatory digitisation, smart-city programmes and e-governance mandates.

The pattern matters more than any single figure. At each level the market becomes smaller but faster-growing, and the segments the Company addresses are compounding at between one-and-a-half and nearly three times the rate of construction activity itself. Demand in the permitting layer also behaves differently from the rest: it is procured by public authorities rather than contractors, so it follows public budgets and reform mandates rather than the construction cycle, and once deployed the system operates as a statutory record that is renewed rather than replaced.



Mapped to the Company's portfolio: permitting and plan scrutiny (CivitPERMIT, CivitTWIN, CivitPLAN, RuleBuddy PlanAssist); infrastructure lifecycle and works management(CivitINFRA); digital twin and immersive (CivitSUSTAIN, CivitMETAVERSE: development-rights transactions (CivitTDRx); construction management (CivitBUILD); and applied artificial intelligence across all of them (CivitAI), the fastest-growing segment addressed at approximately 26.9% compound annual growth.

2.3 Indian economic and urban environment

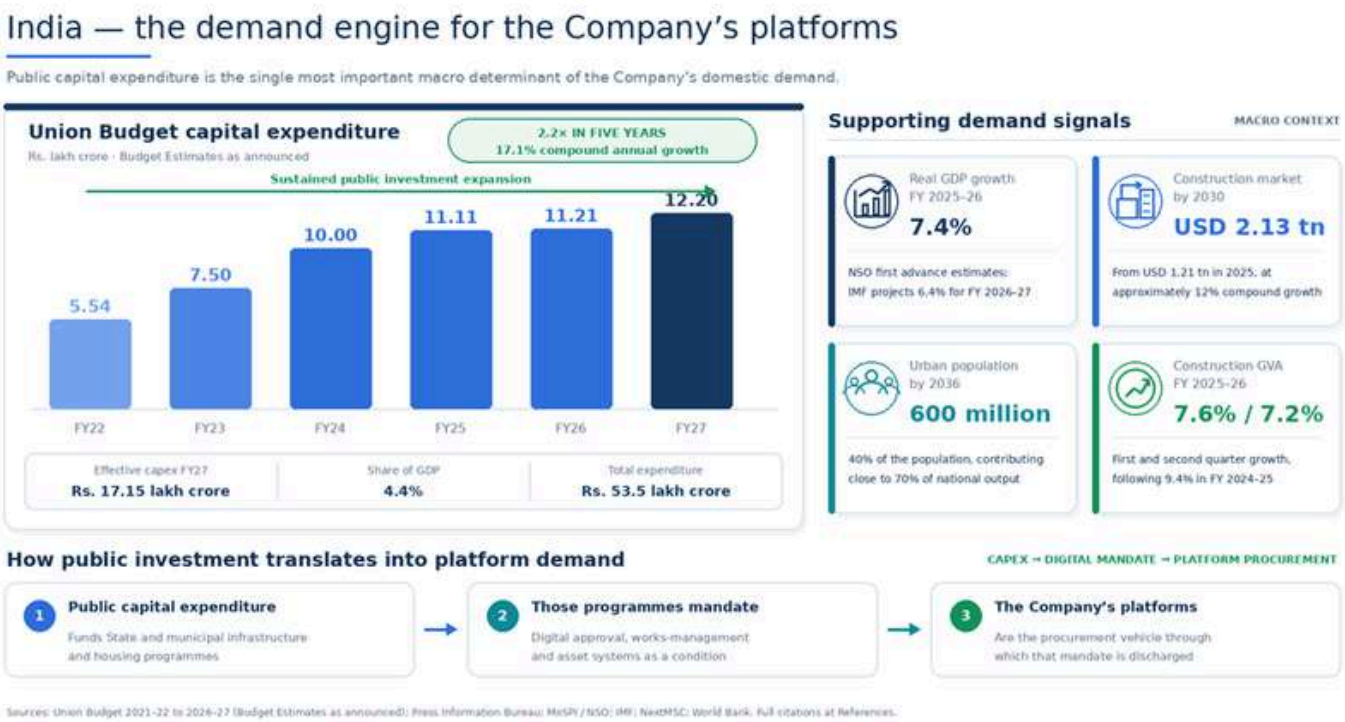
India remained the fastest-growing major economy through the reporting period. Real gross domestic product is estimated to have grown 7.4% in FY 2025-26 on the National Statistics Office first advance estimates published in January 2026; the International Monetary Fund projects approximately 7.3% for FY 2025-26 and 6.4% for FY 2026-27. Having overtaken Japan to become the world's fourth-largest economy, India is projected to become the third-largest by approximately 2030.

The Union Budget as the Company's leading indicator

The Union Budget for 2026-27 set capital expenditure at Rs. 12.2 lakh crore, the highest ever, against total expenditure of Rs. 53.5 lakh crore — close to one rupee in every four that the Union Government spends is now capital in nature. Effective capital expenditure, which adds grants-in-aid to States for the creation of capital assets, is Rs. 17.15 lakh crore, or 4.4% of gross domestic product. Two features of this allocation matter more to the Company than its headline size.

- Its persistence. Budgeted capital expenditure has risen from Rs. 5.54 lakh crore in FY 2021-22 to Rs. 12.2 lakh crore in FY 2026-27 — 2.2 times in five years, a compound annual rate of approximately 17.1% — sustained across successive Budgets presented under materially different fiscal conditions (Figure 3). For a company selling multi-year platform contracts to public authorities, the consistency of the allocation matters more than its level in any single year, because it is what allows an authority to commit to a subscription beyond its current administrative term. [10,19]

- Its composition. Effective capital expenditure exceeds the headline figure because it includes grants to States for asset creation. Permitting, works-management and asset systems are procured at State and municipal level, not at Union level. The difference between Rs. 12.2 lakh crore and Rs. 17.15 lakh crore is therefore the portion of the allocation that flows closest to the Company's actual customers.



Construction, real estate and the urban base

The Indian construction industry reached approximately USD 1.21 trillion in 2025 and is projected to reach USD 2.13 trillion by 2030, a compound annual rate of approximately 12% (Figure 4). Construction gross value added expanded 7.6% and 7.2% in the first two quarters of FY 2025-26, following 9.4% in FY 2024-25; the sector employs approximately 71 million people and is projected to exceed 100 million by 2030. Real estate accounts for approximately 7% of gross domestic product and 18% of national employment, and is projected to contribute approximately 15% of gross domestic product with a market size of USD 5 trillion by 2047.

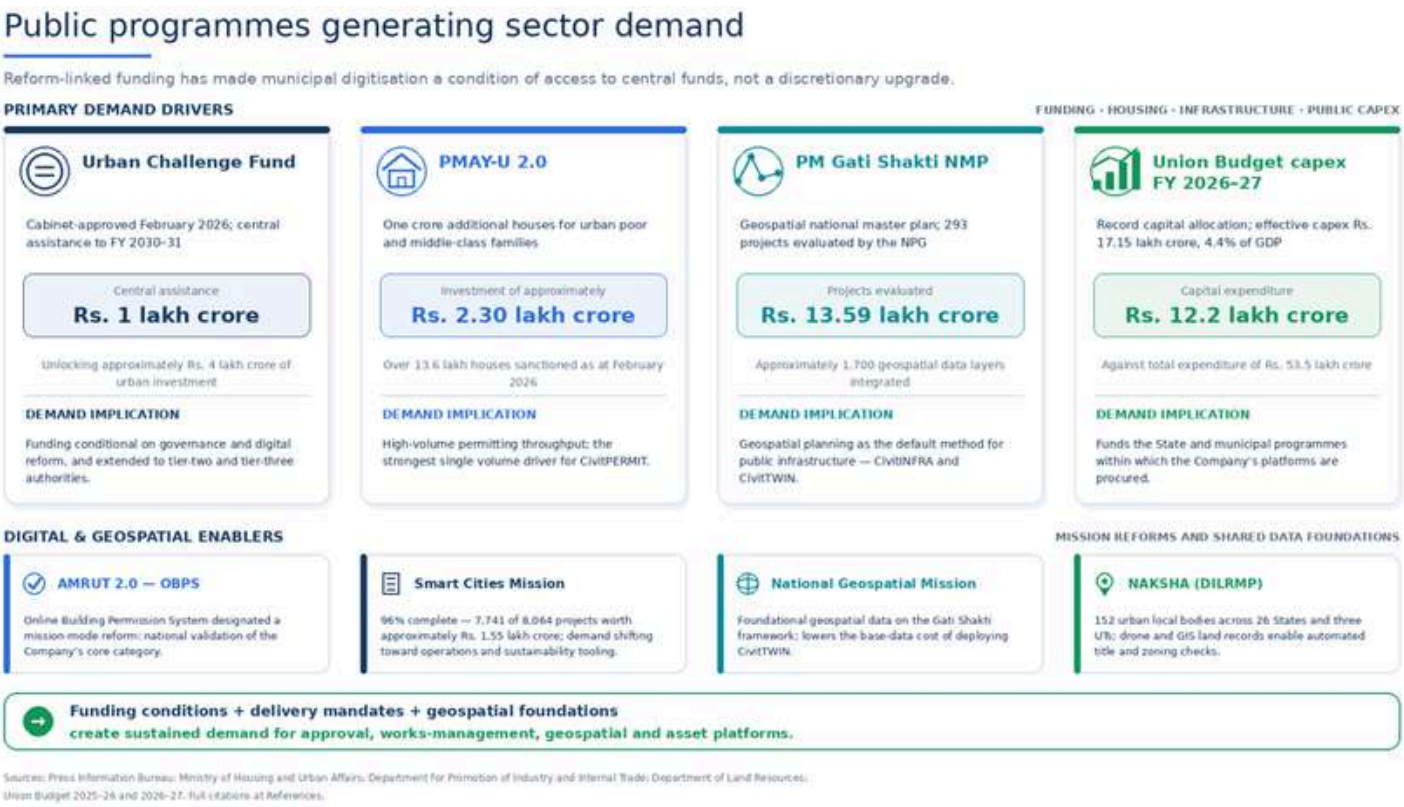
Beneath these values sits the volume. India's towns and cities are projected to house approximately 600 million people, or 40% of the population, by 2036, contributing close to 70% of national output. Growth is fastest in tier-two and tier-three cities, and this is the commercially decisive fact for the Company: those urban local bodies represent the largest volume of unpenetrated permitting authorities in India; they are the least able to fund discretionary technology from their own revenues; and they are precisely the tier to which the Urban Challenge Fund and its Credit Repayment Guarantee Scheme have been extended. The constraint on converting them has been the Company's cost of entering each jurisdiction.

2.4 Structural trends in the Company's market

- From licence to subscription. Public authorities are moving from capital to operating budgets; cloud already accounts for the majority of revenue in the global permitting software segment.
- From grant-based to reform-linked funding. Central funds are increasingly released against demonstrated governance and digital reform, shifting the Company's proposition from efficiency to eligibility. This is the material change of the reporting period.
- Consolidating procurement. Tendering is moving from city-by-city to State-level and programmed-level frameworks, favoring vendors able to demonstrate multi-jurisdiction deployment.

- An expanding compliance perimeter. Regulation is extending from zoning, setbacks, fire and structure toward energy, embodied carbon, waste and water — enlarging the rule base rather than merely digitising it.
- From point tools to platform suites. Authorities increasingly procure integrated suites on shared data, favouring a single common architecture across products.

2.5 Regulatory developments and government programmes



The change in the character of this demand matters more than the change in its scale. Under the grant-based model that prevailed through the Smart Cities Mission period, a municipality's decision to procure a permitting or works-management platform competed against every other claim on a constrained budget, and the proposition rested on efficiency. Under a reform-linked model, digital and governance reform is a qualifying condition for a substantially larger pool of central assistance and market finance, and the proposition moves from improving a process the authority already performs to enabling access to funding it cannot otherwise obtain. Management regards this as the most durable of the demand drivers described in this section, because it is embedded in the fiscal architecture rather than in a time-bound mission.

Alongside these, the National Infrastructure and Monetisation Pipelines sustain demand for CivitINFRA and linear-infrastructure twins, RERA raises the developer-side compliance burden supporting CivitPLAN, and Digital India remains the framework within which digital permitting procurement sits.

2.6 Technological disruptions and the Company's product response

Management's reading is that the current technology cycle favours incumbents holding a codified regulatory rule base and a statutory position inside public authorities, and disadvantages those without one. The exhibit below states each material shift, the platform in the portfolio that answers it, and what it changes in the Company's economics rather than in its feature list.



The Company's product portfolio is being aligned with major technology trends reshaping the construction, infrastructure and urban-governance sectors. These trends include AI-based rule search and checking, computer vision for CAD/BIM, site intelligence, predictive asset analytics, digital twins, cloud-based interoperability and AI-enabled city operations.

The illustration shows how these emerging technology requirements correspond with platforms across the Civit ecosystem, including CivitCORE, CivitPLAN, CivitTWIN, RuleBuddy PlanAssist, CivitBUILD, CivitINFRA, CivitSUSTAIN, CivitTDRx and CivitMETAVERSE. The alignment reflects the Company's strategic direction and areas of product evolution, rather than implying that every capability shown is currently available in its final form.

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3. Competitive Landscape

3.1 Industry dynamics

The AECO technology market is an ecosystem of participants contributing different and often complementary capabilities. SoftTech occupies the specialised layer that connects technology platforms with jurisdiction-specific regulations, approval processes and public-authority workflows.

Participant group	Principal strengths	SoftTech's positioning
Global platform vendors	Companies such as Autodesk, Dassault Systèmes, Bentley Systems and Esri provide established technologies for design, engineering, BIM, GIS and spatial analysis.	SoftTech's Civic products complement them by adding regulatory intelligence, approval workflows and authority-facing applications in the CAD, BIM, GIS and Digital Twin area. This provides a strong basis for technology alliances and integrated market offerings.
Regional and domestic e-government vendors	System integrators and software companies contribute government programme management, enterprise integration, stakeholder coordination and implementation reach.	SoftTech provides the product, regulatory and built-environment domain layer, while partners contribute wider programme execution. Delivery is generally project-specific and services-led, with limited product reuse or a common platform capable of supporting multiple regulatory workflows.
Emerging SaaS and AI companies	Newer technology companies bring cloud-native platforms, specialised AI capabilities, workflow automation and focused digital experiences.	SoftTech combines AI and SaaS capabilities with regulatory knowledge, operating deployments and public-sector implementation experience. It can integrate specialised technologies while providing the domain and workflow context required for practical adoption. Many lack the validated regulatory knowledge base, authority integrations, reference deployments and public-sector implementation experience required for large-scale adoption.

These participants are not necessarily direct substitutes for one another. Global vendors provide foundational technologies, system integrators provide implementation scale, and specialised companies contribute emerging digital capabilities. SoftTech connects these layers to the regulatory and operational requirements of the built environment.

This complementary positioning enables the Company to participate independently or through alliances, depending on the scale and requirements of an opportunity.

3.2 The Company's competitive defensibility

SoftTech's differentiation is not based on any single product or technology. It arises from the combination of domain knowledge, implementation capability, embedded government workflows, platform architecture and institutional experience. Individually, these capabilities can be replicated; reproducing them together, across multiple jurisdictions and operating environments, is considerably more difficult.

Table 3: How competitive advantage is sustained

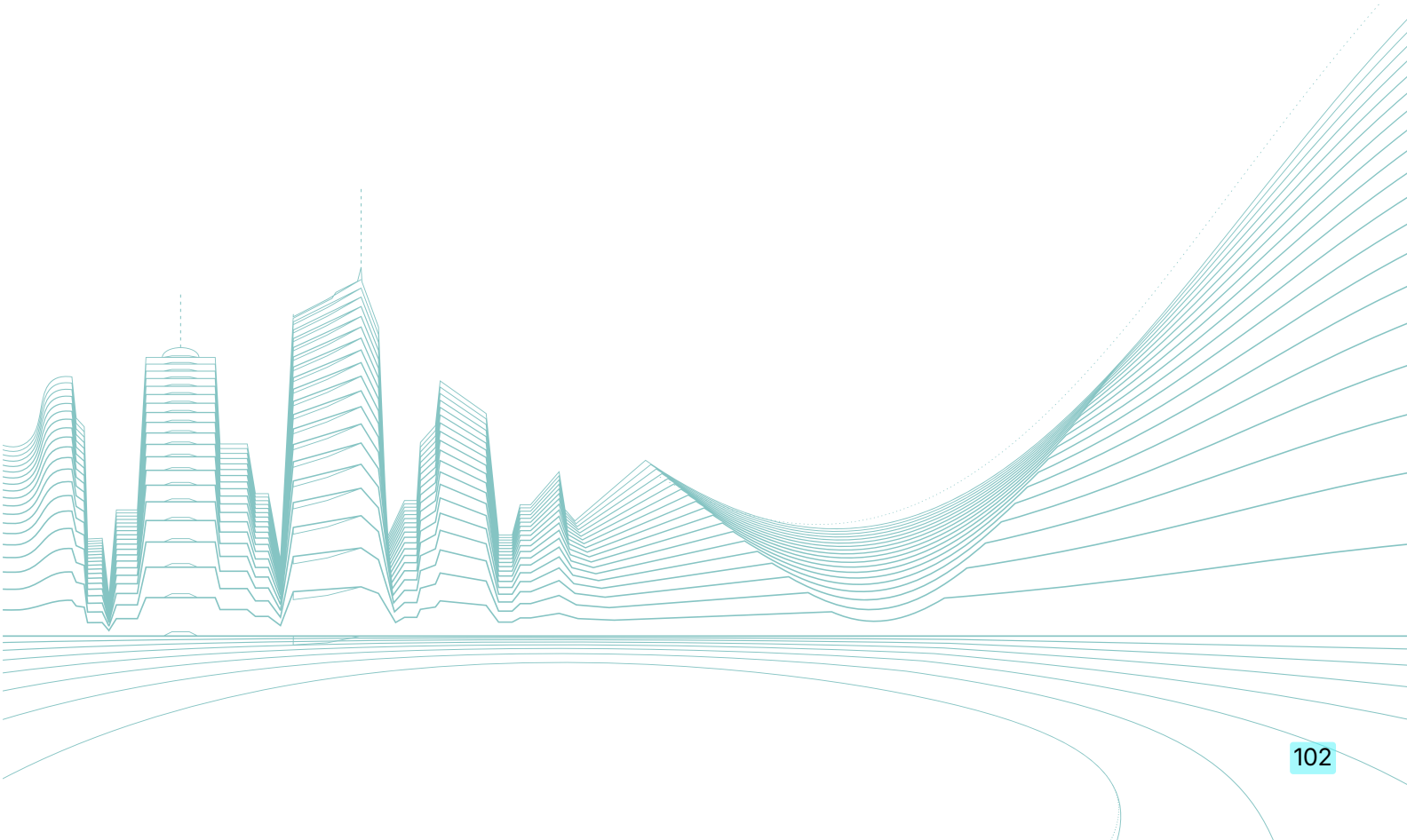
Competitive lever	How it works	Competitive significance
Localisation capability	Regulations, processes, approval hierarchies and workflows vary substantially across authorities. SoftTech's experience allows its platforms to be configured for jurisdiction-specific requirements rather than deployed as a standardised generic application.	A new entrant must build not only the technology but also the implementation knowledge required to make it work within each authority's operating environment.
Embedded operational workflows	The Company's solutions become part of day-to-day scrutiny, approval, transaction and administrative processes.	Once a platform becomes operationally embedded, replacement involves data migration, process redesign, retraining, integration changes and continuity risk—not merely procurement of alternative software.
Government implementation capability	Public-sector technology programmes require tender compliance, stakeholder coordination, agency integration, configuration, training, deployment and long-term support.	Execution capability and reference deployments become important alongside product capability, raising the practical entry threshold for less-established competitors.
Configurable platform architecture	CivicCore provides a common technology foundation while allowing products and regulatory logic to be adapted for different authorities, jurisdictions and use cases.	The Company can reuse core technology while localising the implementation, improving scalability without requiring every deployment to be built independently.
Qualification and institutional credibility	Experience with large public authorities, national institutions and CMMI Maturity Level 5 processes support participation in complex government technology programmes.	In many public-sector procurements, prior experience, process maturity and implementation credentials determine eligibility before technology is evaluated.
Interoperability ecosystem	The Company works with global technology platforms and partners across design, BIM, GIS, cloud, enterprise systems and related technologies.	This enables SoftTech to participate in broader digital ecosystems while retaining jurisdiction-specific domain capability at the application layer.
Ability to enter adjacent digital markets	Experience gained in regulatory and authority workflows can be extended into emerging areas such as digital TDR, AI-led review, digital twins and infrastructure management.	The existing domain and implementation base provides a lower-friction route into adjacent opportunities than building credibility in each market from the beginning.

3.3 Why the Company's position in India is sustainable

India's built-environment technology market is structurally difficult to address through a single standardised product. Regulations, approval processes, administrative structures and technology maturity differ across states and urban authorities. This fragmentation creates a market in which domain knowledge and implementation capability are as important as the underlying software.

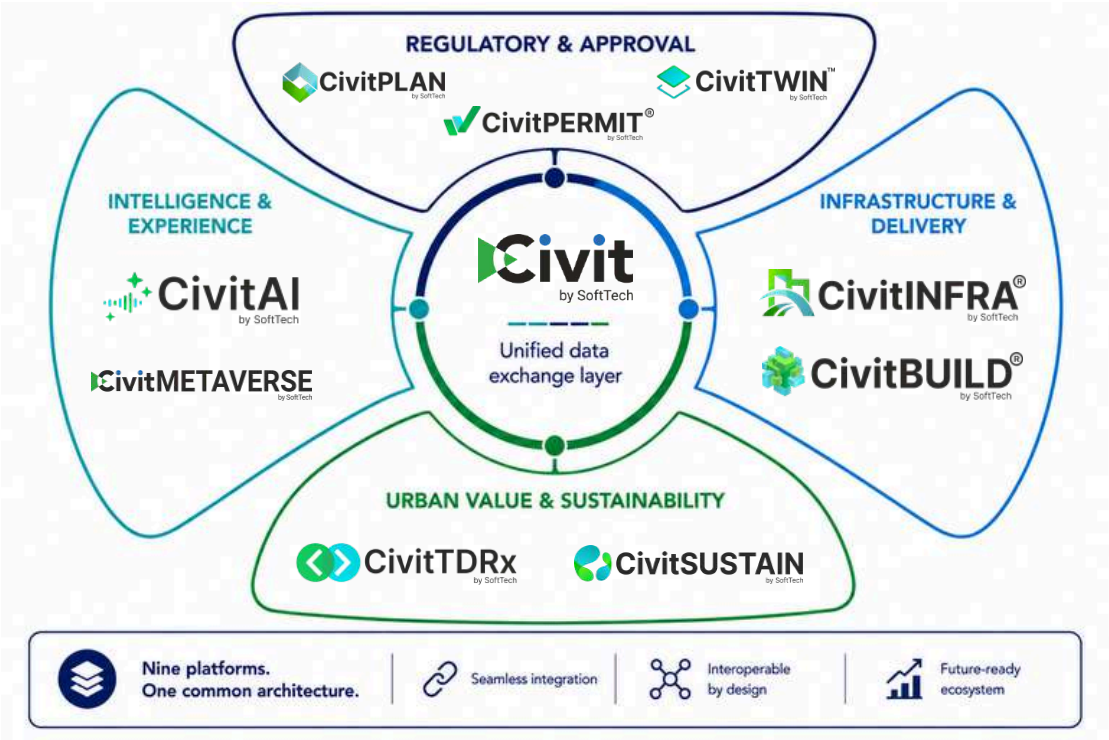
SoftTech's competitive position benefits from several characteristics of this market:

- High localisation requirement — regulatory and administrative variations make jurisdiction-specific configuration an essential part of implementation.
- Reference-driven procurement — experience of successfully executing government technology programmes strengthens qualification for subsequent opportunities.
- Mission-critical deployment environment — systems supporting approvals and regulatory processes require continuity, reliability, auditability and long-term support, increasing the importance of an established implementation partner.
- Process-maturity requirements — credentials such as CMMI Maturity Level 5 support participation in procurements where organisational capability is a threshold condition.
- Architecture that supports replication — the common CivitCore foundation allows the Company to carry technology and product learning from one deployment into another while adapting to local requirements.
- Expansion into adjacent workflows — emerging areas such as digital TDR, AI-assisted review and digital-twin-led management provide opportunities to apply existing domain and authority experience to new categories.
- Combination of technology and domain capability — global technology can be acquired or partnered for; local regulatory understanding and implementation experience accumulate over time. The combination is therefore more defensible than either capability independently.

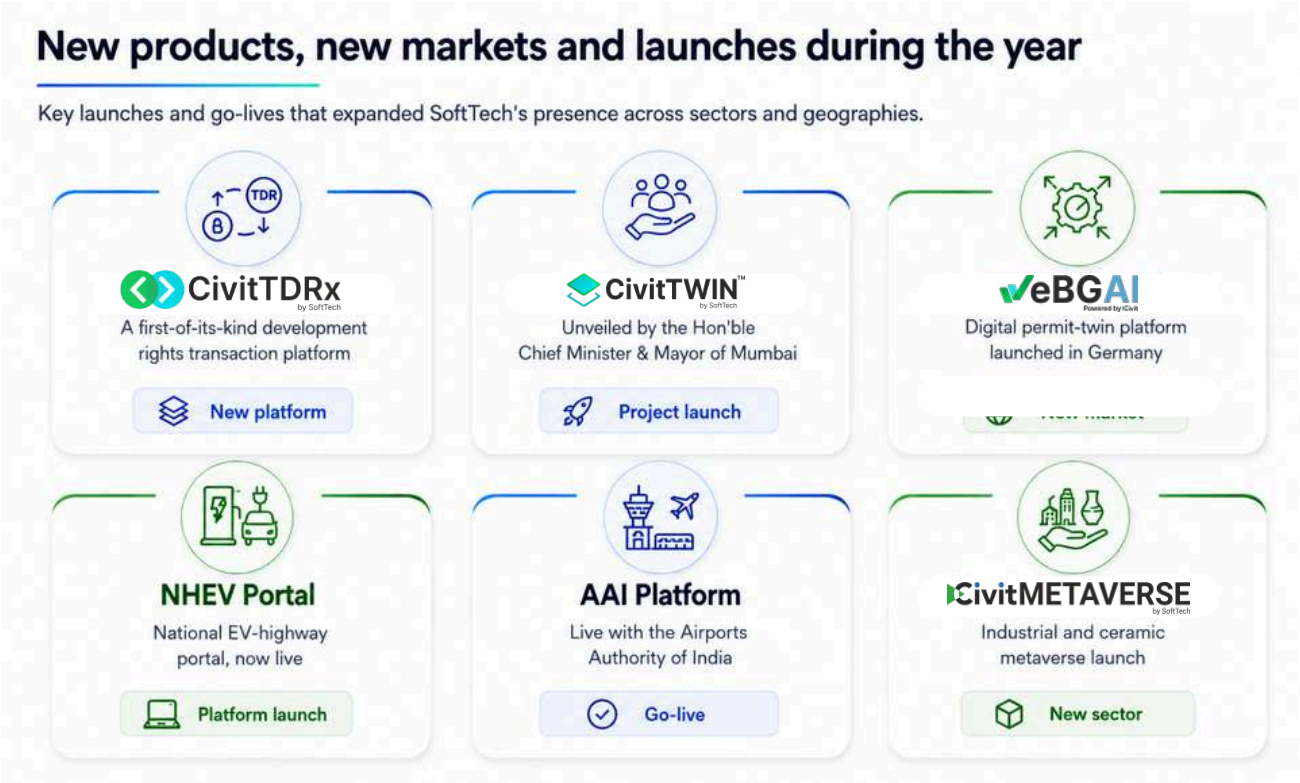


4. Products and Services Portfolio

The Company's products were consolidated under the unified Civit brand during FY 2024-25 and FY 2025-26. The suite now spans the whole life of a built asset — Plan, Permit, Build, Operate and Sustain — on a single shared architecture.

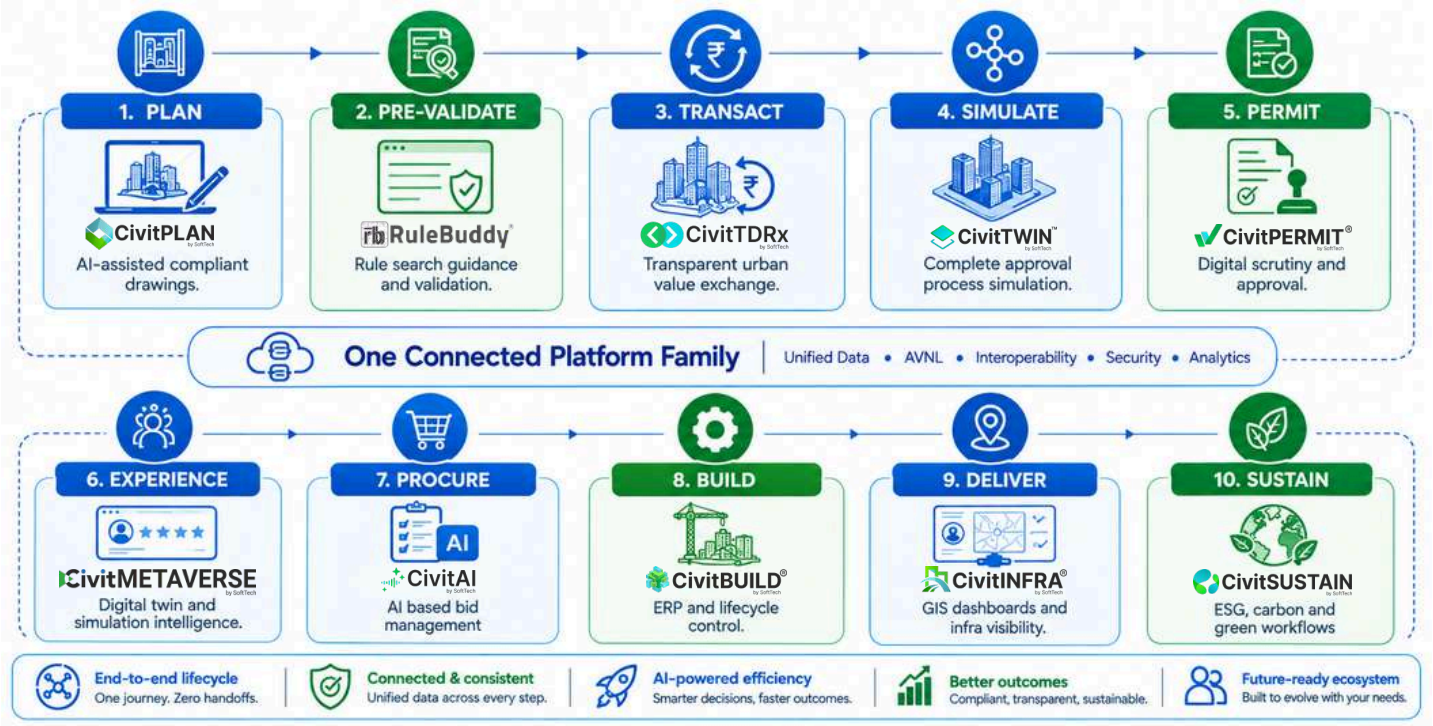


SoftTech's recent initiatives demonstrate the growing breadth of its digital platform strategy across regulatory, infrastructure and industrial domains. These include CivitTDRx, CivitTWIN, CivitPERMIT, CivitINFRA, CivitSUSTAIN , and CivitMETAVERSE - reflecting expansion across government, construction enterprises, real estate , private consultants and industrial ecosystems producing construction materials.



4.1 Coverage of the built-environment lifecycle

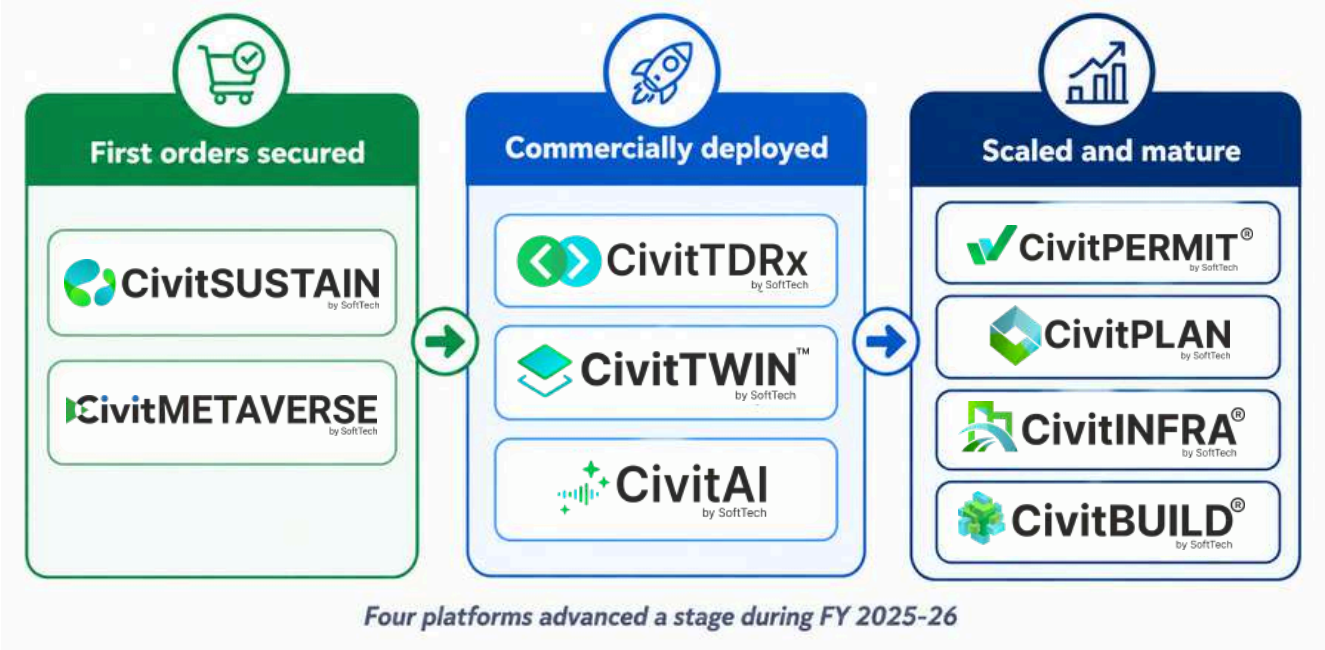
SoftTech's portfolio is structured as a connected platform family spanning the full built-environment lifecycle - from planning and validation to approvals, transactions, construction, infrastructure, sustainability and decision support. A common foundation of data, AI, interoperability, security and analytics enables continuity across stages, reduces fragmentation and supports scalable deployment across different stakeholders and use cases.



4.2 The Civit Suite at a glance

Platform	Function	Primary customer	Deployment status
CivitPERMIT (AutoCDR)	AI-driven building permit management with automated CAD and BIM code checking, digital workflow, GIS integration and mobile inspection.	Government and municipal authorities	Mature; 1,500+ cities, 18 states
CivitPLAN	AI-based building plan validation for CAD and BIM compliance reporting.	Architects, consultants and developers	Mature; pan-India, US pipeline
CivitTDRx	Digital exchange for the issuance, utilisation and management of Transferable Development Rights.	Government and real-estate developers	Launched FY26 (BMC; 18,000+ developers)
CivitTWIN	Pre-compliance simulation with twelve AI assistants and a predictive readiness score.	Government and international authorities	Launched FY26 (Germany; BMC letter of intent)
CivitINFRA	Unified infrastructure lifecycle management with AI-driven monitoring and BIM/GIS integration.	Government and public works agencies	Deployed FY26 (AAI, DDA, J&K, Gujarat)

CivitBUILD	Integrated construction ERP covering project planning, procurement, financial management and site management.	Contractors and private developers	Commercial; Middle East traction
CivitSUSTAIN	Sustainability and facility operations — energy management, water management, fire management, IoT integration and digital twin simulation.	Government and industrial	Orders secured FY26 (Mitsubishi); GIFT City pipeline
CivitMETAVERSE	Immersive digital twin and metaverse platform with 3D visualisation and AR/VR collaboration.	Industrial and manufacturing	Orders secured FY26 (Metawolf)
CivitAI	Purpose-built AI platform for the AECO industry — enterprise assistants, document analysis and workflow automation.	Cross-segment	Commercial; US pipeline
RuleBuddy PlanAssist	Citizen and architect-facing AI compliance assistant providing accessible interpretation of building regulations.	Architects, citizens, small practices	In Mumbai & Gujarat



Four platforms advanced a stage during FY 2025-26

4.3 Platform-by-platform review

CivitAI — domain-specific artificial intelligence

CivitAI is the Company's purpose-built artificial intelligence platform for the AECOO industry, trained on decades of regulatory and project data. It provides enterprise assistants, intelligent document analysis and workflow automation, and supplies the intelligence layer consumed by the other Civit products.

CivitPERMIT — the revenue foundation

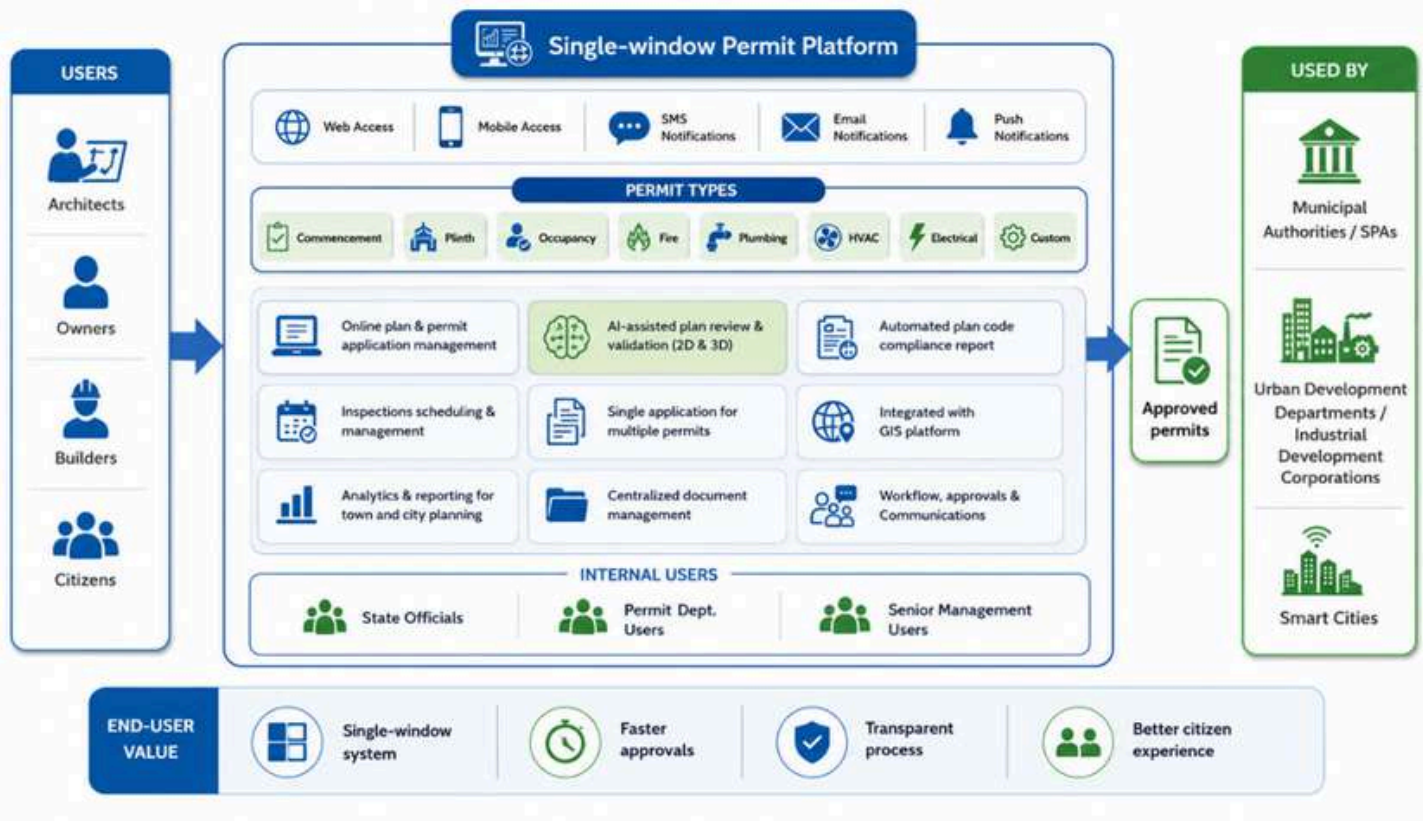
CivitPERMIT, which carries the lineage of the Company's original AutoDCR product launched in 2006, remains the foundation of the business. It automates the building permit process end to end: the applicant submits a CAD drawing or BIM model; the rule engine evaluates it against the codified bye-laws of that jurisdiction; objections are raised and resolved digitally; departmental clearances are routed through an integrated workflow; and the sanctioned permit is issued with a complete audit trail.

Its principal functional components are automated scrutiny of drawings against jurisdiction-specific development control regulations; GIS-enabled zoning and land-use validation; configurable digital workflow with service-level tracking; integrated payment and fee computation; mobile field inspection with geo-tagged evidence; and a citizen portal for application status.

CivitPERMIT Concept: End-to-end digital permitting platform that manages applications, reviews, approvals, inspections, documents and communications through a single window.

Users: Architects, owners, builders, citizens, permit officials and government authorities.

Value Proposition: Simplifies permit processing, improves transparency and coordination, enables faster approvals, and delivers a better citizen and stakeholder experience.

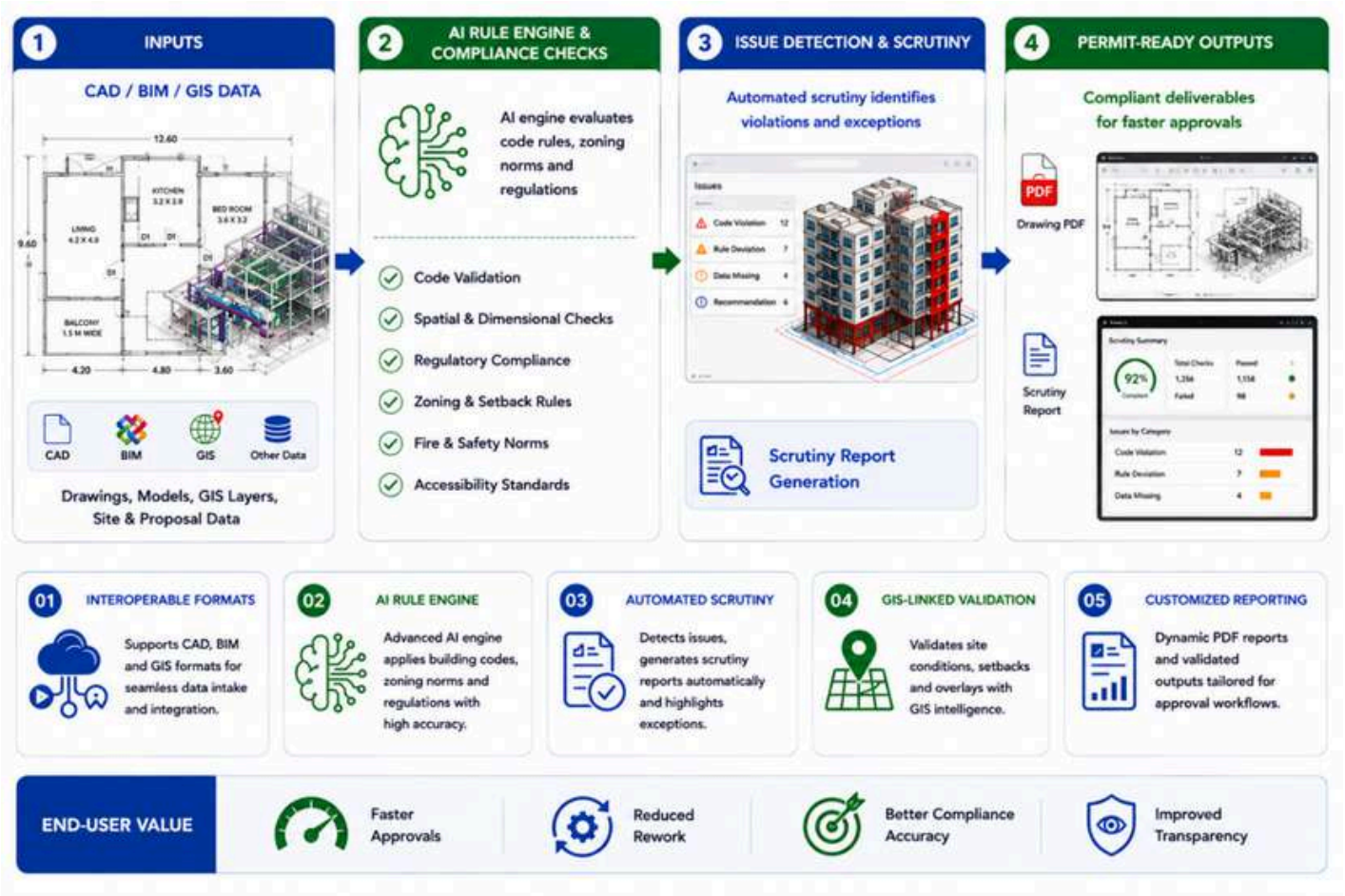


CivitPLAN — Automated AI based Code Checking of CAD Plans and BIM Models

Concept: AI-powered compliance platform that checks CAD, BIM and GIS-based building proposals against applicable regulations and generates scrutiny outputs.

Users: Architects, consultants, developers, planners and approving authorities.

Value Proposition: Reduces design errors and rework, improves compliance accuracy, and supports faster, more predictable approval preparation.



CivitTDRx — a digital platform for transfer of development rights

Transferable Development Rights are a tradable instrument by which a landowner who surrenders land for a public purpose receives development rights usable elsewhere in the city. Their value depends entirely on provenance — on being able to establish that a right was validly issued, has not been previously used, and is being transferred by its rightful holder. Administered on paper, the instrument is slow to transact and vulnerable to dispute.

CivitTDRx, launched during FY 2025-26 and described by the Company as India's first digital eTDR platform, combines blockchain-based provenance with AI-assisted processing to enable digital issuance, utilisation and management of development rights. It is in service with the Brihanmumbai Municipal Corporation, serving more than 18,000 developers. Extension to further municipalities is a stated priority.

CivitTDRx is commercially significant beyond its own revenue because it demonstrates that the Company's core competence transfers to adjacent regulatory instruments — not only to building approvals.



CivitTWIN — predictive compliance simulation

Launched during FY 2025-26, CivitTWIN allows an applicant to simulate the outcome of a submission before making it. The platform incorporates twelve AI assistants covering distinct aspects of the approval process, compliance simulation against the applicable rule set, and a predictive readiness score indicating the likelihood that a submission will be approved without objection.

During the year CivitTWIN was launched in the Brihanmumbai Municipal Corporation issued a letter of intent for an AI Permit Twin deployment. Productisation for the United States market and conversion of the BMC letter of intent are stated priorities for FY 2026-27.

Concept: AI-assisted digital twin that simulates the building approval journey across creation, review and submission before actual filing.

Users: Applicants, architects, consultants and approving authorities.

Value Proposition: Improves submission readiness, reduces rework and rejection, supports better guidance and tracking, and increases the likelihood of faster first-time approval.



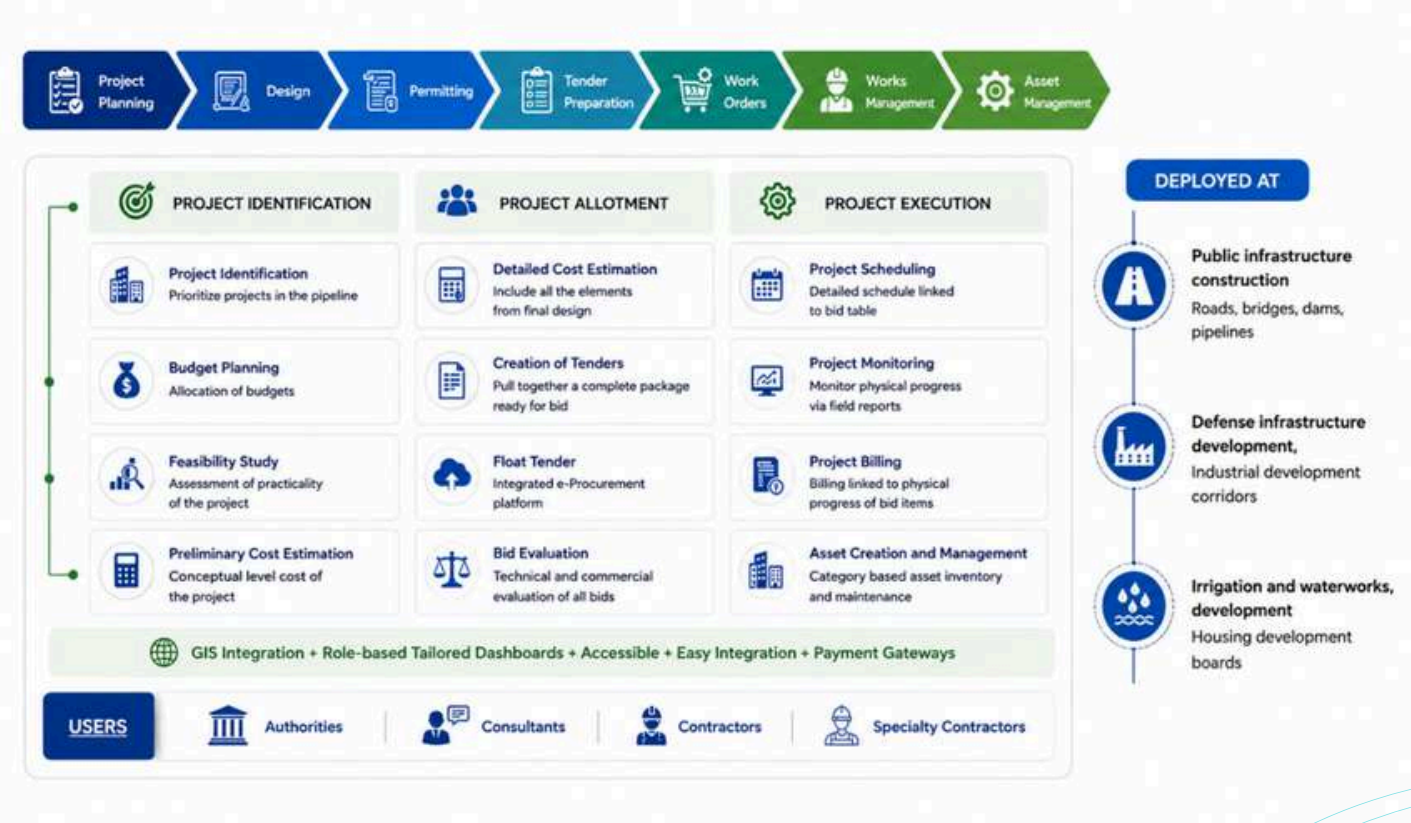
CivitINFRA — infrastructure lifecycle management

CivitINFRA provides unified management of infrastructure assets across their lifecycle, combining AI-driven monitoring with integrated building information modelling and geographic information systems. It addresses the operational visibility problem in large multi-package infrastructure programmes, where progress and compliance across geographically dispersed sites are otherwise tracked only through periodic reporting.

Concept: Integrated works management platform covering the full infrastructure lifecycle—from planning and design to tendering, execution and asset management.

Users: Government authorities, consultants, contractors and specialty contractors.

Value Proposition: Improves planning, project visibility, cost and schedule control, coordination and lifecycle asset management through one integrated digital platform.



CivitBUILD — construction enterprise resource planning

CivitBUILD is an integrated construction ERP covering project planning and scheduling, procurement and materials management, subcontractor management, financial control and site management.



CivitSUSTAIN — assets operations, water, energy and fire safety management

CivitSUSTAIN extends the Company's reach into the post-occupancy phase, covering energy management, carbon monitoring, IoT sensor integration and digital twin simulation of building performance. Its scope includes net-zero roadmaps, green-code compliance, construction waste management systems and fire prevention and disaster management applications.

The platform moved from research and development into order stage during FY 2025-26, with orders secured from Mitsubishi and a pipeline established at GIFT City. Management is also building a pipeline for construction waste management systems.



CivitMETAVERSE — Immersive digital twins

CivitMETAVERSE is an AI-powered immersive platform that combines AI, Digital Twins, and Metaverse technologies to transform ceramic design and selection. It enables users to create or import floor plans, visualize and customize ceramic products in realistic 3D environments, and make informed design decisions. The platform provides intelligent product recommendations based on project requirements, compliance, norms, and sustainability standards. It also supports real-time collaboration and stakeholder feedback, along with simulations of different lighting, weather, and time-of-day conditions. A mobile application further enables floor-plan creation, tile placement, and order management.

RuleBuddy Plan Assist - The AutoCAD embedded rule checking software

RuleBuddy PlanAssist is a compliance-checking application built on the AutoCAD OEM platform, addressed to architects, small practices and citizens rather than to authorities. Users draw inside a lightweight, branded CAD interface while their work is checked in real time against the same codified rule base underlying CivitPERMIT, with violations surfaced directly on the drawing. Its social significance is bundling CAD and compliance for parties who couldn't otherwise afford either. Its commercial significance is a direct relationship with individual professionals and a rule base embedded inside the drawing workflow itself.

4.4 Specialist Services

Alongside the platforms, the Company provides specialist engineering services which generate revenue in their own right and frequently serve as the entry point for a subsequent platform sale.

Service line	Scope
BIM Services	Three-dimensional compliance modelling, clash detection, model-based approval support, and conversion of legacy drawings into model-based assets.
GIS Services	Urban planning support, zoning and land-use analysis, spatial validation, and integration of spatial data with permitting and infrastructure systems
AI Services	Predictive analytics, compliance intelligence, document analysis and bespoke automation built on the Company's domain models.
Implementation and professional services	Configuration, data migration, systems integration and change management for large government deployments.

BIM and GIS services revenue grew 18.6% during FY 2025-26

4.5 Product vision

Civit.AI — artificial intelligence for the AECO lifecycle

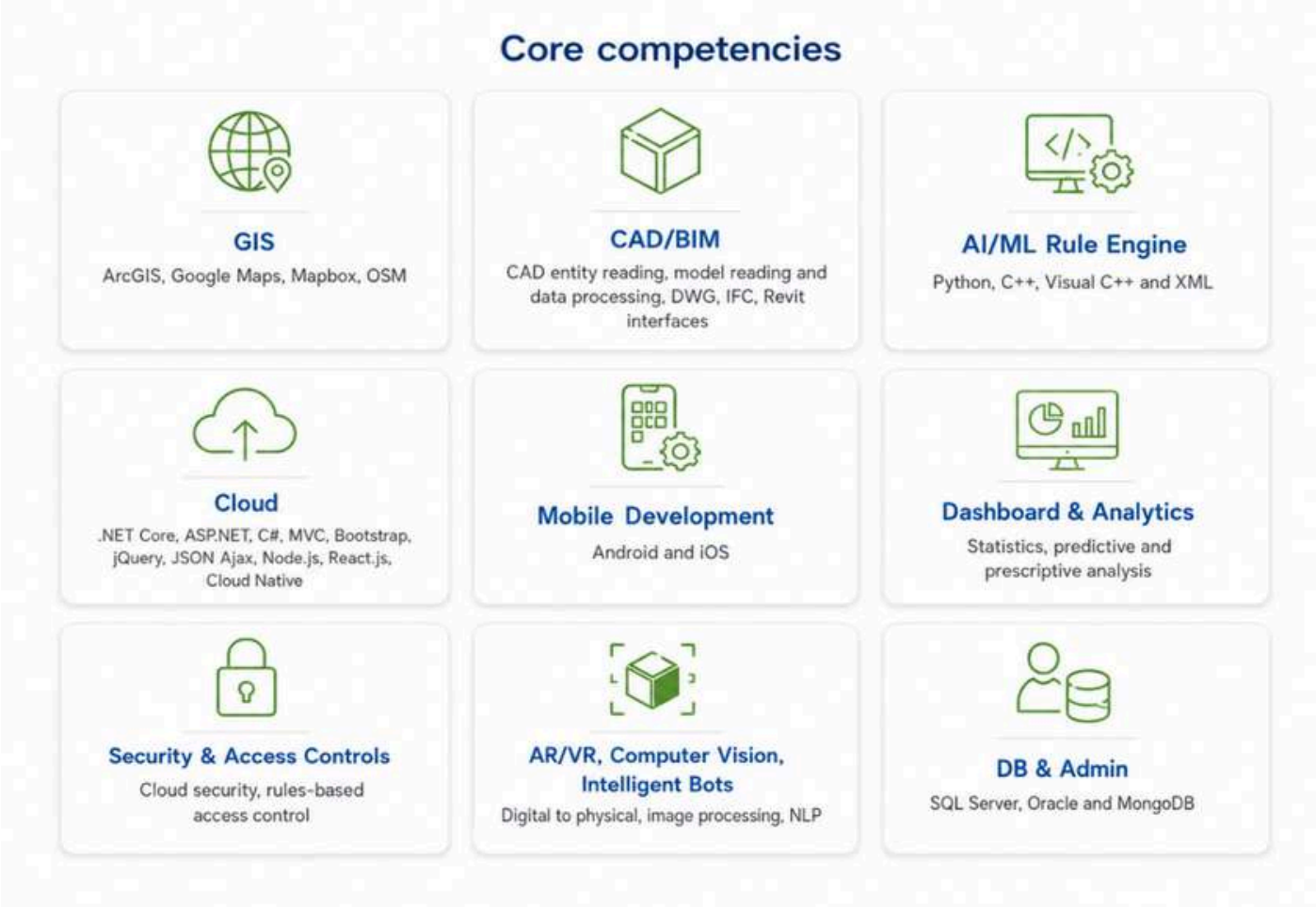
Civit.AI is intended as the intelligence core across the whole lifecycle, purpose-built for the AECO domain and trained on the Company's regulatory and project data rather than on general text.

CivitMETAVERSE — immersive digital twins for Industry 5.0

CivitMETAVERSE extends the Company's capability into immersive collaboration and operations: virtual walkthroughs of regulatory-compliant BIM models, AR-based design approvals and immersive training for the AECO industry; 3D city digital twins for urban simulation, traffic optimisation, energy planning and climate resilience modelling; and cross-industry applications in manufacturing, real estate, logistics and utilities.

4.6 Technology capabilities

SoftTech's technology capabilities span the full digital engineering stack, including cloud-native development, mobile applications, analytics, security, AI/ML rule engines, CAD/BIM, GIS, AR/VR, computer vision, databases and administration. This broad competency base enables the Company to design, integrate and scale domain-specific platforms across construction, infrastructure and government ecosystems.



Technology	Application	Products principally affected
Generative AI and Machine Learning	Automated scrutiny of plans, compliance validation, prediction of permit timelines, intelligent document analysis, workflow automation and fraud detection.	CivitAI, CivitPERMIT, CivitPLAN, CivitTWIN, RuleBuddy PlanAssist
Building Information Modelling	Three-dimensional compliance checking, clash detection, model-based approval of building permits.	CivitPLAN, CivitPERMIT (BIMDCR lineage)
Geographic Information Systems	Zoning validation, spatial analysis, infrastructure mapping, urban planning support.	CivitPERMIT, CivitINFRA, CivitPLAN
Digital Twin	Operational optimisation in the post-occupancy stage covering energy, water and HVAC; asset lifecycle management; ESG monitoring.	CivitSUSTAIN, CivitTWIN, CivitMETAVERSE
Blockchain	Secure document trail, tamper-evident audit logs, provenance of transferable development rights.	CivitTDRx, CivitPERMIT
Augmented and virtual reality	Virtual site inspection, immersive design review, stakeholder engagement and training.	CivitMETAVERSE, CivitINFRA
Internet of Things	Real-time sensor data layered onto three-dimensional environments for live infrastructure performance monitoring.	CivitSUSTAIN, CivitMETAVERSE

4.7 Information security and intellectual property



The Company holds building plans, ownership records and approval histories for a substantial share of India's urban built environment, and increasingly for international jurisdictions. Information security is therefore a first-order operational obligation rather than a support function. The Company operates under CMMI Maturity Level 5 (Development) certification and is ISO-certified, and management reports continuing investment in cloud-native platforms, cybersecurity frameworks and data-privacy compliance aligned with international standards.

4.8 Investments in technology and talent

Management has identified four areas of continuing investment.

- AI-first research and development — Investment in AI-driven regulation codification and predictive analytics to establish CivitAI as the intelligence core across the AECO lifecycle.
- Digital twins and metaverse — Development of metaverse-ready planning and immersive digital twin solutions enabling collaborative real-time simulation for smart cities, infrastructure and green buildings.
- Next-generation infrastructure — Cloud-native platforms, cybersecurity frameworks and data-privacy compliance aligned with international standards.

5. Business Model and Strategy

5.1 Evolution of the business model

Management characterises the Company's commercial history in four phases. The first three are historical; the fourth is forward-looking.

Phase	Period	Characteristics
Product era	Foundational years	Built a portfolio of standalone software products, including AutoDCR for building-plan scrutiny, BIM-based compliance tools and e-governance solutions for municipal authorities. The business was largely driven by licence-based products and project implementations, while establishing deep domain expertise, government relationships and market credibility.
Platform Consolidation	Transition period	Began bringing previously independent products onto the integrated Civit platform, supported by a common data and intelligence architecture. The business progressively shifted toward recurring and SaaS-based models while expanding its organisational and market presence internationally.
Platform-led growth	Current strategic phase	Marked a broader transition from product-led offerings toward platform-led, recurring-revenue businesses. CivitTWIN and CivitTDRx moved into commercial deployment, while CivitMETAVERSE and CivitSUSTAIN progressed from development into market opportunities. Greater emphasis was placed on productisation, recurring usage and improved operating efficiency.
Future trajectory	Going forward	Focused on increasing the contribution of recurring and pay-per-use models, extending Civit platforms across domestic and international markets, and progressively introducing subscription-led commercial models across the portfolio. The emphasis is on scalable platforms, deeper adoption and long-term recurring relationships.

5.2 Revenue model

SoftTech monetises the Civit Suite through several distinct revenue streams. The relative weight of these streams is the single most important driver of the Company's margin profile, cash generation and revenue predictability, and the deliberate rebalancing between them is the substance of the strategic shift described throughout this report.

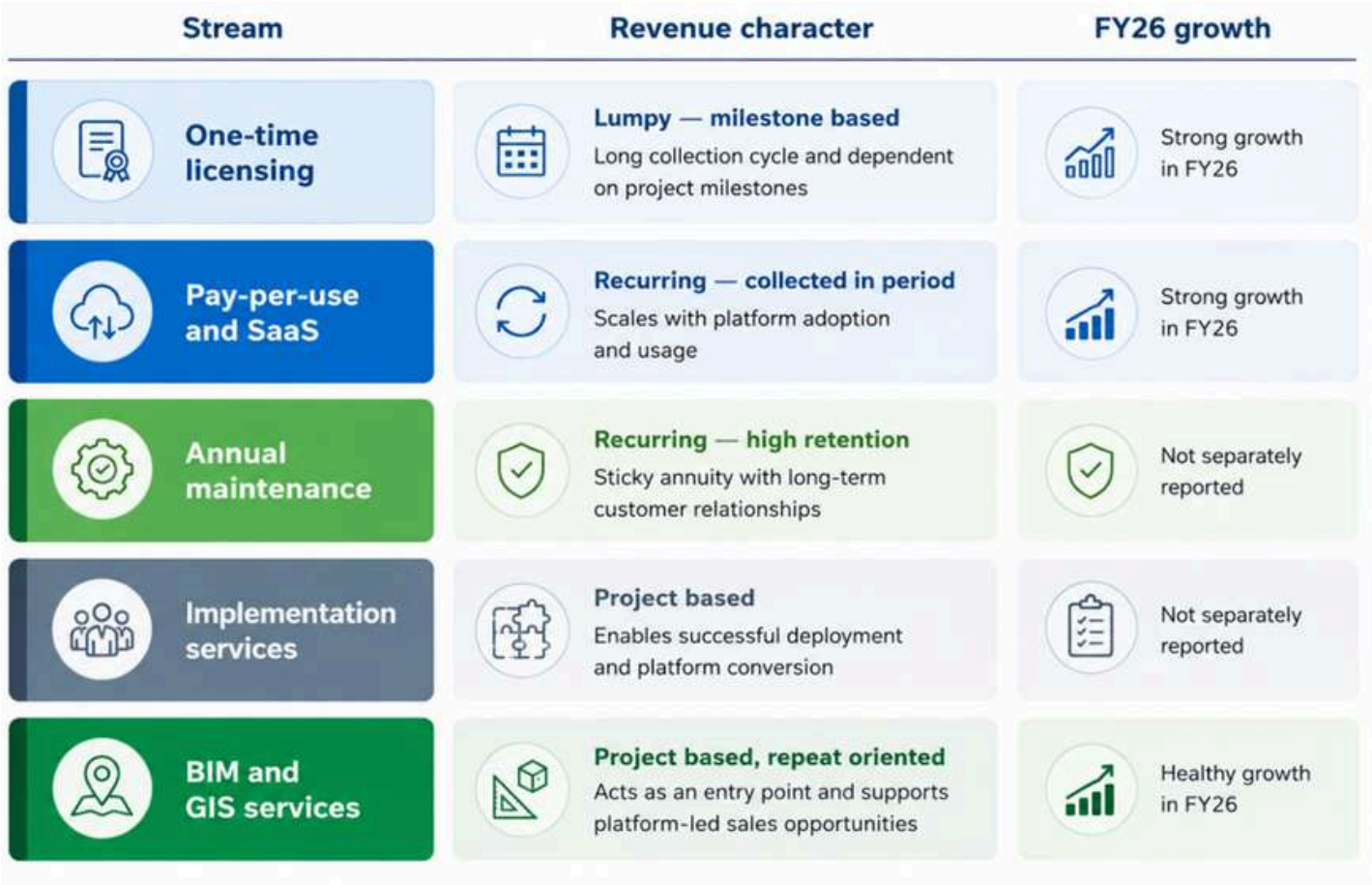
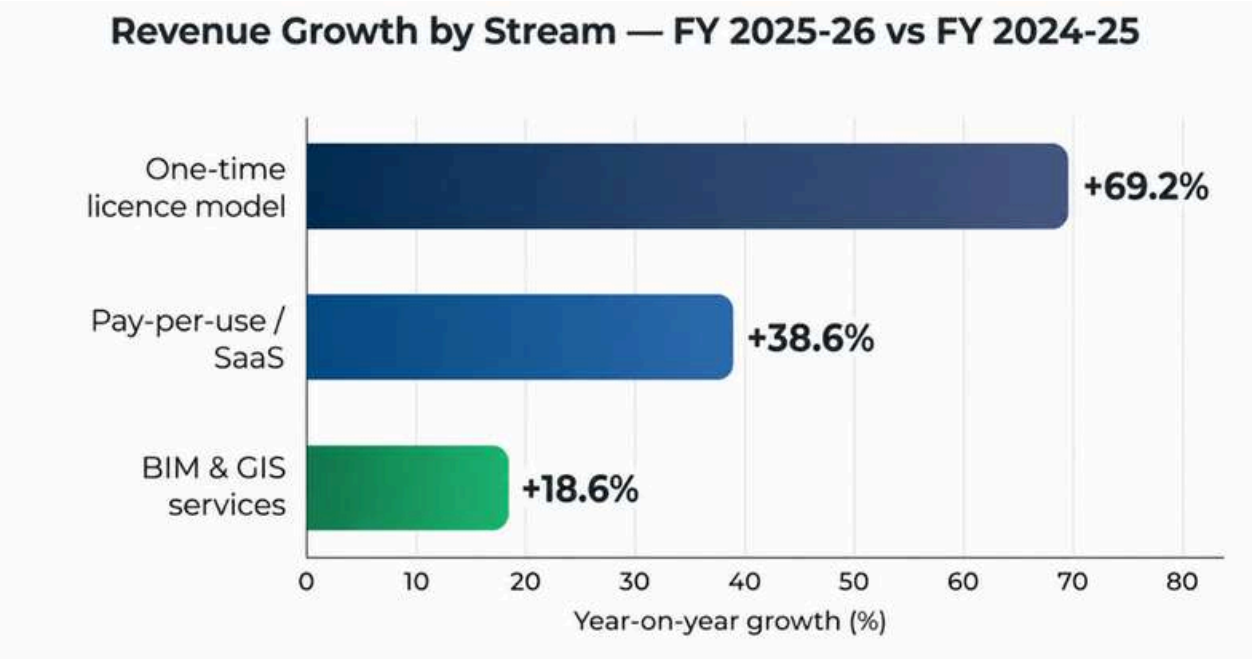


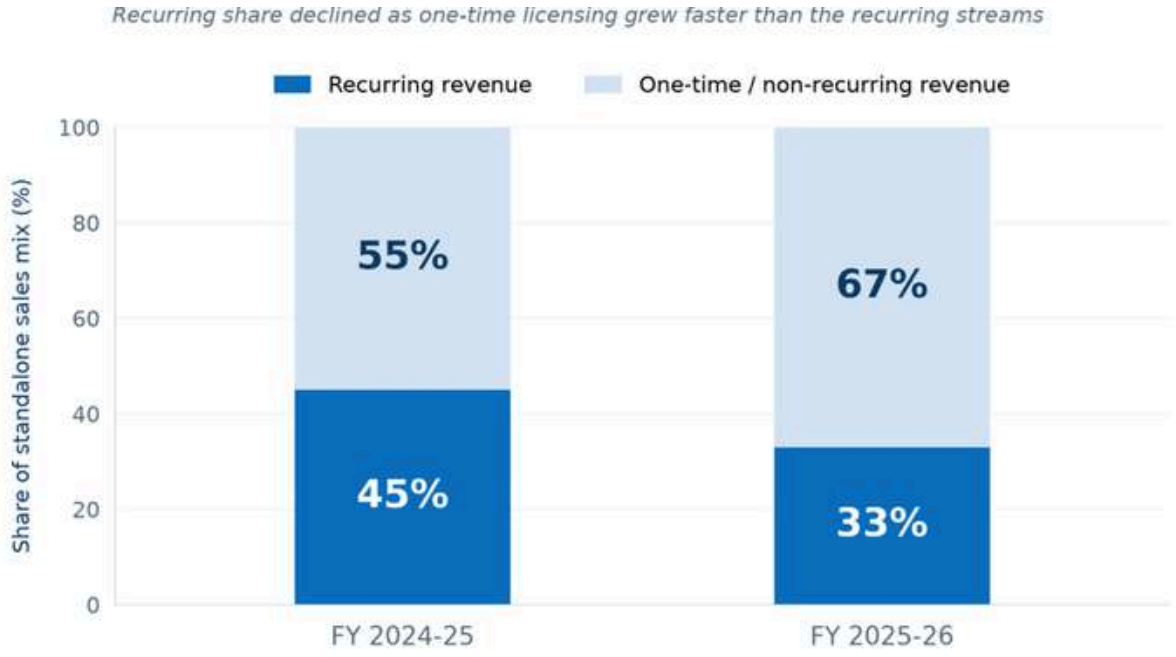
Table 7: Revenue streams and their characteristics

Stream	Description	Revenue character
One-time licensing	Perpetual or term licence granted on procurement, typically to a state government or urban local body.	Lumpy; recognised on milestones; long collection cycle.
Pay-per-use / transactional	Charged per permit, per plan validated or per transaction executed on the platform.	Recurring; collected in-period; scales with platform activity.
SaaS subscriptions	Periodic subscription for hosted access to Civit platforms.	Recurring and predictable annuity.
Annual maintenance contracts	Ongoing support, updates and regulatory rule maintenance for deployed systems.	Recurring; high retention; sticky.
Implementation and professional services	Configuration, data migration, integration and change management for large deployments.	Project-based; supports licence and SaaS conversion.
BIM and GIS Services	Specialist engineering services — 3D compliance modelling, clash detection, spatial validation and urban planning support.	Project-based, repeat-oriented.



The disclosed FY 2024-25 mix — 52% licensing, 25% pay-per-use and SaaS, and 21% annual maintenance — provides the base against which the FY 2025-26 mix of 64% licensing, 25% pay-per-use and SaaS, and 9% annual maintenance should be read. The movement over the year is therefore a twelve-percentage-point expansion in the one-time licensing share and a twelve-percentage-point contraction in the annual maintenance share, with the pay-per-use and SaaS share unchanged at 25%.

Why the revenue mix matters

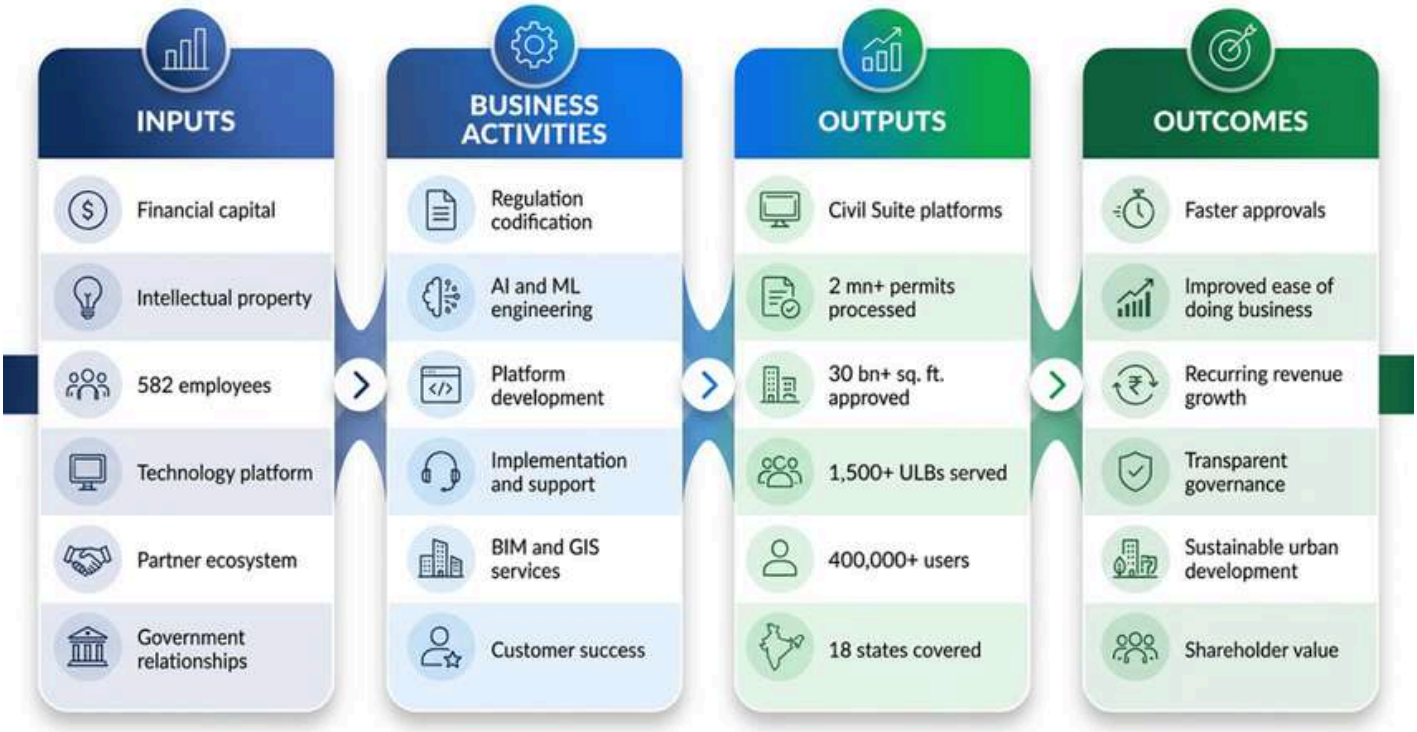


Recurring revenue reduces the Company's dependence on winning new procurement each year, shortens the collection cycle, and — because the marginal cost of an additional transaction on a deployed platform is low — carries a higher incremental margin than implementation revenue. Management reports that recurring revenue accounted for 33% of the standalone sales mix during FY 2025-26, against 45% in FY 2024-25.

The recurring share therefore fell during the year. It fell because one-time licensing grew faster than the recurring streams, not because recurring revenue contracted: applying the disclosed mix percentages to standalone revenue, recurring revenue was broadly stable in absolute terms at approximately Rs. 42 crore in both years, while total revenue grew 37%. The strategic objective remains to raise the recurring share to 50% of total sales, and the FY 2025-26 movement runs counter to that objective for the year. Management's stated expectation is that the shift resumes as pay-per-use volumes build on platforms deployed under the licences won during the year.

5.3 Value creation model

The Company's value creation model describes how its capitals are deployed through its activities to generate outputs and, ultimately, outcomes for its stakeholders.



Stakeholder	Value delivered
Governments and urban local bodies	Transparent, rule-based and auditable approval processes; measurable reduction in approval timelines; improved ease-of-doing-business performance; reduced discretion and consequent reduction in process risk.
Developers and contractors	Faster and more predictable approvals; lower cost of compliance; integrated dashboards for project execution; reduced rework arising from objection and resubmission cycles.
Architects, consultants and citizens	Self-service compliance tools that make regulations legible without specialist intermediation; faster response cycles; access for small practices to capabilities previously available only to large firms.
Employees	Employment for 582 people as at 31 March 2026; structured learning and development; specialist career paths in AI, BIM, GIS and regulatory engineering.
Shareholders and investors	Growth in revenue and profit; an increasing proportion of predictable recurring revenue; improved working-capital efficiency; a business model with structurally high barriers to entry.
Communities	Faster delivery of housing and infrastructure; more sustainable urban development through embedded green-code compliance and net-zero tooling; digital records that improve accountability in urban governance.
Technology partners	Domain-specific application layer that extends the reach of partner platforms into regulated public-sector workflows.

5.4 The three-horizon strategic framework

Management has articulated its long-term strategy through a three-horizon framework, which provides a structured means of balancing near-term operational discipline against long-term platform and geographic expansion.



Horizon 1 — Execute and stabilise

Horizon 1 concerns the operational foundation: delivering superior customer outcomes, improving project execution, optimising working capital, maintaining cost discipline and reinforcing governance through robust reporting frameworks and performance management. The reduction in the cash conversion cycle to 169 days during FY 2025-26 is the clearest evidence that this horizon is being executed. The improvement in employee cost as a proportion of revenue — from 26% in FY 2024-25 to 21% in FY 2025-26 — is a second indicator.

Horizon 2 — Platform leadership

Horizon 2 concerns establishing the Civit suite as an integrated, AI-first platform for the AECO ecosystem. Its components are the creation of a unified technology architecture through shared CivitCore components, the embedding of artificial intelligence across products and business operations, the commercialisation of next-generation solutions including CivitTWIN, CivitTDRx and CivitAI, and a continuing increase in the proportion of recurring and subscription-based revenue. The commercial launch of CivitTWIN and CivitTDRx during FY 2025-26, and the movement of CivitMETAVERSE and CivitSUSTAIN from research and development to order stage, represent material progress against this horizon.

Horizon 3 — Scale growth

Horizon 3 concerns expansion into high-value domestic and international markets, leveraging digital twin, AI and smart-infrastructure capabilities to address large-scale infrastructure projects across airports, ports, highways and urban development. Execution is intended to be capital-efficient, relying on strategic technology partnerships and partner-led go-to-market models rather than on the direct establishment of large overseas sales organisations.

5.5 Strategic priorities for FY 2026-27



6. Growth and Market Expansion

6.1 Geographic presence

International operations moved from proof-of-concept to revenue generation during FY 2025-26. The Company now operates through subsidiaries in five countries in addition to its Indian base.



6.2 Strategic alliances

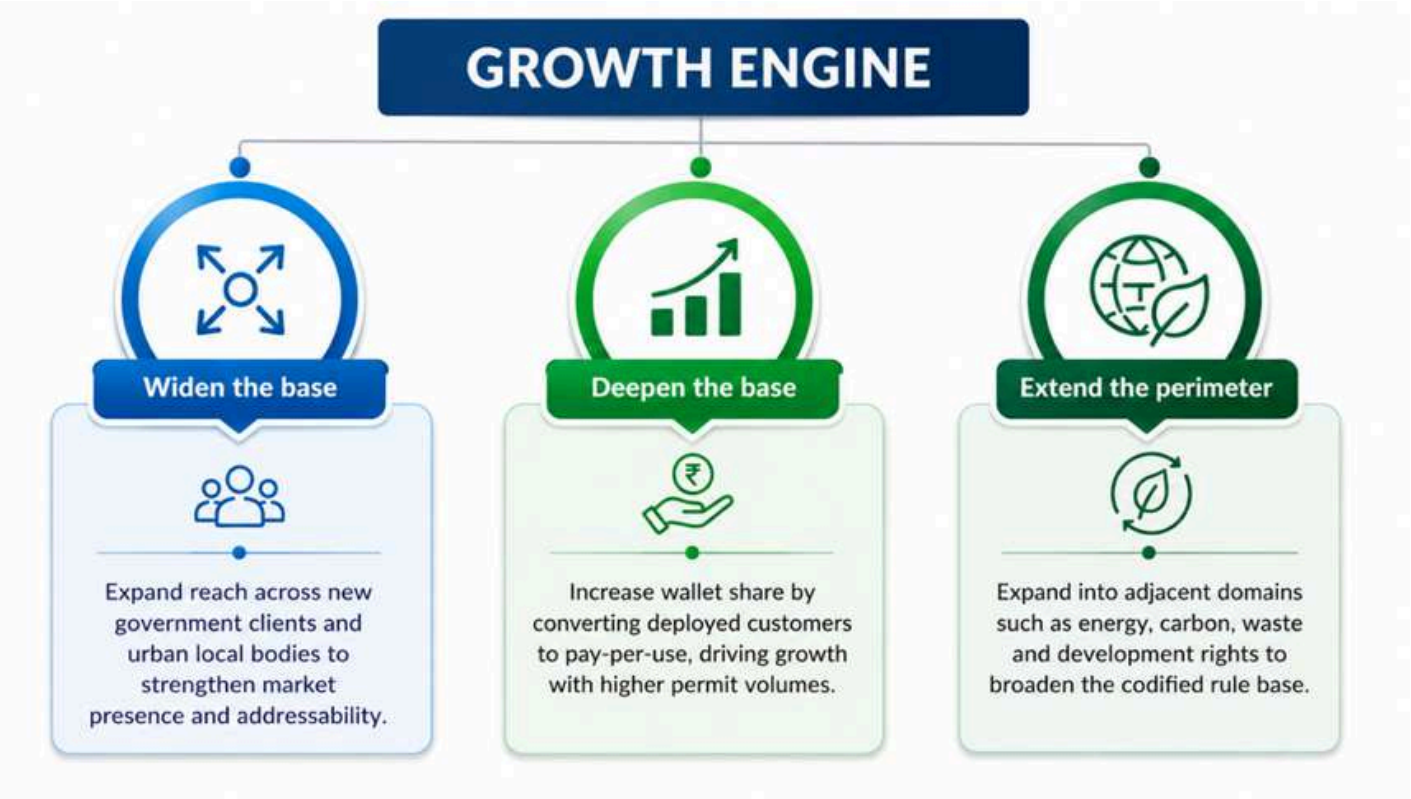
The Company's partner ecosystem provides reach without proportionate fixed cost and is central to the capital-efficiency of the Horizon 3 expansion strategy.



7. Opportunities, Challenges and Risk Management

7.1 Opportunities

Management identifies three distinct levers of growth. They differ materially in their capital intensity: widening the base requires new sales effort, deepening it requires almost none, and extending the perimeter requires codification investment ahead of revenue.



Domestic penetration of unserved authorities

The Company serves more than 1,500 cities and urban local bodies across 18 states. India has substantially more than 4,000 statutory urban local bodies and 28 states. The unserved remainder — principally smaller tier-two and tier-three authorities — represents the largest single addressable opportunity, and one for which the marginal cost of service is falling as the platform moves to SaaS delivery. Management has set a target of adding more than 300 new government clients.

Transaction volume growth within existing deployments

Where the Company has migrated a customer to a pay-per-use model, revenue grows with the volume of permits processed rather than requiring a new sale. Given projected construction growth of approximately 12% compound annually in India and the volume implications of PMAY-U 2.0, the installed base is itself a growth asset. This is the most capital-efficient growth available to the Company and explains management's emphasis on converting the base to transaction models.

Extension of the compliance perimeter

Historically the regulated perimeter covered zoning, setbacks, fire safety and structural provisions. It is extending to energy performance, embodied carbon, construction waste and water. Each extension enlarges the rule base the Company codifies and creates a new product surface — the commercial logic behind CivitSUSTAIN. The global green building market projected at USD 900-960 billion by 2030 is the addressable market for this extension.

Adjacent regulatory instruments

CivitTDRx applies the Company's competence to development rights; the NHEV initiative applies it to electric-vehicle charging infrastructure approvals. Each demonstrates that the underlying capability transfers to adjacent regulatory domains. Optionality of this kind is not the same as realised revenue, but it materially widens the range of markets the Company can address without rebuilding its core.

International markets

Germany, the United States, the Middle East and South-East Asia are the four markets in which the Company has established presence.

Partner-led distribution

The alliance with Autodesk, Esri, Dassault, SAP and Microsoft, provides reach without proportionate fixed cost.

7.2 Challenges

Government procurement and payment cycles

This is the Company's most material commercial exposure. Public-sector customers procure on extended timelines subject to budgetary and political cycles and pay on schedules that the vendor does not control. Days sales outstanding of 260 days quantifies the consequence. A high-interest-rate environment or a fiscal consolidation that reduces state or municipal capital expenditure would compress both new procurement and payment velocity.

Competitive intensity in AI-led compliance

New entrants applying general-purpose AI to compliance workflows do not currently possess the regulatory dataset or the deployment relationships the Company has accumulated. The threat is not that they replicate the dataset, but that improvements in general-purpose reasoning reduce the value of holding one. The Company's countermeasure is to apply artificial intelligence to its own dataset first.

Talent attraction and retention

The specialist combination the Company requires — engineers who understand both building regulation and machine learning — is scarce and is being bid for by better-capitalised employers.

Concentration risk

The Company's revenue is concentrated in a single customer type (government), a single geography (India) and a single regulatory domain (construction permitting). Each concentration is being actively reduced.

8. Financial Performance Review

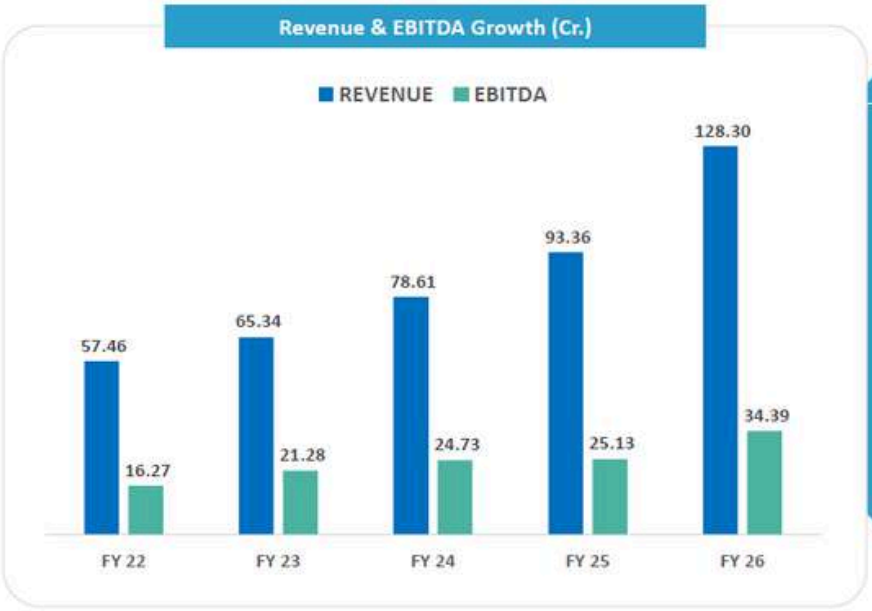
8.1 Performance at a glance

Financial Year 2025-26 was a year of broad-based improvement for the Company, with revenue reaching Rs. 128.30 Cr, EBITDA at Rs. 34.39 Cr and PAT at Rs. 9.58 Cr. Growth was not limited to the top line alone — the quality of revenue also improved, with SaaS and pay-per-use income contributing Rs. 31.72 Cr and the cash conversion cycle shortening to 169 days.
This improvement in revenue quality reflects a deliberate shift towards recurring, transaction-led income streams rather than one-time project billing. The Company's growth is also well supported going forward, with a confirmed order book of Rs. 231.99 Cr and a pipeline of Rs. 436.23 Cr, alongside cumulative order wins of Rs. 143.20 Cr during the year. Together, these results demonstrate that FY26 growth was achieved with improving profitability, stronger cash discipline, and clear visibility into future revenue.



8.2 Revenue

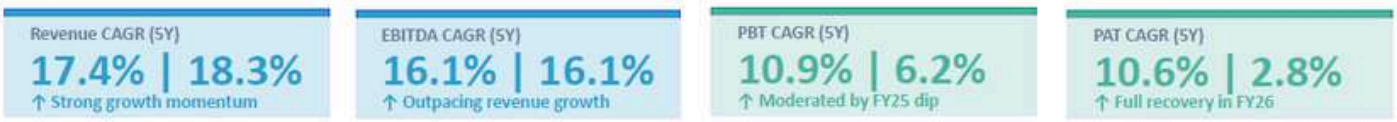
The Company has delivered consistent revenue and EBITDA growth over the past five years, with revenue rising from Rs. 57.46 Cr in FY22 to Rs. 128.30 Cr in FY26. FY26 was a particularly strong year, with revenue growing 37.4% over FY25 (from Rs. 93.3 Cr to Rs. 128.3 Cr) and EBITDA growing 36.9% (from Rs. 25.1 Cr to Rs. 34.4 Cr). Importantly, this growth has been accompanied by margin stability, with EBITDA margins held above 27% through the year. This combination of scale expansion and margin discipline reflects the operating leverage inherent in the Company's platform-based business model. The five-year trend underscores a durable, structurally improving growth story rather than a one-off spike in performance.





Financial Performance — From FY 2021-22 to FY 2025-26 (Standalone & Consolidated):

Over the five years from FY 2021-22 to FY 2025-26, the Company has recorded a revenue CAGR of 17.4% on a standalone basis and 18.3% on a consolidated basis, reflecting sustained demand for its offerings. EBITDA has grown even faster, at a CAGR of 16.1% on both bases, outpacing revenue growth and pointing to improving operational efficiency and scale benefits. FY25 saw a temporary moderation in profitability, with PBT and PAT margins compressing to 6.5% and 4.4% respectively on a standalone basis, largely on account of transitional pressures during the year. FY26 marked a strong and complete recovery, with standalone PBT rising to Rs. 12.99 Cr and PAT to Rs. 9.57 Cr — the highest levels recorded in the five-year period. This rebound, with PBT and PAT indices reaching their highest points in the series, confirms that the FY25 dip was transient and that the underlying quality of the business remains strong.



STANDALONE

YEAR	REVENUE	EBITDA	EBITDA %	PBT	PBT %	PAT	PAT %
FY 22	57.46	16.27	28.3%	7.74	13.5%	5.78	10.1%
FY 23	65.34	21.28	32.6%	8.61	13.2%	5.80	8.9%
FY 24	78.61	24.73	31.5%	9.36	11.9%	6.97	8.9%
FY 25	93.36	25.13	26.9%	6.03	6.5%	4.14	4.4%
FY 26	128.30	34.39	26.8%	12.99	10.1%	9.57	7.5%

CONSOLIDATED

YEAR	REVENUE	EBITDA	EBIDTA %	PBT	PBT %	PAT	PAT %
FY 22	57.46	15.26	26.6%	6.61	11.5%	4.65	8.1%
FY 23	65.40	19.38	29.6%	6.43	9.8%	3.62	5.5%
FY 24	78.78	21.35	27.1%	5.64	7.2%	3.32	4.2%
FY 25	95.25	22.27	23.4%	3.27	3.4%	1.33	1.4%
FY 26	132.90	32.19	24.2%	8.93	6.7%	5.33	4.0%

Robust Top-Line Growth

Revenue CAGR of 17.4% over 5 years reflects consistent demand. EBITDA at 16.1% CAGR outpaces revenue — signalling improving operational efficiency and scale benefits.

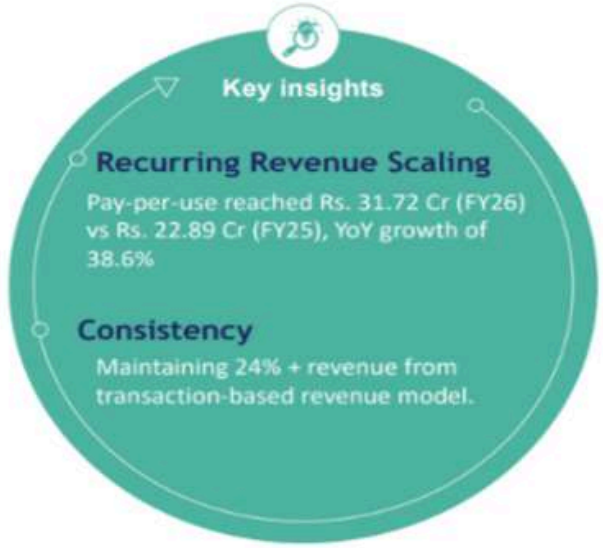
FY 2025-26: Record Rebound

PBT and PAT indices of 2.15x and 2.31x in standalone and 2.73x and 4.00x in Consolidated are the highest in the series — confirming FY25 stress was transient and business quality remains strong.

Cash Flow Performance — SaaS / Pay-per-use Revenue

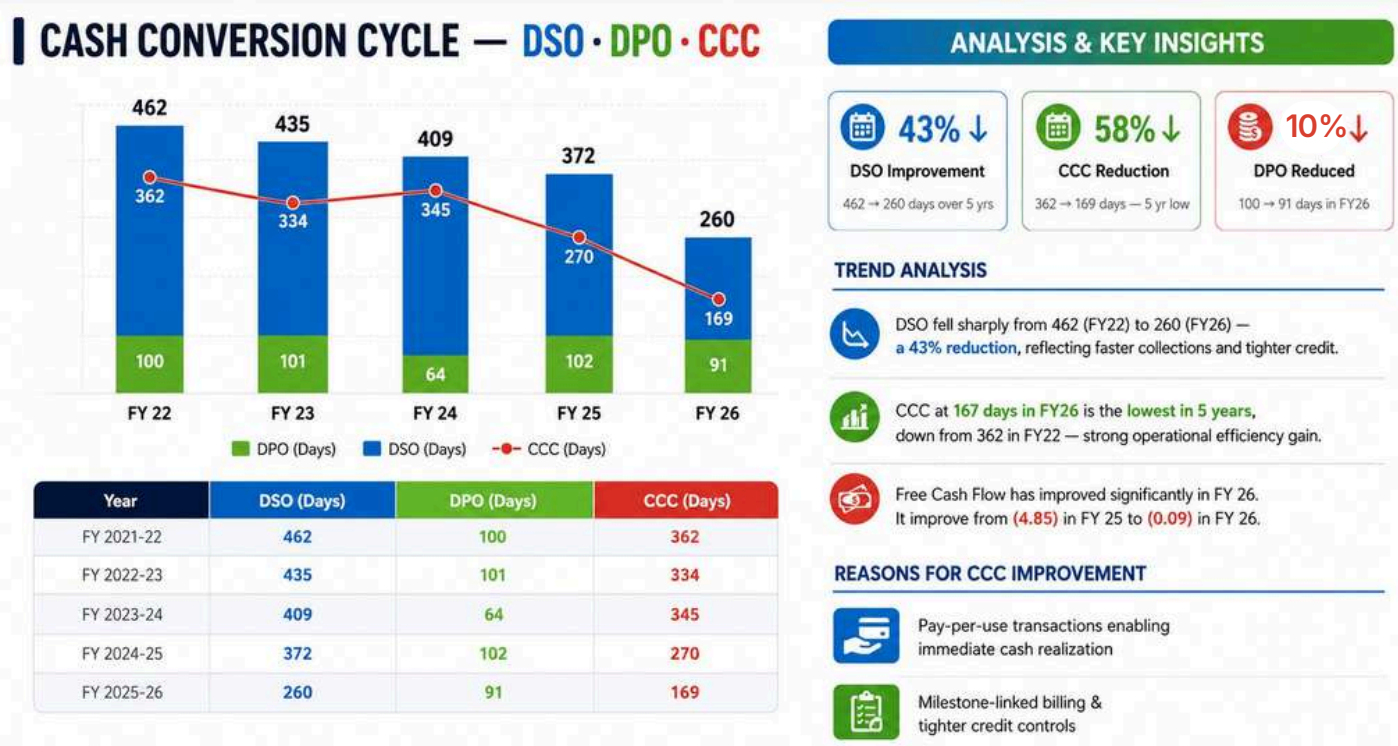
Pay-per-use revenue has grown consistently over the past five years, from Rs. 11.75 Cr in FY22 to Rs. 31.72 Cr in FY26, representing a five-year CAGR of 22%. This stream grew 38.6% in FY26 alone, rising from Rs. 22.89 Cr in FY25, and has consistently contributed more than 25% of the Company's total revenue. The steady scaling of this recurring, transaction-based revenue base reflects growing adoption of the Company's SaaS and platform offerings by its customers. As this revenue stream continues to grow as a proportion of the overall business, it is expected to bring greater predictability and resilience to the Company's earnings profile. This trend is a key pillar of the Company's broader strategic shift from a project-based model towards a platform-led, recurring-revenue business.





8.3 Working capital and cash generation

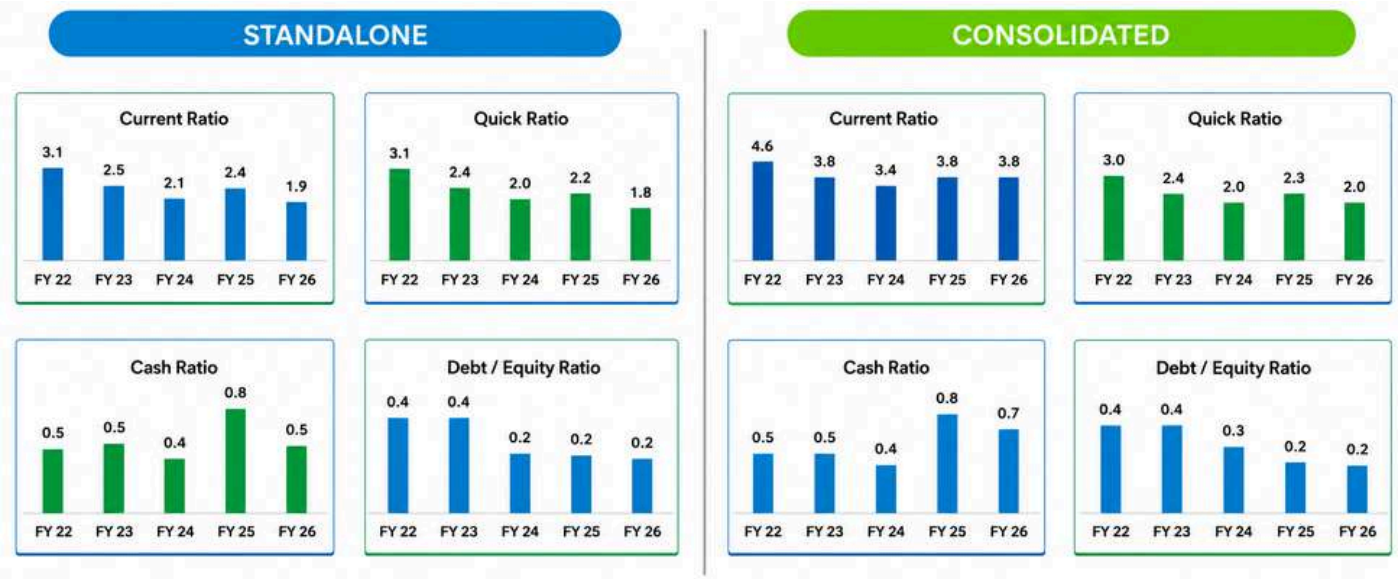
The Company has made significant progress in improving its working capital efficiency over the past five years, with Days Sales Outstanding (DSO) falling by 43%, from 462 days in FY22 to 260 days in FY26. This improvement in collections, combined with a more moderate change in Days Payable Outstanding (down 100 days / 10%, from 102 to 91 days), has driven the Cash Conversion Cycle down to 169 days in FY26 — its lowest level in five years and a 58% reduction from FY22. As a result, free cash flow improved markedly during the year, moving from Rs. (4.85) Cr in FY25 to Rs. (0.09) Cr in FY26. This improvement has been driven primarily by the growing share of pay-per-use transactions, which enable more immediate cash realisation, along with milestone-linked billing and tighter credit controls. Continued reduction in the cash conversion cycle remains a stated priority for the Company going into FY27, with a target of bringing DSO below 200 days.



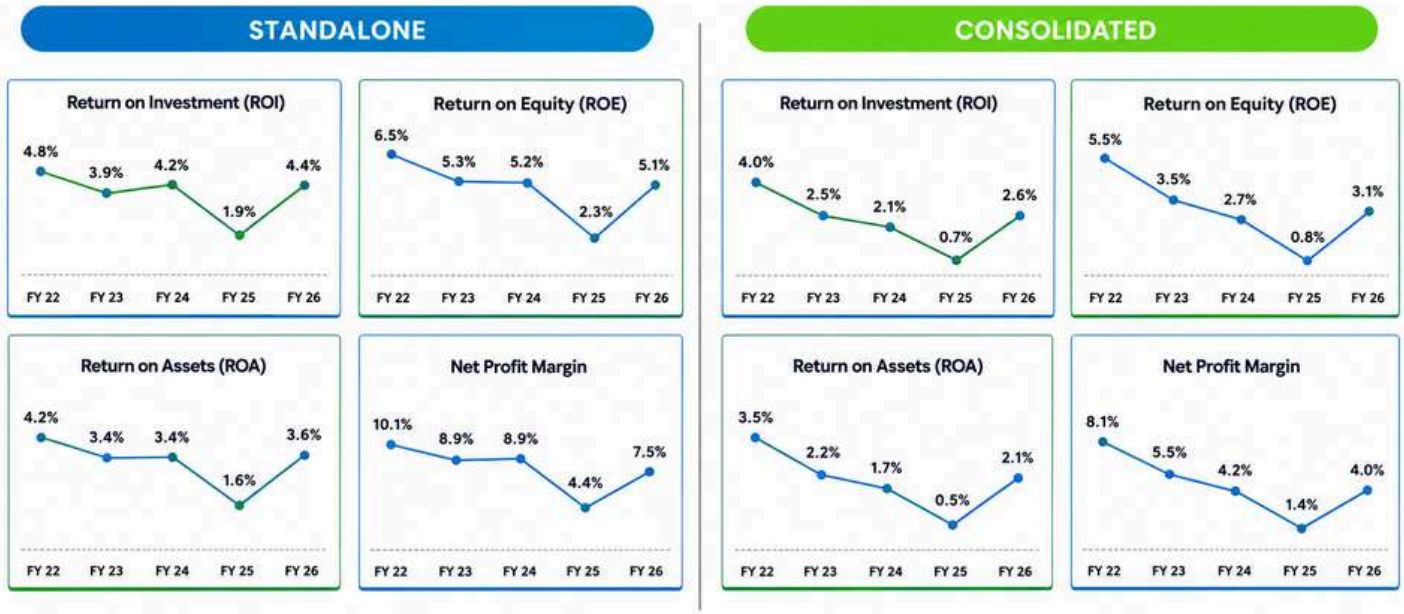
Year	DSO (Days)	DPO (Days)	CCC (Days)
FY 2021-22	462	100	362
FY 2022-23	435	101	334
FY 2023-24	409	64	345
FY 2024-25	372	102	270
FY 2025-26	260	91	169

8.4 Capital management and financial ratios

The Company's liquidity position remains sound, with the standalone current ratio at 1.9 and the quick ratio at 1.8 in FY26, comfortably above the levels typically required to meet short-term obligations. While these ratios have moderated gradually over the five-year period — from 3.1 in FY22 — this reflects more efficient deployment of working capital rather than any strain on liquidity. The Company's debt/equity ratio has improved steadily over the same period, declining from 0.4 in FY22 to 0.2 in FY26, indicating reduced reliance on external borrowings. On a consolidated basis, liquidity remains stronger still, with a current ratio of 3.8 in FY26, reflecting the additional cash and current assets held at the group level. Overall, the balance sheet reflects a conservative capital structure that supports the Company's continued investment in platform development and expansion.



Return metrics followed the same pattern seen in profitability, dipping through FY24 and FY25 before recovering strongly in FY26. Standalone Return on Equity recovered from 2.3% in FY25 to 5.1% in FY26, while Return on Investment improved from 1.9% to 4.4% over the same period. Standalone Net Profit Margin similarly rebounded from 4.4% in FY25 to 7.5% in FY26, reflecting the broader profitability recovery discussed elsewhere in this report. Consolidated return ratios moved in the same direction, with Return on Equity improving from 0.8% to 3.1% and Net Profit Margin from 1.4% to 4.0%. This across-the-board recovery in return ratios reinforces that FY26 represents a genuine turnaround in the Company's ability to generate returns for shareholders, rather than a revenue-led improvement alone.



9. How We Create Value Beyond Financials

9.1 Human Capital

The Company had 582 employees as at 31 March 2026, against 530 as at 31 March 2025 — a net increase of 52, or 9.8%. Headcount growth was concentrated in the two largest technical functions: implementation grew by 25 people to 315, and development grew by 21 people to 165. Together these two functions account for 82.5% of total headcount.

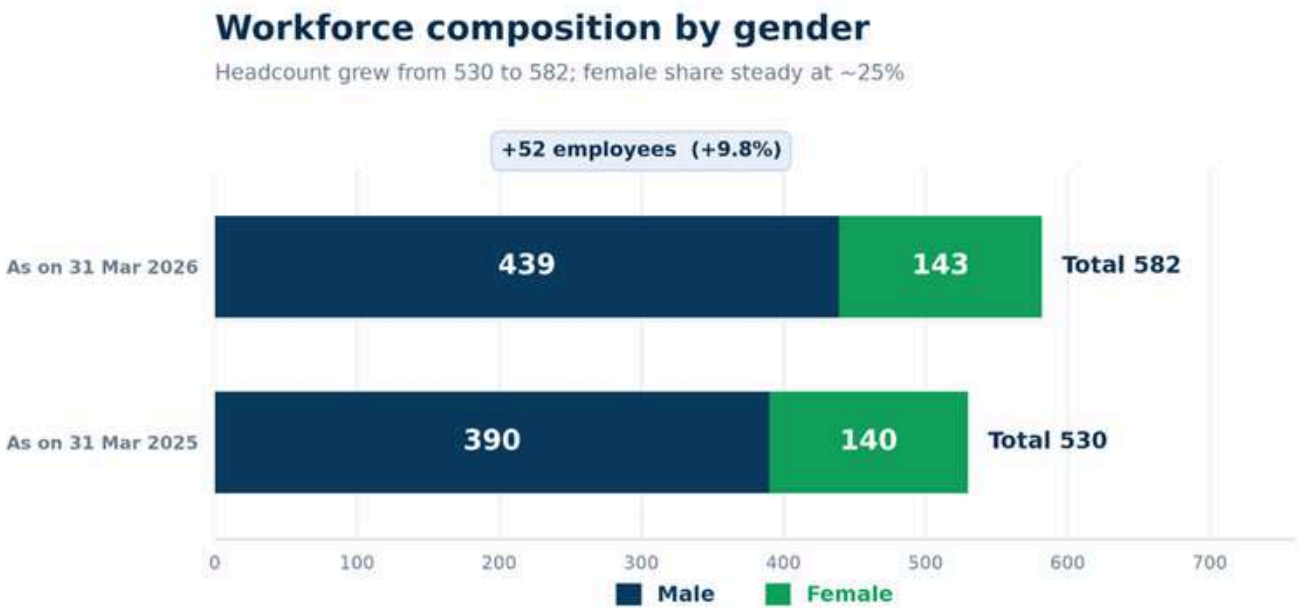
Table 18: Headcount by function

Function	As at 31 Mar 2026	As at 31 Mar 2025	Change
Management	10	13	-3
Implementation, Support, L2 Support	315	290	+25
Development	165	145	+20
QC and QA	30	27	+3
Sales, Pre-sales	20	16	+4
Marketing	5	5	-
Finance and accounts	8	7	+1
Admin, Purchase	8	8	-
IT Support	9	9	-
HR	10	8	+2
Total	582	530	+52



9.2 Diversity and inclusion

The Company is committed to fostering an employee-friendly, inclusive and respectful workplace where every employee feels valued, supported and empowered to contribute. It promotes equal employment and career-development opportunities for all genders, ensuring fairness and non-discrimination in recruitment, compensation, training, performance evaluation, promotions and leadership opportunities. The Company encourages diversity of backgrounds, perspectives and experiences while maintaining a workplace free from discrimination, harassment and bias. As at 31 March 2026 the Company employed 439 men and 143 women, a ratio of 3.06 to 1. As at 31 March 2025 the corresponding figures were 390 and 140, a ratio of 2.79 to 1. Women therefore constituted 24.6% of the workforce at the end of FY 2025-26, against 26.4% a year earlier.



This is a decline in the proportion of women in the workforce, notwithstanding an absolute increase of three. Of the 52 net additions during the year, 49 were men and 3 were women. The Company operates a Women in Tech programme with targeted leadership roles and states a focus on increasing global workforce diversity; on the FY 2025-26 numbers, that programme did not offset the composition effect of hiring concentrated in implementation and development roles. The Board considers it appropriate to state this directly rather than to present the absolute increase alone.

Table 19: Workforce composition by gender

As at	Male	Female	Total	Women as % of total
31 March 2026	439	143	582	24.6%
31 March 2025	390	140	530	26.4%
Change	+49	+3	+52	–1.8 pts

9.3 Engagement, retention and development

Management's stated approach is to develop retention strategies for critical roles and high-potential employees, and to identify skill gaps and create structured training, upskilling and reskilling plans aligned with business needs. Management reports that attrition is maintained at industry-competitive levels through employee stock option participation, flexible working and leadership mentoring, and that employee engagement and workplace culture are tracked through regular pulse surveys. The underlying data has not been supplied.

9.4 Health, safety and wellbeing

All employees are insured or covered under insurance in accordance with internal policies and applicable compliance requirements. As a software development and services organisation operating from office premises, the Company's occupational health and safety exposure is materially lower than in the construction industry it serves. Its principal safety obligations relate to workplace safety at its own premises, the safety of employees deployed at client and site locations for implementation and inspection work, and compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

9.5 ESG and sustainability

SoftTech's sustainability position has an unusual characteristic: the Company's environmental impact arises far more from what its products enable than from what its own operations consume. A software company operating from offices has a modest direct footprint. A platform that eliminates paper from two million building permits, that models the energy performance of buildings before they are constructed, and that embeds green-code compliance into the approval process itself, has an enabled impact of a different order.

Environment

- Carbon footprint mitigation — Paperless permitting platforms and SaaS delivery models displace physical document handling and the associated transport and storage.
- Energy and water management — Digital twin simulation for energy and water modelling in the post-occupancy phase through CivitSUSTAIN.
- Waste reduction — Net-zero roadmaps and construction waste management system capability within CivitSUSTAIN.
- Disaster resilience — Fire prevention and disaster management solutions built on digital twin technology.

10. Outlook and Way Forward

The Company enters FY 2026-27 with a confirmed order book of Rs. 231.99 crore, representing approximately 1.7 times FY 2025-26 revenue, and a qualified pipeline of Rs. 436.23 crore.

Management's stated focus for the year ahead falls into three areas. Operationally, the priority is to sustain the improvement in working-capital efficiency, targeting days sales outstanding below 200 days and continued reduction in the cash conversion cycle, while progressing profit after tax toward double-digit growth. Commercially, the priority is to convert the CivitTWIN letter of intent from the Brihanmumbai Municipal Corporation into full deployment, to scale CivitTDRx beyond Mumbai, to close at least two major CivitBUILD transactions in the Middle East, and to establish Germany as a flagship international market. Structurally, the priority is to resume the mix shift toward recurring revenue, targeting a 10-15% annual increase in the share of pay-per-use revenue and progressing toward 50% recurring revenue as a proportion of total sales.

- SaaS expansion into major cities and international markets.
- Deepening global alliances with Autodesk, Dassault and Esri.
- Scaling the AI, metaverse and ESG product lines from first orders into repeatable revenue.
- Increasing the recurring revenue share, with a stated ambition of 30%+ growth in that share over the next three years.

Each of the Company's seven Civit platforms enters FY27 with demonstrated traction from the year gone by and a clearly defined priority for the year ahead. CivitPERMIT/CivitPLAN secured a Gujarat order and launched in Germany during FY26, and the Company intends to expand its India pipeline while making Germany a flagship market. CivitINFRA was launched with the Airports Authority of India and built a strong local pipeline, with FY27 priorities focused on expanding into airports, ports, highways and railways. CivitBUILD, CivitSUSTAIN, CivitMETAVERSE, CivitTWIN and CivitTDRx each achieved similar milestones during the year — from Middle East traction and a Mitsubishi order to the Metawolf order and the Mumbai TDR launch — and each carries a specific growth target for FY27, ranging from geographic expansion to increasing transaction volumes. This platform-by-platform roadmap illustrates that the Company's growth strategy is built on a portfolio of businesses at different stages of maturity, each with a defined path to scale.

Business focus areas

SoftTech's next phase of growth will focus on expanding from individual software products into scalable, interconnected platforms serving the built environment, infrastructure and urban-management sectors. The Company will pursue three principal business focus areas.

1. Scaling the Existing Platform Portfolio

The Company intends to expand the platforms represented by CivitTWIN, CivitTDR and CivitMETAVERSE, including the AI Permit Twin, Development Rights Transaction and Manufacturing & Industrial platforms. The focus will be on converting initial deployments and market traction into reusable modules, reference implementations and repeatable rollouts.

The AI Permit Twin platform will be expanded across authorities and international markets, building on experience in Mumbai and Germany. CivitTDR will target replication across additional cities and states through transaction-based and platform-charge models. CivitMETAVERSE will support enterprise deployments, digital-factory experiences and configurable industrial solutions. Product integration, common architecture and SaaS, pay-per-use and transaction-linked revenue models will remain central to this expansion.



2. Large-Scale Digital Twin Projects

SoftTech plans to pursue large-scale Digital Twin opportunities across sectors such as ports, highways, airports, industrial areas and other complex infrastructure assets. These projects require the integration of BIM, GIS, IoT, artificial intelligence, asset information and operational workflows into a unified decision-support environment.

The Company will focus on practical use cases covering planning, construction monitoring, asset management, operational efficiency, maintenance, safety and risk management. SoftTech can participate as the domain and application-platform partner, complementing established engineering, geospatial, cloud and sensor technologies. Alliance-led participation with technology providers, engineering consultants and system integrators will enable the Company to address larger and more complex opportunities.



3. Introduction of CivitCity

The Company proposes to introduce CivitCity, an AI-based city-management platform designed to provide a unified operational and decision-intelligence layer for urban authorities. The platform will bring together city data, GIS, Digital Twins, regulatory workflows, infrastructure systems and existing departmental applications without requiring authorities to replace their current technology investments.

CivitCity will initially focus on high-value urban use cases such as road excavation management, water and non-revenue-water monitoring, flood and fire-risk assessment, infrastructure maintenance, development-plan implementation and city asset management. Its modular architecture will allow authorities to begin with priority use cases and progressively expand towards an integrated city-management environment.



Way Forward

Execution will centre on strengthening product architecture, security and interoperability; developing reference deployments; building strategic alliances; and adopting scalable, cash-efficient commercial models. Together, these initiatives are expected to broaden SoftTech's position from a regulatory-technology provider into an integrated platform company serving construction, infrastructure, industrial and urban-management markets.

Appendix A —Source Register

A.1 External sources cited

Ref	Source	Reference
E-1	International Monetary Fund — World Economic Outlook	https://www.imf.org/en/Publications/WEO%20;%20https:/data.imf.org/en/Data-Explorer
E-2	Ministry of Statistics and Programme Implementation / National Statistics Office — First Advance Estimates of GDP, FY 2025-26	https://www.pib.gov.in/PressReleasePage.aspx?PRID=2212087
E3	Government of India — Union Budget 2026-27	https://www.indiabudget.gov.in
E-4	NextMSC — India Construction Market	https://www.nextmsc.com/report/india-construction-market
E-5	ResearchAndMarkets — India Construction Industry Databook	https://www.researchandmarkets.com/reports/5918199/india-construction-industry-databook-market
E-6	The Business Research Company / ResearchAndMarkets — Construction Market Report 2026	https://www.researchandmarkets.com/reports/5939618/construction-market-report
E-7	Gartner — Global IT Spending Forecast 2026	https://www.gartner.com/en/newsroom/press-releases
E-8	Oxford Economics — Global infrastructure outlook	https://www.oxfordeconomics.com
E-9	World Green Building Council — Sustainable and affordable housing	https://worldgbc.org/article/sustainable-and-affordable-housing/
E-10	CII – Knight Frank — Affordable housing shortage projection	Reported in The Economic Times, article ID 115960911
E-11	Ministry of Housing and Urban Affairs — Smart Cities Mission dashboard	https://smartcities.gov.in
E-12	Ministry of Housing and Urban Affairs — AMRUT 2.0	https://mohua.gov.in
E-13	Pradhan Mantri Awas Yojana – Urban	https://pmay-urban.gov.in
E-14	World Bank — Doing Business reports	https://www.doingbusiness.org
E-15	NASSCOM — Annual Strategic Review 2026	https://nasscom.in/knowledge-center/publications
E-16	IDC — Technology spend forecast 2026	https://www.idc.com

VERIFICATION NOTE ON EXTERNAL SOURCES

The external sources listed above are those cited in the draft MD&A supplied by the Company. Each citation, each figure attributed to it and each URL should be independently verified against the current publication before this report is issued, since market-research figures are frequently revised between editions and URLs change.

Two citations in the source material carry query-string artefacts indicating they were retrieved through a third-party tool rather than directly from the publisher. These should be replaced with canonical publisher URLs. See Appendix C, item C-13.

Appendix B — Abbreviations

Abbreviation	Expansion
AECO	Architecture, Engineering, Construction and Operations
AAI	Airports Authority of India
AGM	Annual General Meeting
AI	Artificial Intelligence
AMC	Annual Maintenance Contract
AMRUT	Atal Mission for Rejuvenation and Urban Transformation
AOC	Annexure to the Companies (Accounts) Rules
AR / VR	Augmented Reality / Virtual Reality
BIM	Building Information Modelling
BMC	Brihanmumbai Municipal Corporation
BRSR	Business Responsibility and Sustainability Report
BSE	BSE Limited
CAD	Computer-Aided Design
CAGR	Compound Annual Growth Rate
CCC	Cash Conversion Cycle
CIN	Corporate Identity Number
CMMI	Capability Maturity Model Integration

Abbreviation	Expansion
CSR	Corporate Social Responsibility
CWMS	Construction Waste Management System
DDA	Delhi Development Authority
DPDP	Digital Personal Data Protection Act, 2023
DSO	Days Sales Outstanding
EBITDA	Earnings Before Interest, Tax, Depreciation and Amortisation
ECL	Expected Credit Loss
EGM	Extraordinary General Meeting
EoDB	Ease of Doing Business
ERP	Enterprise Resource Planning
ESG	Environmental, Social and Governance
ESOP	Employee Stock Option Plan
EV	Electric Vehicle
FY	Financial Year (1 April to 31 March)
GDP	Gross Domestic Product
GDPR	General Data Protection Regulation
GIS	Geographic Information System
GVA	Gross Value Added
HVAC	Heating, Ventilation and Air Conditioning
IoT	Internet of Things
JNPA	Jawaharlal Nehru Port Authority
LODR	Listing Obligations and Disclosure Requirements
MD&A	Management Discussion and Analysis
MIDC	Maharashtra Industrial Development Corporation

Abbreviation	Expansion
MITL	Maharashtra Industrial Township Limited
ML	Machine Learning
MoHUA	Ministry of Housing and Urban Affairs
MoSPI	Ministry of Statistics and Programme Implementation
NHEV	National Highways for Electric Vehicles
NIP	National Infrastructure Pipeline
NSE	National Stock Exchange of India Limited
PAT	Profit After Tax
PBT	Profit Before Tax
PMAY-U	Pradhan Mantri Awas Yojana – Urban
RERA	Real Estate (Regulation and Development) Act, 2016
ROE	Return on Equity
Saas	Software as a Service
SDG	Sustainable Development Goal (United Nations)
SEBI	Securities and Exchange Board of India
SEL	SoftTech Engineers Limited
TDR	Transferable Development Rights
ULB	Urban Local Body
YoY	Year-on-Year

Approval

This Management Discussion and Analysis Report forms Annexure A to the Board's Report of SoftTech Engineers Limited for the financial year ended 31 March 2026.

For and on behalf of the Board of Directors of

SoftTech Engineers Limited
Vijay Gupta
Chairman, Managing Director and CEO
DIN: 01653314

Date: August 12, 2026
Place: Pune

ANNEXURE – B of the Board's Report

Particulars of Contract/Arrangement with Related Parties in Form AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and
Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis

The Company has not entered into contracts or arrangements or transactions with related parties during the FY 2025-26 which are not at arm's length basis. Details of transactions are mentioned in financial statements of the Company for FY 2025-26 annexed to Boards Report.

2. Details of material contracts or arrangement or transactions at arm's length basis

The Company has not entered into any material contracts or arrangements or transaction with related parties during FY 2025-26.

For and on behalf of the Board of Directors
SOFTTECH ENGINEERS LIMITED

sd/-
Vijay Gupta
Chairman & Managing Director
Din: 01653314

Date: August 12, 2026
Place: Pune

ANNEXURE C of the Board's Report

Disclosure with respect to the Employee Stock Option Scheme of the Company

THE DISCLOSURES IN COMPLIANCE WITH CLAUSE 14 SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021

Sr. No.	Particulars	SoftTech ESOP 2017
1.	Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013 (18 of 2013) including the 'Guidance note on accounting for employee share-based payments' issued in that regard from time to time.	Reference to Note no 15a(g) of Standalone Financials Statement.
2.	Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by Central Government or any other relevant accounting standards as issued from time to time.	Reference to Note no 15a(g) of Standalone Financials Statement.
3.	**Description of each Employee Stock Option Scheme (ESOS) that existed at any time during the year, including the general terms and conditions of each ESOS, including -**	
a.	Date of shareholders' approval	22.09.2017
b.	Total number of options approved under ESOS	1,40,000
c.	Vesting requirements	All the options shall vest in accordance with schedule set out in grant letter
d.	Exercise price or pricing formula	The Board or Nomination and Remuneration committee decides Exercise price at the time of grant.
e.	Maximum term of options granted	5 years from the date of grant
f.	Source of shares (primary, secondary or combination)	Primary
g.	Variation in terms of options	NIL
4.	Method used to account for ESOS - Intrinsic or fair value	Intrinsic
5.	Where the company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this	Reference to Note no. 15a (g) of notes to accounts of Standalone Financials Statement.

	difference on profits and on EPS of the company shall also be disclosed.		
6.	Option movement during the year (For each ESOP):		
a.	Number of options outstanding at the beginning of the period		60,000
b.	Number of options granted during the year		NIL
c.	Number of options forfeited / lapsed during the year		NIL
d.	Number of options vested during the year		35,000
	Number of options exercised during the year		35,000
e.	Number of shares arising as a result of exercise of options		35,000
f.	Money realized by exercise of options (INR), if scheme is implemented directly by the company		3,50,000
g.	Loan repaid by the Trust during the year from exercise price received		Not Applicable
h.	Number of options outstanding at the end of the year		25,000
i.	Number of options exercisable at the end of the year		NIL
7. i.	**Weighted average fair value of options granted during the year whose**		
	A	Exercise price is equals to market price	NIL
	B	Exercise price is greater than market price	NIL
	C	Exercise price is lesser than market price	NIL
ii.	**Weighted average exercise price of options granted during the year whose**		
	A	Exercise price is equals to market price	No
	B	Exercise price is greater than market price	No
	C	Exercise price is lesser than market price	Yes
8.	**Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to -**		NIL
a.	Senior Managerial Personnel		Kamal Agarwal- Chief Financial Officer (Resigned on September 16, 2025) - 10,000 options Pratik Patel- Whole-time Director- 25,000 options
b.	any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year		NIL
c.	identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant		NIL
9.	**A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:**		

a.	the weighted-average values of share price, exercise price, expected volatility, expected option life, expected dividends, the risk-free interest rate and any other inputs to the model	Reference to Note no 15a-g) of Standalone Financials Statement.
b.	the method used and the assumptions made to incorporate the effects of expected early exercise	Not applicable
c.	how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility	Not applicable
d.	whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition	Not applicable
10.	Disclosures in respect of grants made in three years prior to IPO under each ESOS Until all options granted in the three years prior to the IPO have been exercised or have lapsed, disclosures of the information specified above in respect of such options shall also be made	The Company has approved the 'SoftTech Employees Stock Option Plan 2017' in the Annual General Meeting held for the Financial Year ended 31st March, 2017, which was later ratified in the AGM dated 28th September, 2018 and 30th September, 2019. Current disclosure is with respect to SoftTech ESOP 2017 which was approved before IPO. No other scheme was in force in the Company prior to the Initial Public Offering of shares.

For and on behalf of the Board of Directors
SOFTTECH ENGINEERS LIMITED

sd/-
Vijay Gupta
Chairman & Managing Director
Din: 01653314

Date: August 12, 2026
Place: Pune

Enclosures:

1. ESOP Compliance Certificate received from DTSM & Associates, Company Secretaries is attached as **Annexure-1**

ANNEXURE-1 to ESOP Annexure

COMPLIANCE CERTIFICATE

[Pursuant to Regulation 13 of the Securities Exchange Board of India

(Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

To,
The Members
SoftTech Engineers Limited
SoftTech Towers, S NO 1/1A/7 8 15 16 17,
Plot No. BCD 1-Baner, Baner Road,
Baner Gaon, Pune-411045

We, **DTSM & Associates**, **Company Secretaries** in practice, have been appointed as the Secretarial Auditors of **SoftTech Engineers Limited**, bearing **CIN: L30107PN1996PLC016718** (hereinafter referred to as "**the Company**") having its registered office at S. No. 1/1A/7 8 15 16 17 Plot No. BCD 1-Baner, SoftTech Towers, Baner Road, Pune-411045 vide a resolution passed at its Annual General Meeting held on September 26, 2025 for five years commencing from Financial Year 2025-26. This certificate is issued under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "**the Regulations**'), for the **year ended March 31, 2026.**

Management Responsibility:

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Verification:

The Company has implemented SoftTech Employees Stock Option Plan 2017 ("**SOFTTECH ESOP 2017**") in accordance with the Regulations and the resolutions passed by the members at the General Meetings of the Company held:

a) on September 22, 2017 to approve the Scheme SOFTTECH ESOP 2017;

b) on September 28, 2018 to ratify the SOFTTECH ESOP 2017 to give effect to the Bonus issue in the ratio 1:1 on February 6, 2018, consequently total Stock Options under this plan increased from 70,000 to 1,40,000;

c) on September 30, 2019 to ratify the incorrect disclosure made in the Prospectus/Red Herring Prospectus.

For the purpose of verifying the compliance of the Regulations, we have examined the following:

1. SOFTTECH ESOP 2017 Scheme received from the Company, as amended from time to time;

2. Articles of Association of the Company;

3. Minutes of the Board meetings dated August 21, 2017, August 31, 2018 and May 27, 2022;

4. Minutes of the General meetings of shareholders of the Company dated September 22, 2017, September 28, 2018 and September 30, 2019;

5. Resolution passed by circulation by Nomination and Remuneration Committee dated September 13, 2022;

6. Detailed terms and conditions of the scheme as approved by Compensation Committee;

7. Exercise Price/ Pricing formula;

8. Relevant Accounting Standards as prescribed by the Central Government;

9. Statement filed with recognised Stock Exchange(s) in accordance with Regulation 10 of these Regulations. We note that the Company has obtained in principle approval for 1,40,000 equity shares. However, the in principle approval from BSE is less by 1,266 equity shares;

10. Disclosure by the Board of Directors;

11. Relevant provisions of the Regulations, Companies Act, 2013 and Rules made thereunder;

12. Relevant documents/ filing/ records/ information made available to us and the explanations provided by the Company.

Certification:

In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its Officers, we certify that the Company has implemented the **SoftTech Employees Stock Option Plan 2017** ("SOFTTECH ESOP 2017") in accordance with the applicable provisions of the Regulations and Resolutions of the Company passed in the General Meetings.

Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.

2. Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.

3. We have conducted the review in accordance with the applicable Auditing Standards CSAS-1 to CSAS-4 (CSAS) issued by the Institute of Company Secretaries of India (ICSI). These Standards require that the Auditor comply with statutory and regulatory requirements and plans and performs the review to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

4. Due to the inherent limitations of review including internal, financial and operating controls, there is an unavoidable risk that some material misstatements or material non-compliances may not be detected, even though the review is properly planned and performed in accordance with the CSAS.

5. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

6. This certificate is solely for your information and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

For DTSM & Associates
Company Secretaries

Sd/-
Devesh Tudekar
Partner

FCS No: 5712
C P No: 2506
Peer Review No: 7297/2025
UDIN: F005712H001083800

Place: Pune
Date: August 12, 2026

ANNEXURE – D of the Boards Report

Form No. MR-3

Secretarial Audit Report

For the Financial Year Ended March 31, 2026

Pursuant to section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014
&
Pursuant to Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

To,
The Members,
SoftTech Engineers Limited
SoftTech Towers, S NO 1/1A/7 8 15 16 17,
Plot No. BCD 1-Baner, Baner Road,
Baner Gaon, Pune-411045

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SoftTech Engineers Limited** bearing **CIN: L30107PN1996PLC016718** (hereinafter referred to as the "**Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering **the financial year ended on March 31, 2026** complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for **the financial year ended on March 31, 2026** ("audit period") according to the provisions of:

i. The Companies Act, 2013, as amended from time to time ("the Act") and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 and the rules made there under;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, wherever applicable;

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):

   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   c. The Securities and Exchange Board of India (Depositories and Participants Regulations), 2018;

   d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

   e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client;

   f. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(not applicable during the audit period)**;

   g. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(not applicable during the audit period)**;

   h. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(not applicable during the audit period)**;

   i. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulation 2021 **(not applicable to during the audit period).**

vi. The management has identified and confirmed the compliances of the following laws as specifically applicable to the Company:

   a. The Indian Copyright Act, 1957;

   b. The Patents Act, 1970;

   c. The Trade Marks Act, 1999 and the rules made thereunder;

   d. The Foreign Trade (Development and Regulation) Act, 1992;

   e. The Information Technology Act, 2000 and the rules made thereunder;

f. The Foreign Trade Policy (EXIM Policy) and procedures thereunder;

g. The Digital Personal Data Protection Act, 2023 (DPDP) and rules framed thereunder.

We have also examined compliance with the applicable clauses and regulations of the following:

i. The Secretarial Standards with respect to meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by 'The Institute of Company Secretaries of India'; and

ii. The Listing Agreement entered into by the Company with Stock Exchange(s) pursuant to The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "Listing Regulations").

During the year under review, the company has complied with the provisions of the Act, rules, regulations, guidelines, standards etc. mentioned above subject to the following observations:

1. *There has been delay in transferring the amounts of unpaid dividend for the Financial Year 2017-18 due to be transferred to Investor Education and Protection Fund (IEPF) pursuant to the provisions of Section 124 of the Act.*

2. *The Annual Performance Report(s) (APR) of the Subsidiaries of the Company viz SoftTech Finland OY, Qi Square Pte Ltd and Softtech Digital Solutions Limited, were not filed under the Foreign Exchange Management (Overseas Investment) Regulations, 2022, read with Reserve Bank Master Direction No. RBI/FED/2024-25/121 FED Master Direction No.15/2024-25 dated July 24, 2024.*

We further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and in case of shorter notice, the meeting is convened with necessary quorum and in the presence of Independent Directors. Further, a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that,

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that,

During the audit period, there were no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. except the following:

i. The Company entered into a Share Purchase Agreement on May 19, 2025 to purchase 100% shares of SoftTech Digital AG ("SoftTech AG"). The Company subscribed to the shares of SoftTech AG and completed the acquisition and investment in month of December, 2025, consequently SoftTech AG has become a wholly-owned subsidiary of the Company.

ii. The Company entered into a Share Purchase Agreement dated September 30, 2025 to purchase 100% of the equity share capital of Eximietas Developer Private Limited ("EDPL") which was terminated on October 17, 2025 to discontinue the acquisition of equity shares.

iii. The Company has allotted 35,000 (Thirty-five thousand) equity shares to its employees under the SoftTech Employee Stock Option Plan 2017 ("SoftTech 2017").

For DTSM & Associates
Company Secretaries

Sd/-
Devesh Tudekar
Partner
FCS No: 5712
C P No: 2506
Peer Review No: 7297/2025
UDIN: F005712H001083228

Place: Pune
Date: August 12, 2026

Note: *This report is to be read with letter of even date by the Secretarial Auditors, which is annexed as* ***Annexure A*** *and forms an integral part of this report.*

Annexure A of Secretarial Audit Report

To,

The Members,

SoftTech Engineers Limited

SoftTech Towers, S NO 1/1A/7 8 15 16 17,

Plot No. BCD 1-Baner, Baner Road,

Baner Gaon, Pune-411045

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards CSAS-1 to CSAS-4 (CSAS) issued by the Institute of Company Secretaries of India (ICSI). These Standards requires that the Auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

3. Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some material misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.

4. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

Methodology

5. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

6. We have relied on the documents and evidence provided physically and through electronic mode.

7. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, etc.

Disclaimer

8. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

9. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

For DTSM & Associates
Company Secretaries

Sd/-
Devesh Tudekar
Partner
FCS No: 5712
C P No: 2506
Peer Review No: 7297/2025
UDIN: F005712H001083228

Place: Pune
Date: August 12, 2026

ANNEXURE E of the Board's Report

CORPORATE GOVERNANCE REPORT

The Company has been practicing the principles of good Corporate Governance over the years.

The directors present below the Company's report on Corporate Governance for the financial Year 2025-26.

1. **STATEMENT ON THE COMPANIES PHILOSOPHY ON CODE OF GOVERNANCE:**

SoftTech Engineers Limited believes in the highest level of accountability towards its stakeholders and actively promotes fair, transparent and ethical Corporate Governance practices. The Company is committed to maintain the highest standards of Corporate Governance and continue to improve the same from time to time. Corporate Governance includes the processes through which company's' objectives are set and pursued in the context of the social, regulatory and market environment. Governance mechanisms include monitoring the actions, policies, practices, and decisions of companies, their agents and affected stakeholders. The Board of Directors, along with its committees, provides leadership and guidance to the management and directs and supervises the performance of the Company, thereby enhancing stakeholders value.

Our Board is constituted in compliance with the provisions of the Companies Act and the SEBI LODR, as applicable. The Management presents before the Board of Directors and its corresponding committees all the reports filed to Stock Exchange from time to time. The Company is listed on main board of NSE and BSE and the Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable to the Company, with regards to corporate governance.

2. **BOARD OF DIRECTORS:**

i. **Composition and Category of Directors:**

The Company's Board of Directors ("Board") embodies diverse expertise, strategic vision, and ethical leadership. With a commitment to accountability, risk management, and effective decision-making, board members navigate complex issues with clarity and integrity. Strong communication skills foster open dialogue and collaboration, while a dedication to continuous learning ensures adaptability in a dynamic business landscape. Engaged and committed, the Board upholds the organization's mission, guiding it towards sustainable success and fulfilling its responsibilities to shareholders and stakeholders alike.

The Chairman of the Company is an Executive Director.

As on March 31, 2026, Board comprises of 7 (Seven) Directors out of which 3 (Three) Directors are Executive, and 4 (Four) Directors are Non-Executive Independent Directors.

The maximum tenure of the independent directors is in compliance with the Companies Act, 2013. All Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations as amended from time to time and section 149 of the Companies Act, 2013.

As on March 31, 2026, the Composition of the Board of the Company meets the stipulated requirements of Regulation 17 of SEBI LODR Regulation, 2015.

Sr. No.	Category of Directors	Name	Designation
1.	Promoter Executive Directors	Mr. Vijay Gupta	Chairman and Managing Director and CEO
2.		Mrs. Priti Gupta	Whole-time Director
3.	Non-Promoter Executive Director	Mr. Pratik Patel	Whole-time Director
4.	Independent Non-Executive Directors	Mr. Sridhar Pillalamarri	Independent Director
5.		Mr. Sundararajan Srinivasan	Independent Director
6.		Dr. Rakesh Kumar Singh	Independent Director
7.		Mr. Yogeshkumar Mangubhai Desai	Independent Director

ii. **Confirmation from Directors**

All the Directors on the Board of the Company have confirmed that they are not debarred or disqualified from being appointed or continuing to act as Directors of the Company in terms of any order of the Securities and Exchange Board of India ("SEBI"), Ministry of Corporate Affairs ("MCA") or any such statutory authority/ies.

All Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the Listing Regulations read with Section 149(6) of the Companies Act, 2013 ("the Act") along with rules framed thereunder. In terms of Regulation 25(8) of Listing Regulations, they have also confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties as Independent Directors. Based on the declarations received from the Independent Directors, the Board of Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1) (b) of the Listing Regulations and that they are independent of the management and the Company.

iii. **Attendance of Directors at the Board Meetings and Annual General Meeting:**

The Board of Directors is the apex body constituted by shareholders for overseeing the Company's overall functioning. The Board provides and evaluates the Company's strategic direction, management policies and their effectiveness, and ensures that shareholders' long-term interests are being served.

Board meetings are convened at appropriate intervals by giving notice and agenda papers to the Directors in advance. The time gap between two consecutive Board meetings does not exceed 120 days. The Company adheres to the Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings (SS-1).

During the financial year 2025-26, 5 (Five) Board meetings were held. The dates on which the Board Meetings were held during the financial year 2025-26 are as follows: May 26, 2025, August 14, 2025, September 17, 2025, November 13, 2025, and February 12, 2026, the details of attendance of Directors at the board Meetings and at the last Annual General Meeting are as under:

	Particulars of Attendance		
Name of Directors	**No of Meetings Held During the year**	**No of Meetings attended by Director**	**Last Year AGM attended (September 26, 2025)**
Mr. Vijay Gupta	5	5	Yes
Ms. Priti Gupta	5	5	Yes
Mr. Pratik Patel	5	5	Yes
Mr. Sridhar Pillalamarri	5	4	No
Mr. Sundararajan Srinivasan	5	5	Yes
Dr. Rakesh Kumar Singh	5	5	Yes
Mr. Yogeshkumar Mangubhai Desai	5	5	Yes

Notes:

- **Mr. Vijay Gupta (DIN: 01653314)** was appointed as the Managing Director of the Company for a period of 5 (Five) years with effect from February 24, 2020 and the term expired on February 23, 2025 based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and subject to such approval of members he was further appointed for a period of 5 (five) years from the expiry of his present term of office, that is, with effect from February 24, 2025 upto February 23, 2030.

- **Mrs. Priti Gupta (DIN: 01735673)** was appointed as the Whole Time Director of the Company for a period of 5 (Five) years with effect from February 24, 2020 and the term had expired on February 23, 2025, based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and approval of members she was further appointed for period of 5 (five) years from the expiry of her present term of office, that is, with effect from February 24, 2025 upto February 23, 2030.

- **Mr. Pratik Patel (DIN: 08798734)** was appointed as the Whole Time Director of the Company for a period of 5 (Five) years with effect from July 18, 2020 and the term had expired on July 17, 2025 based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and approval of members he was further appointed for period of 5 (five) years from the expiry of his present term of office, that is, with effect from July 18, 2025 upto July 17, 2030.

- **Mr. Sundararajan Srinivasan (DIN: 07936396)** was appointed as an Independent Director of the Company for first term of five consecutive years from July 10, 2020 to July 09, 2025 based on the recommendation of the Nomination and Remuneration

Committee and approval of the Board of Directors of the Company and approval of members by way of Postal Ballot, he was further appointed for a period of 5 (five) years from the expiry of his present term of office, that is, with effect from July 10, 2025 upto July 9, 2030.

- **Mr. Sridhar Pillalamarri (DIN: 00026018)** was appointed as an Non-Executive Director of the Company from March 3, 2018 to March 2, 2023 based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and approval of members he was further appointed as Independent Director of the Company not liable to retire by rotation, for a period of 5 (five) years that is, with effect from March 3, 2023 to March 2, 2028.

- **Mr. Yogeshkumar Mangubhai Desai (DIN: 10501676)** was appointed based on the recommendation of the Nomination and Remuneration Committee, Board of Directors and approval of members by way of postal ballot for a period of as Independent Director of the Company not liable to retire by rotation for a period of 5 (five) years with effect from February 12, 2024 upto February 11, 2029.

- **Dr. Rakesh Kumar Singh (DIN: 02294988)** was appointed as an Independent Director of the Company, not liable to retire by rotation, for a period of 5 (Five) years with effect from August 12, 2022 to August 11, 2027. He is eligible for re-appointment as an Independent Director, and has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director.

  On Recommendation of Nomination & Remuneration Committee and the Board, proposal is made to members of the Company in ensuing AGM for re-appointment of Dr. Rakesh Kumar Singh as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years, i.e. from August 12, 2027 to August 11, 2032.

iv. <u>Details of Directorship and Committee Membership:</u>

In accordance with Regulation 26 of the Listing Regulations, Membership(s) / Chairmanship(s) of only Audit Committees and Stakeholders' Relationship Committees in other Public Limited Companies have been considered as on March 31, 2026.

Name of Directors	Directorship in Indian Public Limited Companies (Including SoftTech)	Committee Positions (Including SoftTech)		Directorship held in other Listed Companies
		Member	Chairman	
Mr. Vijay Gupta	1	2	0	NA
Ms. Priti Gupta	1	0	0	NA
Mr. Pratik Patel	1	0	0	NA
Mr. Sridhar Pillalamarri	1	2	1	NA
Mr. Sundararajan Srinivasan	1	1	0	NA

Dr. Rakesh Kumar Singh	1	2	1	NA
Mr. Yogeshkumar Mangubhai Desai	1	0	0	NA

Regulation 34 read with Schedule V Part C, clause 2 (c) is not required to be complied i.e., separately the names of the listed entities where the person is a director and the category of directorship, as None of the Board of the Directors of the Company is a Director of any other listed entity.

All the Directors have made necessary disclosures regarding Committee positions held by them in other companies and do not hold the office of Director in more than 10 (Ten) public companies as on March 31, 2026. The number of Directorship and Committee Membership and Chairmanship of all Directors are within the respective limits prescribed under the Companies Act, 2013 and the Listing Regulations. Separate Meeting of Independent Directors in compliance with Schedule IV of the Companies Act, 2013 was held during the year.

v. In terms of Regulation 26 of the Listing Regulations, none of the Directors of the Company:
- holds directorships in more than ten public companies;
- serves as Director or as Independent Director in more than seven listed entities

vi. Mr. Vijay Gupta (MD & CEO) and Ms. Priti Gupta, Whole-time Director are related with each other as husband and wife. Except this, none of other Directors are related to each other.

vii. The Company has not issued any convertible instruments. As on March 31, 2026 all the non-executive Directors in the Company are Independent Directors and they do not hold any shares or convertible instrument in the Company.

viii. During the year under review, the Board of Directors of the Company has amended / approved changes in the policies complying with the recent amendments in the Companies Act, 2013 and SEBI Regulations. Accordingly, the updated policies are uploaded on website of the Company at https://softtechglobal.com/

ix. The Board of Directors confirm that, in the opinion of the Board, Independent Directors fulfill the conditions specified in the SEBI LODR Regulations and they are independent of management.

x. The Board periodically reviews the compliance reports of all laws applicable to the Company

xi. During Financial year 2025-26, information as mentioned in Part A of Schedule II of the SEBI Listing Regulations, has been placed before the Board for its consideration

xii. The Company has devised the Policy on Familiarization Programmes for Independent Directors and the same is available on the website of the Company at https://softtechglobal.com/wp-content/uploads/2025/08/The-details-of-familiarization-programme-given-to-the-Independent-Directors.pdf

xiii. Skills / Expertise / Competencies of the Board:

The Board comprises of qualified members who possesses requisite skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees.

The following skills / expertise / competencies have been identified for the effective functioning of the Company and are currently available with the Board:

- Business Leadership
- Financial Skills
- Risk Management
- Global Experience
- Strategic Planning
- Technology
- Corporate Governance
- While all the Board members possess the skills identified, their area of core expertise is given below:

Name of Directors	Business Leadership	Financial Skills	Risk Management	Global Expertise	Strategic Planning	Technology	Corporate Governance
Mr. Vijay Gupta	√	√	√	√	√	√	√
Ms. Priti Gupta	√	√	√		√		√
Mr. Pratik Patel	√	√	√	√	√		√
Mr. Sridhar Pillalamarri	√	√	√	√	√	√	√
Mr. Sundararajan Srinivasan	√	√	√	√	√	√	√
Dr. Rakesh Kumar Singh	√	√	√	√	√	√	√
Mr. Yogeshkumar Mangubhai Desai	√	√	√	√	√	√	√

Note: Each Director may possess varied combinations of skills / expertise within the described set of parameters and it is not necessary that all Directors possess all skills / expertise listed therein.

xiv. Succession planning:

SoftTech philosophy of empowering employees, its industry-leading talent retention, and a decentralized organization structure that devolves executive decision-making across all business units have resulted in a large and deep bench of leadership talent that enables robust succession planning and continuity and consistency in strategy. Succession planning for the top two leadership positions in each business unit is reviewed by senior management. Additionally, heads of business units carry out succession planning for key

functions within their units. Succession planning at senior management levels is reviewed by the Board. Business or unit heads are invited to present on specific topics at Board meetings from time to time, offering an opportunity to the directors to assess their values, competencies, and capabilities.

3. BOARD COMMITTEES

The Committees of the Board are guided by their respective charter/terms of reference, which outline their composition, scope, power, duties/functions and responsibilities. Basis the recommendations, suggestions and observations made by these Committees, the Board of Directors take an informed decision. The Chairperson of the respective Committees update the Board on the deliberations at the Committee meetings.

As on March 31, 2026, there were five Board Committees, namely: (a) Audit Committee (b) Nomination and Remuneration Committee (c) Stakeholders' Relationship Committee (d) Corporate Social Responsibility Committee (e) Risk Management Committee.

The Company Secretary of the Company acts as the Secretary to the abovementioned Committees.

Details of the terms of reference & composition of the Board Committees and the number of meetings held during FY 2025-26 & attendance therein, are provided below:

A) AUDIT COMMITTEE:

Composition, Meetings and Attendance of the Audit Committee:

The Audit Committee meets the criteria laid down under Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations. The Audit Committee comprised of three Independent Directors and one Executive Director.

The representatives of the Statutory Auditors, Internal Auditors, Chief Financial Officer and Company Secretary are permanent invitees to the Audit Committee Meetings.

Details of Audit Committee ('AC') meetings along with presence of quorum are as under:

Sr. No.	Date of meeting	Total no. of Directors in AC as on date of the meeting	Total no. of Directors present	Total no. of Independent Directors present	Presence of Quorum (Yes/No)
1.	May 26, 2025	4	4	3	Yes
2.	August 13, 2025	4	4	3	Yes
3.	September 17, 2025	4	3	2	Yes
4.	November 13, 2025	4	4	3	Yes
5.	February 12, 2026	4	4	3	Yes

Details of attendance of the Directors at the meetings of Audit Committee, are as under:

Sr. No.	Name of the Director	Category	Position in the Committee	Number of meetings held	Number of meetings attended
1.	Mr. Sridhar Pillalamarri	Independent Director	Chairman	5	4
2.	Mr. Sundararajan Srinivasan	Independent Director	Member	5	5
3.	Dr. Rakesh Kumar Singh	Independent Director	Member	5	5
4.	Mr. Vijay Gupta	Managing Director and CEO	Member	5	5

Terms of Reference

The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under SEBI Listing Regulations as amended from time to time and Section 177 of the Companies Act, 2013.

The brief terms of reference of the Audit Committee are as under:

1. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
   - matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
   - changes, if any, in accounting policies and practices and reasons for the same;
   - major accounting entries involving estimates based on the exercise of judgment by management;
   - significant adjustments made in the financial statements arising out of audit findings;
   - compliance with listing and other legal requirements relating to financial statements;
   - disclosure of any related party transactions;

- modified opinion(s) in the draft audit report;

5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the listed entity with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the company.
16. Discussing with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
18. The Audit Committee shall have authority to investigate into any matter in relation to the items specified in section 177(4) of Companies Act 2013 or referred to it by the Board;

19. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
20. To review the functioning of the whistle blower mechanism;
21. Approving the appointment of the Chief Financial Officer (i.e. the whole time finance director or any other person heading the finance function) after assessing the qualifications, experience and background, etc., of the candidate; and;
22. Audit committee shall oversee the vigil mechanism;
23. Audit Committee will facilitate KMP/auditor(s) of the Company to be heard in its meetings;
24. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision
25. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholder
26. Carrying out any other function as is mentioned in the terms of reference of the audit committee or containing into the Companies Act or SEBI Listing Regulations 2015 to the extent applicable.

Review of Information by the Audit Committee:

a) Management discussion and analysis of financial condition and results of operations;
b) Management letters/ letters of internal control weaknesses issued by the statutory auditors;
c) Internal audit reports relating to internal control weaknesses; and
d) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
e) statement of deviations:
   (i) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
   (ii) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7)

B) NOMINATION AND REMUNERATION COMMITTEE:

Composition, Meetings and Attendance of the Nomination and Remuneration Committee:

The Nomination and Remuneration Committee ('NRC') of the Board of Directors meets the criteria laid down under Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations. As on March 31, 2026, NRC comprised of three Independent Directors.

Details of NRC meetings along with presence of quorum are as under:

Sr. No	Date of meeting	Total no. of Directors in NRC as on the date of the meeting	Total no. of Directors present	Total no. of Independent Directors present	Presence of Quorum (Yes/No)
1	May 26, 2025	3	3	3	Yes
2	August 14, 2025	3	3	3	Yes
3	September 17, 2025	3	2	2	Yes

Details of attendance of the Directors at the meetings of the NRC, are as under -

Sr. No	Name of Directors	Category	Position in the Committee	Number of meetings held	Number of meetings attended
1	Mr. Sundararajan Srinivasan	Independent Director	Chairman	3	3
2	Mr. Sridhar Pillalamarri	Independent Director	Member	3	2
3	Dr. Rakesh Kumar Singh	Independent Director	Member	3	3

The Constitution and terms of reference of Nomination and Remuneration Committee of the Company are in compliance with section 178 of the Companies Act, 2013 and the SEBI Listing Regulations.

Terms of Reference:

1. Identify persons who are qualified to become directors and may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.
2. Formulate the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration for directors, KMPs and other employees;
3. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
4. Devising a policy on diversity of Board of Directors;
5. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of independent directors;

6. Determine our Company's policy on specific remuneration package for the Managing Director / Executive Director including pension rights;
7. Recommend to the board, all remuneration, in whatever form, payable to senior management.
8. Determine our Company's policy on specific remuneration package for the Managing Director / Executive Director including pension rights;
9. Define and/or implement the Performance Linked Incentive Scheme (including ESOP of the Company) and evaluate the performance and determine the amount of incentive of the Executive Directors for that purpose.
10. Decide the amount of Commission payable to the Whole time Directors;
11. Review and suggest revision of the total remuneration package of the Executive Directors keeping in view the performance of the Company, standards prevailing in the industry, statutory guidelines etc; and
12. To formulate and/or administer the Employee Stock Option Scheme;
13. Allotment of shares consequent to exercise of stock options.
14. To perform such functions as may be assigned to them by the Board of Directors, from time to time or containing into the Companies Act or SEBI Listing Regulations 2015 to the extent applicable.
15. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

    a. use the services of an external agencies, if required;

    b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

    c. consider the time commitments of the candidates.

The Company Secretary of the Company acts as a Secretary to the Committee.

Performance Evaluation Criteria for Independent Directors:

Pursuant to the provisions of the Companies Act, 2013 and the applicable provisions of the SEBI LODR, the Annual Performance Evaluation was carried out for the FY 2025-26. An indicative list of factors that may be evaluated include Attendance for the meetings, participation and independence during the meetings, Interaction with Management, Knowledge and proficiency, Strategic perspectives or inputs.

Directors with materially pecuniary or business relationship with the Company:

There have been no materially relevant pecuniary transactions or relationship between the Company and its Non-Executive and/or Independent Directors during the Financial Year 2025-26.

Remuneration Policy

The Board determines the remuneration payable to executive director by taking into account their qualification, expertise and contribution and based on the recommendation of Nomination and Remuneration Committee. The Company has adopted and implemented the Nomination and Remuneration Policy which is available on the website of the Company accessed at https://softtechglobal.com/wp-content/uploads/2024/05/Nomination-and-Remuneration-Policy.pdf

Non-executive directors are paid sitting fees for attending Board / Committee meetings as decided by the Board within the limits prescribed under the Companies Act, 2013.

Remuneration to Non-executive Directors and Executive Directors for the Financial Year 2025-26 are as under:

Pecuniary relationship or transactions with Non-executive Directors:

(₹ in Lakhs)

Name of Director	Designation	Sitting fees	No. of shares held
Mr. Sridhar Pillalamarri	Independent Director	1.20	NIL
Mr. Sundararajan Srinivasan	Independent Director	1.20	NIL
Dr. Rakesh Kumar Singh	Independent Director	1.20	NIL
Mr. Yogeshkumar Mangubhai Desai	Independent Director	1.20	NIL

Pursuant to limits approved by the Board, the independent Directors are paid INR 30,000 for attending each Board Meeting. No profit-based commission was paid to the non-executive directors during reporting period. Policy on Criteria for making payment to non- executive directors is disseminated on the website of the Company at link https://softtech-engr.com/wp-content/uploads/Criteria-Of-Making-Payment-To-Non%E2%80%90executive-Directors.pdf

Remuneration to Executive Directors:

(₹ in Lakhs)

Name	Mr. Vijay Gupta	Mrs. Priti Gupta	Mr. Pratik Patel * **
Designation	**Managing Director and CEO**	**Whole-Time Director**	**Whole-Time Director**
Basic Salary	24.30	4.50	3.81
Other allowances	56.70	10.50	8.25
Perquisite value (exercise of ESOP)	-	-	97.25
Total	**81.00**	**15.00**	**109.31**

The Company does not have any service contracts with its directors, nor any severance fees is payable to the Directors.

** During the year under review, Mr. Pratik Patel exercised 25,000 vested Employee Stock Options., resulting to rise in overall remuneration paid to Executive Directors of the Company, a resolution seeking ratification for remuneration paid to Executive Directors of the Company is enclosed in notice of 30th AGM.*

***As on the date of Notice of 30th AGM, a further 25,000 vested ESOPs remain outstanding and are available for exercise up to June, 2028 with Mr. Pratik Patel, in accordance with the terms of the ESOP Scheme of the Company.*

C) STAKEHOLDERS' RELATIONSHIP COMMITTEE:

Composition, Meetings and Attendance of the Stakeholders' Relationship Committee:

The Stakeholders' Relationship Committee ('SRC') of the Board of Directors meets the criteria laid down under Section 178 of the Act and Regulation 20 of the SEBI Listing Regulations.

As on March 31, 2026, SRC comprised of two Independent Directors and one Executive Director.

Details of SRC meetings along with presence of quorum are as under:

Sr. No	Date of meeting	Total no. of Directors in SRC as on date of the meeting	Total no. of Directors present	Total no. of Independent Directors present	Presence of Quorum (Yes/No)
1	August 14, 2025	3	3	2	Yes

Details of attendance of the Directors at the meeting of the SRC, are as under:

Sr. No	Name of Directors	Category	Position in the Committee	Number of meetings held	Number of meetings attended
1	Dr. Rakesh Kumar Singh	Independent Director	Chairman	1	1
2	Mr. Sridhar Pillalamarri	Independent Director	Member	1	1
3	Mr. Vijay Gupta	Managing Director	Member	1	1

Role of the Stakeholders Relationship Committee:

- Resolving the grievances of the security holders of the Company including complaints related to transfer / transmission of shares, nonreceipt of annual report, nonreceipt of declared dividends, issue of new / duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Transfer Agent.

- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/ statutory notices by the shareholders of the Company.

Name and designation of the Company Secretary and Compliance officer:
Shalaka Khandelwal, Company Secretary & Compliance Officer was appointed w.e.f. May 25, 2023. During the year 2025-26, she tendered her resignation w.e.f March 18, 2026.

Later after end of financial year 2025-26, on recommendation of Nomination & Remuneration Committee, the Board of Directors have appointed Ms. Aadishri Apte as Company Secretary and Compliance officer of the Company w.e.f May 26, 2026 and designated as Compliance Officer under SEBI PIT Regulations and Nodal Officer for IEPF rules.

Redressal of Investor Grievances:
The Company and its Registrar and Share Transfer Agent addresses all complaints, suggestions and grievances, if any expeditiously. Details of Investors Complaint received during the financial year 2025-26:

Complaints received	Complaints disposed	Complaints Pending
Nil	Nil	Nil

During the financial year under review, the Company did not receive any investor complaints from shareholders. Accordingly, there were no investor complaints pending and no complaints remained unresolved to the satisfaction of shareholders as on March 31, 2026.

D) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE MEETING:

The Corporate Social Responsibility ('CSR') Committee of the Board of Directors meets the criteria laid down under Section 135 of the Act. As on March 31, 2026, CSR Committee comprised of one Independent Directors and two Executive Directors.

Details of CSR meetings along with presence of quorum are as under:

Sr. No	Date of meeting	Total no. of Directors in CSR Committee as on date of the meeting	Total no. of Directors present	Total no. of Independent Directors present	Presence of Quorum (Yes/No)
1.	August 14, 2025	3	3	1	Yes

Details of attendance of the Directors at the meetings of the CSR Committee, are as under:

Sr. No	Name of Directors	Category	Position in the Committee	Number of meetings held	Number of meetings attended
1.	Mr. Vijay Gupta	Managing Director	Chairman	1	1
2.	Mrs. Priti Gupta	Whole-time Director	Member	1	1

4.	Mr. Sridhar Pillalamarri	Independent Director	Member	1	1

Terms of Reference:

- Formulation and recommendation to the Board, CSR Policy, which shall indicate the activities to be undertaken by the Company, in the areas or subject, as specified in Schedule VII of the Companies Act, 2013.
- Recommend the amount of expenditure to be incurred on the CSR activities.
- Formulate and recommend to the Board, an Annual Action Plan in pursuance of CSR Policy, which shall include:
  - List of CSR Projects/programmes to be undertaken in the areas or subject specified in Schedule VII of the Companies Act, 2013.
  - Manner of execution of such Projects/programmes. Modalities of utilization of funds and implementation schedules of such Projects / programmers.
  - Monitoring and reporting mechanism for such Projects/programmes.
  - Details of need and impact assessment, if any, for the projects undertaken by the Company. Monitor CSR Policy of the Company from time to time

The Committee's core responsibility is to assist the Board in discharging its social responsibility by formulating and monitoring implementation of the framework of the CSR Policy along with an Annual Action Plan. The CSR Policy of the Company is available on the Company's website, https://softtechglobal.com/investors/codes-and-policies/

E) RISK MANAGEMENT COMMITTEE:

Terms of Reference:

The Risk Management Committee of the Board of Directors meets the criteria laid down under Regulation 21 of SEBI (LODR) Regulations. As on March 31, 2026, Risk Management Committee comprised of two Independent Directors and one Executive Director.

Details of Risk management Committee meeting along with presence of quorum are as under:

Sr. No	Date of meeting	Total no. of Directors in Risk Management Committee as on date of the meeting	Total no. of Directors present	Total no. of Independent Directors present	Presence of Quorum (Yes/No)
1.	May 26, 2025	3	3	2	Yes
2.	November 13, 2025	3	2	2	Yes

Details of attendance of the Directors at the meetings of the Risk Management Committee, are as under:

Sr. No	Name of Directors	Category	Position in the Committee	Number of meetings held	Number of meetings attended
1.	Mr. Vijay Gupta	Managing Director	Chairman	2	0
2.	Mrs. Mr. Sridhar Pillalamarri	Independent Director	Member	2	2

4.	Mr. Sundararajan Srinivasan	Independent Director	Member	2	2

The role of the committee shall, inter alia, include the following:

(1) To formulate a detailed risk management policy which shall include:

(a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

(b) Measures for risk mitigation including systems and processes for internal control of identified risks.

(c) Business continuity plan.

(2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

(3) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

(4) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

(5) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

(6) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.

INDEPENDENT DIRECTORS' MEETING:

During the year under review, the Independent Directors met on August 14, 2025, all the Independent Directors were present at the said meeting, Mr. Sridhar Pillalamarri chaired the meeting.

The Directors discussed following:

- Evaluation of the performance of Non-Independent Directors and Board of Directors, as a whole.
- Evaluation of the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors.

- Evaluation of the quality, quantity and timeliness of flow of information between the Company Management and the Board of Directors, that is necessary for the Board of Directors to effectively and reasonably perform their duties.

The Directors expressed their satisfaction with the evaluation process.

4. GENERAL BODY MEETINGS:

i. The details of the Annual General Meeting (AGMs) held during last three years are as follows:

Financial Year	Date of AGM	Time	Venue
2024-25	26/09/2025	01:00 PM	SoftTech Towers, S NO 1/1A/7 8 15 16 17 Plot No. B,C,D, 1-Baner, Opp. Royal Enfield Showroom, Baner Road, Pune: 411045
2023-24	27/09/2024	01.00 PM	SoftTech Towers, S NO 1/1A/7 8 15 16 17 Plot No. B,C,D, 1-Baner, Opp. Royal Enfield Showroom, Baner Road, Pune: 411045
2022-23	28/09/2023	04.00 PM	SoftTech Towers, S NO 1/1A/7 8 15 16 17 Plot No. B,C,D, 1-Baner, Opp. Royal Enfield Showroom, Baner Road, Pune: 411045

ii. Special Resolutions passed in last 3 AGMs:

1.	26/09/2025	**NONE**
2.	27/09/2024	1.Re-appointment of Mr. Vijay Gupta (DIN: 01653314) as the Managing Director of the Company. 2.Re-appointment of Mrs. Priti Gupta (DIN: 01735673) as Whole-time Director of the Company. 3.Re-appointment of Mr. Pratik Patel (DIN: 08798734) as Whole-time Director of the Company.
3.	28/09/2023	1. Appointment of Mr. Garth Brosnan (DIN: 09836995) as Nominee Director of the Company. 2. Revision in remuneration of Mr. Vijay Gupta (DIN: 01653314), Managing Director of the Company.

Postal Ballot:

- The Company had sought the approval of shareholders by way of Special Resolution through notice of postal ballot dated May 26, 2025 for **Re-Appointment of Mr. Sundararajan Srinivasan (DIN: 07936396) as an Independent Director of the Company** which was duly passed and results of which were announced on **Tuesday, July 01, 2025**. Mr. Devesh Tudekar (Membership Number: F 5712), Partner of DTSM & Associates, Practicing Company Secretaries, was appointed as the Scrutinizer to scrutinize the postal ballot process by voting through electronic means only (remote e-voting) in a fair and transparent manner.

Sr. No.	Description of Resolution	No of votes polled	Votes casted in Favour (% of total votes polled)	Votes casted against (% of total votes polled)	Invalid Votes
1.	Special Resolution for **Re-Appointment of Mr. Sundararajan Srinivasan (DIN: 07936396) as an Independent Director of the Company**	1,09,68,185	1,09,68,185	0	0

- **Procedure for postal ballot**:
  The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs.

  None of the businesses proposed to be transacted at the ensuing Annual General Meeting require passing a resolution through Postal Ballot.

5. **MEANS OF COMMUNICATION:**

Announcement of Financial Results:

The Quarterly, Half Yearly and Annual Results are sent to the stock exchange(s), where shares of the Company are listed within the timeline prescribed under SEBI LODR regulations immediately after they are approved by the Board.

The audited financial statements are part of the Annual Report which is sent to the members in advance of the Annual General Meeting.

Presentations to Institutional Investors/Analysts:

During the year under review, the Company participated in various investor and analyst meetings. The requisite intimations of such meetings, along with investor presentations, were submitted to the Stock Exchanges within the prescribed timelines in compliance with applicable SEBI (LODR) Regulations.

Copies of those presentations are available on the Company's website at: https://softtechglobal.com/investors/investor-presentation/

Newspaper:

The Company informs by way of publication on the English language national daily newspaper circulating in the whole or substantially the whole of India i.e. Financial Express and one daily newspaper published in the language of the region, where the registered office of the listed entity is situated i.e. Loksatta, Pune.
Copies of newspaper publications are available on the Company's website at: https://softtechglobal.com/investors/newspaper-publications/

Website:

The Company also informs by way of intimation to Stock Exchanges and placing it in its website all the price sensitive matters or such other matters, which in the opinion of the Board are material and of relevance to the members.

The Annual Report of the Company, the quarterly/half yearly and the annual results of the Company, Shareholding pattern, corporate governance report, corporate announcements, official press releases and other corporate information are also placed on the website of the Company at: https://softtechglobal.com/investors/

The investors can contact the Company on investors@softtech-engr.com

6. GENERAL SHAREHOLDER INFORMATION:

(a) Annual General Meeting:
Date: Tuesday, September 29, 2026
Time: 02.00 PM
Mode of Meeting: Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

(b) Financial year: April 1, 2025 to March 31, 2026

(c) Dividend payment date: NA

(d) The name and address of each stock exchange(s) at which the listed entity's securities are listed and a confirmation about payment of annual listing fee to each of such stock exchange(s):

National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block – G
Bandra – Kurla Complex
Bandra (East), Mumbai – 400051

BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001

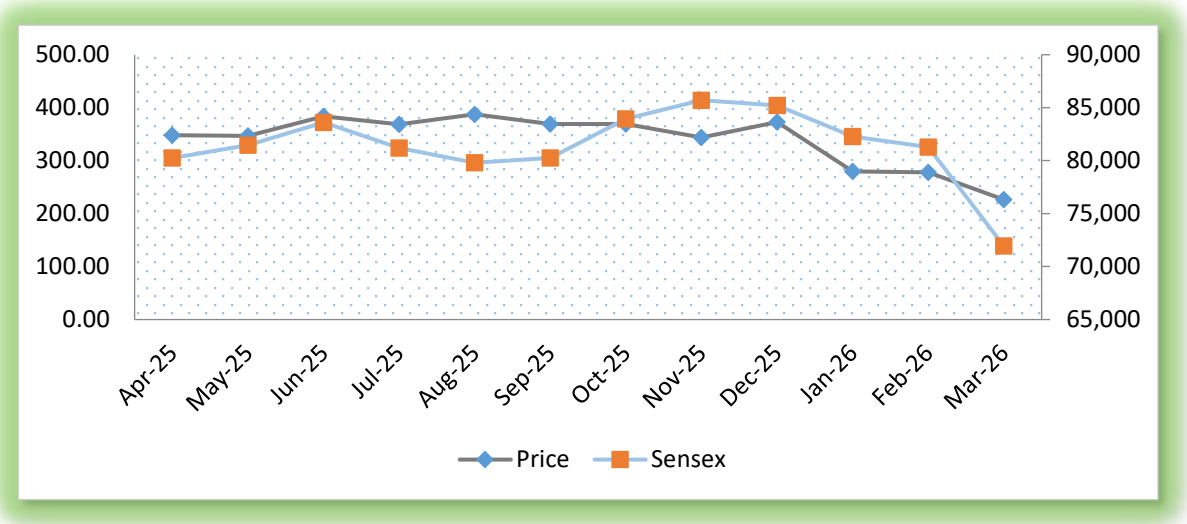
Listing fees for FY 2025-26 have been duly paid to both the stock exchanges.

(e) Stock Code:
NSE code: SOFTTECH
BSE Code: 543470
ISIN: INE728Z01015

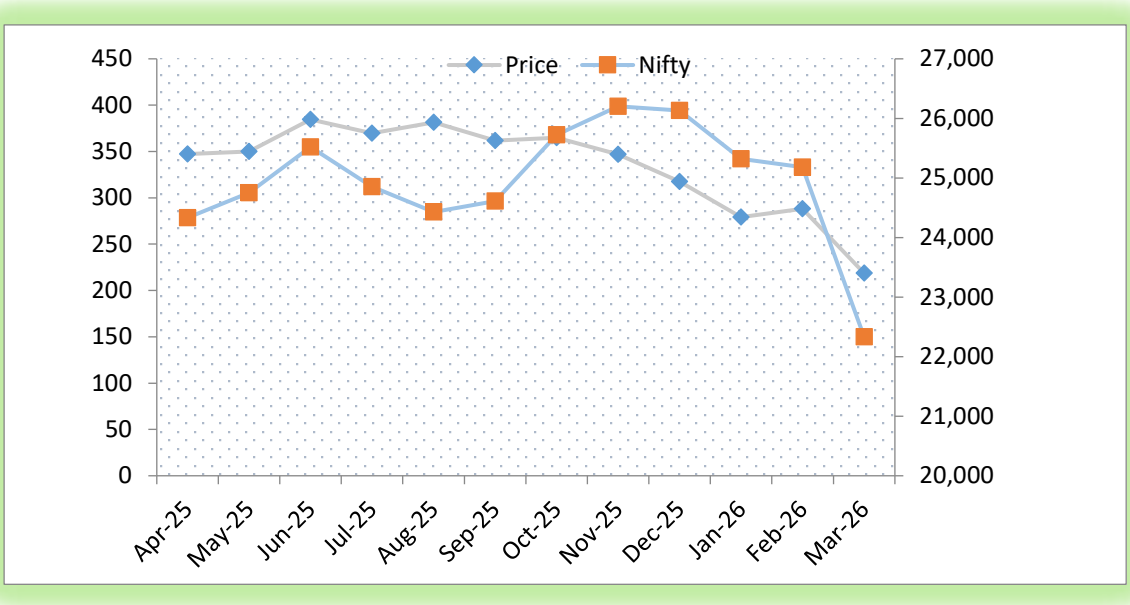
(f) Market Price data- high, low during each month in last financial year:

	NSE			BSE		
Month	High Price	Low Price	Volume (No. of Shares Traded)	High Price	Low Price	Volume (No. of Shares Traded)
April, 2025	421.00	335.55	96,000	414.05	334.00	43,397
May, 2025	403.40	320.20	1,10,000	401.00	326.25	35,821
June, 2025	394.00	314.05	5,44,000	394.50	310.70	87,326
July, 2025	418.80	350.00	3,64,000	418.00	351.10	42,349
August, 2025	414.10	357.05	1,39,000	409.45	361.80	15,484
September, 2025	418.80	359.00	1,48,000	419.85	348.00	8,183
October, 2025	393.75	326.10	1,63,000	389.00	340.30	2,729
November, 2025	375.95	301.00	1,43,000	377.70	300.60	5,178
December, 2025	360.05	303.30	1,08,000	373.00	303.60	2,023
January, 2026	338.00	275.00	98,000	332.95	276.25	10,844
February, 2026	316.10	268.85	57,000	316.85	267.50	3,249
March, 2026	284.30	215.00	63,000	318.80	212.95	7,512

(f) Performance in comparison to broad-based BSE SENSEX:



(g) Performance in comparison to broad-based NSE indices:



(h) In case the securities are suspended from trading, the Directors report shall explain the reason thereof: NA

(i) Registrar to an issue and share transfer agents:

MUFG Intime India Pvt. Ltd (Previously known as Link Intime India Pvt. Ltd)
Block No 202, Akshay Complex, 2nd floor, Near Ganesh Temple,
Off Dhole Patil Road, Pune 411001, Maharashtra, India.
Tel: - +91 20 2616 0084, 2616 1629 Fax: - +91 20 2616 3503
Website: www.in.mpms.mufg.com

(j) Share transfer system:

In accordance with the proviso to Regulation 40(1) of the Listing Regulations, effective from April 1, 2019, transfers of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository. The Company has entire 100% of its share capital in dematerialized form. Share transfers, dividend payments and all other investor related activities are attended to and processed at the Office of the Company's Registrar and Share Transfer Agent.

(k) Distribution of shareholding:

PATTERN OF SHAREHOLDING BY OWNERSHIP AS ON MARCH 31, 2026

Category of the Shareholder	No of Equity Shares held	Shareholding %
Promoters	26,13,773	18.88
Foreign Portfolio	0	0
Resident Individuals holding nominal share capital up to Rs. 2 lakhs	9,90,459	7.16
Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	17,78,664	12.85
Non Resident Indians (NRIs)	3,22,737	2.33
Foreign Companies	32,41,000	23.41

Bodies Corporate	**39,91,656**	**28.84**
Any Other (specify)	**9,03,849**	**6.53**

PATTERN OF SHAREHOLDING BY SHARE CLASS AS ON MARCH 31, 2026

No. of shares	Shareholders		Equity shares held	
	No. of shareholders	% of total	No. of shares	% of total
1-500	2506	96.53	645242	4.66
501-1000	34	1.31	248346	1.79
1001-2000	23	0.89	346992	2.51
2001-3000	7	0.27	160806	1.16
3001-4000	4	0.15	133673	0.97
4001-5000	3	0.12	127692	0.92
5001-10000	7	0.27	526340	3.80
10001-above	12	0.46	11653047	84.19
Total	**2596**	**100.00**	**13842138**	**100.00**

(l) Dematerialization of shares and liquidity: As on March 31, 2026, the Company has entire 100% of its share capital in dematerialized form.

(m) Outstanding Global Depository Receipts GDRs or American Depository Receipts ADRs or warrants or any convertible instruments, conversion date and likely impact on equity: The Company has not issued ADRs/GDRs.

(n) Foreign exchange risk and hedging activities:

Details of foreign exchange risk and hedging activities are provided in notes forming part of the financial statement.

(o) Plant locations: The Company has its office at SoftTech Towers, S NO 1/1A/7 8 15 16 17 Plot No. B,C,D, 1-Baner, Baner Road, Pune: 411045. Further it has presence abroad through subsidiaries.

(p) Address for correspondence:

Registered office of the Company:

SoftTech Towers, S NO 1/1A/7 8 15 16 17,
Plot No. BCD 1-Baner, Baner Road, Baner Gaon,
Pune, Haveli, Maharashtra, India, 411045

(q) *List of all credit ratings obtained by the Company during the financial year and revisions thereto, if any:

Facilities	Amount (In crore)	Rating	Rating action
Long Term Bank Facilities	3.81	CARE BBB-; Stable	Reaffirmed
Long Term / Short Term Bank Facilities	28.00	CARE BBB-; Stable / CAREA3	Reaffirmed
Short-Term Bank Facilities	12.00	CARE A3	Reaffirmed
Total Facilities	**43.81**		

** Credit rating as of July 30, 2025.*

7. OTHER DISCLOSURES:

a. There are no materially significant related party transactions that may have potential conflict with the interests of listed entity at large. As per SEBI LODR regulations, the Company has formulated an policy on materiality of related party transactions and dealing with related party transactions and same is available on the website of the Company at https://softtech-engr.com/wp-content/uploads/Policy-on-Materiality-of-Related-Party-Transactions-1.pdf or https://softtechglobal.com/investors/

b. During the last three years, there were no instances of non-compliance by the Company and no penalty or strictures were imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to the capital markets except for delayed compliance of:

- Regulation 33 of SEBI LODR regulations for the quarter ended 30th September, 2020 for which Fine of Rs. 59,000 (including GST) was levied by National Stock Exchange and regulation 23(9) of SEBI LODR regulations for the half year ended 31st March, 2023 for which Fine of Rs. *64,900/-* (including GST) was levied by National Stock Exchange of India Limited and Rs. *64,900/-* (including GST) was levied by BSE Limited. The Company has paid fine within prescribed time.
- Trading application for BSE Limited submitted to BSE Limited via issue type viz, "Conversion of warrants/CC Ds" instead of issue type viz. preferential issue." However, Fresh application was submitted on March 18, 2024.
- New Independent Director (ID) was appointed on February 12, 2024 upon resignation of ID on November 07, 2023 with a delay of 4 days.
- The listed entity has filed the XBRL intimation for Voting results of the Postal Ballot held on May 03, 2024 with a delay of 2 days.
- During the Financial year 2023-24 there was delay of 4 days in filling the casual vacancy of Independent Director and paid the fine of Rs. 23,600 each to BSE and NSE on 29-05-24 and 11-06-24 respectively. There was delay is submission of XBRL intimation of Postal ballot dated May 03, 2024, for Appointment of Mr. Yogesh Desai, Independent Director.
- The Company has paid fine within prescribed time.

c. The Company has adopted a Vigil Mechanism / Whistle Blower Policy, to provide a formal mechanism to the directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. The Policy provides for adequate safeguards against victimization of employees who avail the mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. During the year under review, the Company has not received any complaints under the said mechanism. The Vigil Mechanism / Whistle Blower Policy has been posted on the website of the Company at: https://softtech-engr.com/wp-content/uploads/Vigil-Mechanism-Whistle-Blower.pdf

d. The Company has complied with all the mandatory requirements under SEBI (LODR) Regulations, 2015, Company is also complying with non-mandatory requirement as mentioned in point 13 of CG Report.

e. The policy for determining Material Subsidiaries formulated by the Board of Directors is disclosed on the Company's website: https://softtechglobal.com/wp-content/uploads/2024/04/Policy-for-Determining-Material-Subsidairies1.pdf

f. The policy for transactions with related party formulated by the Board of Directors is disclosed on the Company's website: https://softtech-engr.com/wp-content/uploads/Policy-on-Materiality-of-Related-Party-Transactions-1.pdf

g. Disclosure of commodity price risks and commodity hedging activities: NA

h. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A):

The following are the Utilization of Funds out of Rs. 33,28,90,000 raised on 5th October ,2022 and Rs. 40,01,39,190 raised on 23rd December,2024:

Objects of Preferential issue	Funds Utilized as on 31st March, 2026 (INR in Lakh)
To support the expansion of business in Indian and Overseas Market	2513.14
General corporate purposes	3213.83
Total	**5726.97**

I) The Company has obtained a certificate from Mr. Devesh Tudekar, Practicing Company Secretary that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Board / Ministry of Corporate Affairs or any such statutory authority. (Enclosed as "**Annexure-1**")

II) The Board of Directors has accepted all recommendations of all committees of the board which is mandatorily required in the FY 2025-26.

III) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

Sr. No.	Particulars	Amount in Rs. In Lakhs
1.	Statutory Audit	12.00
2.	Limited Review	6.00
3.	Certification fees	1.07
4.	Reimbursement of expenses	0.37
	Total	**19.44**

IV) The Company has implemented policy for Prevention of Sexual Harassment of Women at Workplace. The Policy has set guidelines on the redressal and inquiry process that is to be followed by aggrieved woman, whilst dealing with issues related to sexual harassment at

the work place towards any women. All employees (permanent, temporary, contractual and trainees) are covered under this policy.

a. number of complaints filed during the financial year: 0
b. number of complaints disposed of during the financial year: 0
c. number of complaints pending as on end of the financial year: 0

V) Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested, if any forms part of notes to accounts.

VI) Non-compliance of any requirement of corporate governance report of sub-paras (2) to (10) above, with reasons thereof shall be disclosed: The Company has complied with the provisions, except in respect of matters specified below: - N.A.

VII) The corporate governance report shall also disclose the extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted.

(a) After Declaration of quarterly / half-yearly Financials Results, the Company presents those and major events of the Company to shareholders by submitting those to Stock Exchanges and hosting same on website of the Company.
(b) The Company continues to stay in the regime of Financial Statements with unmodified audit opinion.

8. The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and change Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

   The Company has obtained a certificate from Mr. Devesh Tudekar, Practicing Company Secretary confirming that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the financial year ended on March 31, 2026, same is included with this report as "**Annexure-2**"

9. Disclosures with respect to demat suspense account/ unclaimed suspense account: NA

10. CEO & CFO Certificate in accordance with the provisions of Regulation 17(8) of the SEBI Listing Regulations, certificate of CEO & MD and CFO in relation to the financial statements for the year ended March 31, 2026, is annexed as **Annexure – 3** to this Report

11. **DISCRETIONARY REQUIREMENTS AS PRESCRIBED IN PART E OF SCHEDULE II OF THE LISTING REGULATIONS**:

    The Company has complied with the following discretionary requirements:

    - The auditor's report on standalone and consolidated financial statements of the Company for the financial year ended March 31, 2026 are unqualified.

Declaration regarding compliance with the Company's Code of Conduct:

I confirm that the Company has in respect of the Financial Year ending on March 31, 2026 received from the Board of Directors and Senior Management a declaration of compliance with the Code of Conduct of board of directors and senior management.

For and on behalf of the Board of Directors
SOFTTECH ENGINEERS LIMITED

Sd/-
Vijay Gupta
Chairman & Managing Director
Din: 01653314

Date: August 12, 2026
Place: Pune

Annexures:

1. Certificate of Non-Disqualification of Directors as **Annexure-1**
2. Certificate from Practicing Company Secretary on Corporate Governance **as Annexure- 2**
3. CEO and CFO Compliance Certificate as **Annexure- 3**

Annexure-1 to the Corporate Governance Report

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34 (3) and Schedule V Para C Clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
SoftTech Engineers Limited
SoftTech Towers, S NO 1/1A/7 8 15 16 17,
Plot No. BCD 1-Baner, Baner Road,
Baner Gaon, Pune-411045

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SoftTech Engineers Limited** bearing **CIN: L30107PN1996PLC016718** (hereinafter referred to as **the Company**), having registered office at SoftTech Towers, S NO 1/1A/7 8 15 16 17, Plot No. BCD 1-Baner, Baner Road, Baner Gaon, Pune, Haveli, Maharashtra, India, 411045, produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for **the financial year ending on March 31, 2026** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India and Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Original Date of appointment
1	Mr. Vijay Shantiswarup Gupta	01653314	21/06/1996
2	Mrs. Priti Vijay Gupta	01735673	04/03/2008
3	# Mr. Pratik Sunilbhai Patel	08798734	18/07/2020
4	Mr. Sridhar Pillalamarri	00026018	03/03/2018
5	* Mr. Sundararajan Srinivasan	07936396	27/08/2019
6	Mr. Rakesh Kumar Singh	02294988	12/08/2022
7	Mr. Yogeshkumar Mangubhai Desai	10501676	12/02/2024

Note:

Mr. Pratik Sunilbhai Patel (DIN: 08798734) has been re-appointed as Whole-time Director (designated as Executive Director) in the 29th Annual General Meeting of the Company dated September 26, 2025.

* Mr. Sundararajan Srinivasan (DIN: 07936396) has been re-appointed as Non- Executive, Independent Director of the Company for 2nd term for a period of 5 consecutive years w.e.f. July 10, 2025, vide Postal Ballot dated June 27, 2025.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For DTSM & Associates
Company Secretaries

Sd/-
Devesh Tudekar
Partner
FCS No: 5712
C P No: 2506
Peer Review No: 7297/2025
UDIN: F005712H001083767

Place: Pune
Date: August 12, 2026

Note: *We have relied on the documents and evidence provided by electronic mode, for the purpose of issuing this certificate.*

CERTIFICATE FROM PRACTICING COMPANY SECRETARY ON CORPORATE GOVERNANCE

To,
The Members
SoftTech Engineers Limited
SoftTech Towers, S NO 1/1A/7 8 15 16 17,
Plot No. BCD 1-Baner, Baner Road,
Baner Gaon, Pune-411045.

We have examined the compliance of conditions of Corporate Governance by **SoftTech Engineers Limited** (hereinafter referred to as **the Company**), for the year ended on **March 31, 2026,** as stipulated in relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

We further state that, this certificate is neither an assurance as to the future viability of the Company nor efficiency or effectiveness with which the management has conducted the affairs of the Company.

For DTSM & Associates
Company Secretaries

Sd/-
Devesh Tudekar
Partner
FCS No: 5712
C P No: 2506
Peer Review No: 7297/2025
UDIN: F005712H001083371

Place: Pune
Date: August 12, 2026

Note: *We have relied on the documents and evidences provided by electronic mode, for the purpose of issuing this certificate.*

CEO AND CFO COMPLIANCE CERTIFICATE

We, Mr. Vijay Gupta, Managing Director and CEO, and Mr. Deepak Bang, Chief Financial Officer, hereby certify that pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we hereby declare and confirm the following:

A. We have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:

(1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee

(1) significant changes in internal control over financial reporting during the year;

(2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

FOR SOFTTECH ENGINEERS LIMITED

Sd/-
Mr. Vijay Gupta
Managing Director and CEO
DIN: 01653314

Sd/-
Mr. Deepak Bang
Chief Financial Officer

Date: May 26, 2026
Place: Pune

ANNEXURE F of the Board's Report

FORM NO. AOC.1

Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries

(₹ in Lakhs)

Sr. No.	Particulars	SoftTech Finland Oy.	SoftTech Engineers Inc.
1.	Sl. No.	1	2
2.	Name of the subsidiary	SoftTech Finland Oy.	SoftTech Engineers Inc.
3.	The date since when subsidiary was acquired	16th July, 2018	21st November, 2018
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA
5.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Reporting Currency-Euro Exchange rate as on 31.03.2026 – 108.09	Reporting Currency-USD Exchange rate as on 31.03.2026- 93.86
6.	Share capital	2.70	8.16
7.	Reserves & surplus	66.92	12.43
8.	Total assets	4.68	1084.26
9.	Total Liabilities	68.89	1097.26
10.	Investments	Nil	8.72
11.	Turnover	Nil	Nil
12.	Profit before taxation	Nil	Nil
13.	Provision for taxation	Nil	Nil
14.	Profit after taxation	Nil	Nil
15.	Proposed Dividend	Nil	Nil
16.	% of shareholding	100%	92%

Sr. No.	Particulars	AmpliNxt Foundation (Formerly known as SoftTech Care Foundation)	AmpliNxt Private Limited
1.	Sl. No.	3	4
2.	Name of the subsidiary	AmpliNxt Foundation (Formerly known as "SoftTech Care Foundation")	AmpliNxt Private Limited
3.	The date since when subsidiary was acquired	14th April, 2021	29th October, 2021
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA
5.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Not Applicable	Not Applicable
6.	Share capital	1.00	4.67
7.	Reserves & surplus	(2.62)	29.37
8.	Total assets	1.80	95.06
9.	Total Liabilities	3.43	61.02
10.	Investments	Nil	Nil
11.	Turnover	6.55	3.50
12.	Profit before taxation	(0.53)	(46.24)
13.	Provision for taxation	Nil	Nil
14.	Profit after taxation	Nil	(46.24)
15.	Proposed Dividend	Nil	Nil
16.	% of shareholding	100%	100%

Sr. No.	Particulars	SoftTech Digital Pte. Limited	SoftTech Digital Solutions Ltd.
1.	Sl. No.	**5**	**6**
2.	Name of the subsidiary	SoftTech Digital Pte. Limited	SoftTech Digital Solutions Ltd.
3.	The date since when subsidiary was acquired	3rd October, 2022	14th November, 2023
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA
5.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Reporting Currency-SGD Exchange rate as on 31.03.2026- 72.79	Reporting Currency- GBP Exchange rate as on 31.03.2026- 123.75
6.	Share capital	145.58	0.12
7.	Reserves & surplus	222.31	Nil
8.	Total assets	105.13	0.12
9.	Total Liabilities	209.18	Nil
10.	Investments	27.32	Nil
11.	Turnover	Nil	Nil
12.	Profit before taxation	Nil	Nil
13.	Provision for taxation	Nil	Nil
14.	Profit after taxation	Nil	Nil
15.	Proposed Dividend	Nil	Nil
16.	% of shareholding	100%	100%

Sr. No.	Particulars	Envee Information Technology Private Limited	Softtech Digital AG
1.	Sl. No.	7	8
2.	Name of the subsidiary	Envee Information Technology Private Limited	SoftTech Digital AG
3.	The date since when subsidiary was acquired	5th December, 2024	May 19, 2025
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA
5.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	NA	Reporting Currency- Euro Exchange rate as on 31.03.2026- 108.09
6.	Share capital	2.50	1134.94
7.	Reserves & surplus	52.00	77.74
8.	Total assets	143.03	1057.20
9.	Total Liabilities	102.66	77.73
10.	Investments	14.00	Nil
11.	Turnover	431.39	Nil
12.	Profit before taxation	119.41	Nil
13.	Provision for taxation	38.80	Nil
14.	Profit after taxation	80.61	Nil
15.	Proposed Dividend	13.64	Nil
16.	% of shareholding	80%	100%

Sr. No.	Particulars	SoftTech Government Solutions Inc. (Step-down)	SoftTech Digital Software LLC (Step-down)
1.	Sl. No.	**9**	**10**
2.	Name of the step-down subsidiary	SoftTech Government Solutions Inc.	SoftTech Digital Software LLC
3.	The date since when step-subsidiary was acquired/incorporated	November 14, 2018	April 10, 2023
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA
5.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Reporting Currency- USD $ Exchange rate as on 31.03.2026- 93.86	Reporting Currency- Dirham Exchange rate as on 31.03.2026- 25.56
6.	Share capital	9.39	25.56
7.	Reserves & surplus	Nil	Nil
8.	Total assets	1072.55	362.20
9.	Total Liabilities	1063.17	336.65
10.	Investments	Nil	Nil
11.	Turnover	Nil	Nil
12.	Profit before taxation	Nil	Nil
13.	Provision for taxation	Nil	Nil
14.	Profit after taxation	Nil	Nil
15.	Proposed Dividend	Nil	Nil
16.	% of shareholding	100%	100%

1. Names of subsidiaries which are yet to commence operations: SoftTech Finland Oy.

2. Names of subsidiaries which have been liquidated or sold during the year: NIL

Part "B": Associates and Joint Ventures- NA

For and on behalf of the Board of Directors
SOFTTECH ENGINEERS LIMITED

Sd/-
Vijay Gupta
Chairman & Managing Director
Din: 01653314

Date: August 12, 2026
Place: Pune

ANNEXURE – G of the Board's Report

THE ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ("CSR") ACTIVITIES

To,
The Members of
SoftTech Engineers Limited ("the Company"),

Your Directors have pleasure in presenting the Annual Report on CSR Activities for the financial year ended as on March 31, 2026. As per the provisions of section 135 of the Companies Act, 2013 the compliance of the conditions of corporate social responsibility is the responsibility of the management. Your company intended to allocate up to 2% of its average net profits (i.e. PBT) of last three financial years on CSR activities.

1. **A brief outline of the Company's CSR policy:**

CSR Objective:

The focus of CSR activities of the company has been in the following broad areas.

1) Promoting education including special education

2) Giving medical aid, promoting preventive health care and sanitation and making available safe drinking water

3) Eradicating hunger, poverty and malnutrition

4) Promoting education, gender equality and empowering women and physically handicap and disabled.

5) Ensuring Environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water

6) Measures for the benefit of armed forces veterans, war widows and their dependents

7) Rural Development Projects

8) Such other activities as specified in schedule VII of the Companies Act, 2013.

Company's Corporate Social Responsibility Policy:

Your Company maintains standard of corporate conduct towards its shareholders, customers, employees, all other stakeholders and society in general. The Corporate Social Responsibility will help in ensuring a long-term balanced & inclusive growth.

To that effect, SoftTech Engineers Limited has adopted the policy of Corporate Social Responsibility to comply with CSR. Further the Company has formed "AmpliNxt Foundation" (Formerly known as 'SoftTech Care Foundation'), subsidiary with charitable objectives incorporated under section 8 of the Companies Act, 2013.

2. **Composition of CSR committee:**

As on March 31, 2026, the composition and status of CSR Committee of SoftTech Engineers Limited is as detailed below:

Sr. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Vijay Gupta	Chairman	1	1
2	Mrs. Priti Gupta	Member	1	1
3	Mr. Sridhar Pillalamarri	Member	1	1

3. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. -** https://softtechglobal.com/wp-content/uploads/2024/04/Corporate-Social-Responsibility-Policy1.pdf

4. **Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). -** Not Applicable

5. **Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:**

The Amount of CSR Amount available for set-off for are as under:

All figures in ₹

Sr. No.	Year	Excess amount spent allowed to be carry forward (Rs.)	carry forward amount adjusted during the Financial year(Rs.)	Balance amount carry forward for immediately succeeding three financials years (Rs.)
1	2024-2025	0	0	0
3	2023-2024	19,877	0	19,877
2	2022-2023	23,047	0	23,047

6. **Average net profit of company**:

The details of profit for last three years is as follows:

All figures in ₹

Particulars	FY 2022-23 (April-March)	FY 2023-24 (April-March)	FY 2024-25 (April-March)
Total Revenue	812,342,982		

Total Expenditure	718,746,398		
Extra-ordinary Items	-	-	-
Net Profit before Tax	91,705,096	100,363,596	8,29,49,970
Net Profit before Tax as per section 198	91,705,096	100,363,596	8,29,49,970

Total	27,50,18,662
Average 3 years profit	9,16,72,887
CSR Activity Gross Amount @ 2%	18,33,458

7. (a) Two percent of average net profit of the company as per section 135(5) - ₹ 18,33,458/-
   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. - NIL

   (c) Amount required to be set off for the financial year, if any- NA

   (d) Total CSR obligation for the financial year (7a+7b-7c): ₹ 18,33,458/-

8. (a) **CSR amount spent ~~or unspent~~ for the financial year 2025-26:**

Total Amount Spent for the Financial Year.	**Amount Spent (in Rs.)**				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		**Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).**		
	Amount in ₹	**Date of transfer.**	**Name of the Fund**	**Amount ₹**	**Date of transfer**
₹ 18,33,458/-	-	-	-	-	-

(b) **Details of CSR amount spent against ongoing projects for the financial year:** NOT APPLICABLE

(1)	**(2)**	**(3)**	**(4)**	**(5)**	**(6)**	**(7)**	**(8)**	**(9)**	**(10)**	**(11)**
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section	Mode of Implementa tion - Direct (Yes/No).	**Mode of Implementation - Through Implementing Agency**

								135(6) (in Rs.).				
				Stat e.	Distric t.						Na me	**CSR Registrat ion number.**
	TOT AL											

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

All figures in ₹

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	**Name of the Project**	**Item from the list of activities in schedule VII to the Act.**	**Local area (Yes / No).**	**Location of the project.**		**Amount spent for the project (in ₹).**	**Mode of implementation Direct (Yes/No).**	**Mode of implementation - Through implementing agency.**	
				State.	**District.**			**Name.**	**CSR registration number.**
1	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects,	(ii)	Yes	Maharashtra	Pune	5,15,700/-	No	AmpliNxt Foundation (Formerly known as "Softtech Care Foundation")	CSR00014115
2	eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to	(i)	Yes	Maharashtra	Pune	12,01,500/-	Yes	-	**-**

	the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;								
3	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects,	(ii)	Yes	Maharashtra	Pune	1,16,258/-	Yes		
	TOTAL					**18,33,458/-**			

(d) **Amount spent in Administrative Overheads:** Not applicable

(e) **Amount spent on Impact Assessment, if applicable:** Not applicable

(f) **Total amount spent for the Financial Year (8b+8c+8d+8e):** ₹ 18,33,458/-

(g) **Excess amount for set off, if any-** Not applicable

Sr. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	₹18,33,458
(ii)	Total amount spent for the Financial Year	₹ 18,33,458
(iii)	Excess amount spent for the financial year [(ii)-(i)]	**-**
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	**Amount available for set off in succeeding financial years [(iii)-(iv)]**	**NIL**

**Note: the excess amount spent for the financial year will be available for set off in succeeding financial years under Section 135 of the Companies Act 2013 within the prescribed time period.*

9. (a) **Details of Unspent CSR amount for the preceding three financial years:**

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Balance Amount in Unspent CSR Account under sub¬section (6) of section 135 (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(5), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)	Deficiency, if any
					Name of the Fund	**Amount (in Rs).**	**Date of transfer.**		
1	2024-25				PM CARE FUND	13,229	05-08-2025	NIL	**NIL**
	TOTAL					**13,229**			

(b) **Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):** NOT APPLICABLE

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	**Project ID.**	**Name of the Project.**	**Financial Year in which the project was commenced.**	**Project duration.**	**Total amount allocated for the project (in Rs.).**	**Amount spent on the project in the reporting Financial Year (in Rs).**	**Cumulative amount spent at the end of reporting Financial Year. (in Rs.)**	**Status of the project- Completed/Ongoing**
1.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
	TOTAL							

10. In **case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)**.: NOT APPLICABLE

11. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5)**.: NOT APPLICABLE

12. **Responsibility Statement of CSR Committee:**

The committee member's states that the company has implemented & monitored the CSR policy, in compliance with CSR objective and policy of the company.

13. **Acknowledgment**

Your Directors express their special thanks to the CSR Committee, Members, and Employees for their continued support. Your directors also gratefully acknowledge the co-operation and

assistance received from Central and State Government authorities for their continued support and valuable assistance.

For and on behalf of the board of Directors
SOFTTECH ENGINEERS LIMITED

Sd/-

Vijay Gupta
Chairman & Managing Director
Din: 01653314

Date: August 12, 2026
Place: Pune

ANNEXURE H to the Board's Report

PARTICULARS OF EMPLOYEE REMUNERATION

INFORMATION PURSUANT TO RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUERATION OF MANAGERIAL REMUNERATION) RULES, 2014

Sr No	Particulars	Details
1	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the Financial Year	**Refer Annexure I**
2	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year	**Refer Annexure II**
3	The percentage increase in the median remuneration of employees in the financial year.	-1.69%
4	The number of permanent employees on the rolls of Company.	**487** as on 31 March, 2026
5	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	Increase in salaries of managerial personnel were in line with the Company policy and market trend. Median Percentage decrease in salaries of employee other than managerial personnel was -1.69%. Average % reduced due to addition of employees at junior position for onsite projects.
6	Affirmation that the remuneration is as per the remuneration policy of the Company.	The remuneration to employees of the Company is as per the remuneration policy of the Company
7	Statement showing the names of the top ten employees in terms of remuneration drawn and The name of every employee, who, (i) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees;	Names of the top ten employees in terms of remuneration drawn: 1. Vijay Gupta 2. Kashyap Chaturvedula 3. Neetesh Singhal 4. Deepak Bang 5. Sheetal Kurhade 6. Premnath Basava 7. Yogesh Nyati 8. Chandrashekhar Bagesar

	(ii) if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month; (iii) if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Whole-Time Director or Manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company.	9. Raj Darshan Pachori 10. Milind Joshi Remuneration of none of the employees exceeds prescribed limits.

Annexure I:

Sr. No.	Name of Director	Ratio of remuneration of each Director to the median remuneration of the employees of the Company
1.	Mr. Vijay Gupta	14.25 times of median
2.	Mrs. Priti Gupta	2.64 times of median
3.	Mr. Pratik Patel	2.54 times of median
4.	Mr. Sridhar Pillalamarri	No remuneration. only sitting fees are paid
5.	Mr. Sundararajan Srinivasan	No remuneration. only sitting fees are paid
6.	Dr. Rakesh Kumar Singh	No remuneration. only sitting fees are paid
7.	Mr. Yogeshkumar Mangubhai Desai	No remuneration. only sitting fees are paid

Annexure II:

Sr. No.	Name of Director/KMP	Designation	% Increase/(Decrease) in the Remuneration (Including sitting fees paid to the Directors)
1	Mr. Vijay Gupta	Managing Director and Chief Executive officer	No change
2	Mrs. Priti Gupta	Whole-time Director	No change
3	*Mr. Pratik Patel	Whole-time Director	No change
4	Mr. Sridhar Pillalamarri	Independent Director	No change
5	Mr. Sundararajan Srinivasan	Independent Director	No change
6	Dr. Rakesh Kumar Singh	Independent Director	No change
7	Mr. Yogeshkumar Mangubhai Desai	Independent Director	No change

8	Mr. Kamal Agrawal	Chief Financial Officer (Resigned on September 16, 2025)	NA
9	Mr. Deepak Bang	Chief Financial Officer	NA
10	Ms. Shalaka Khandelwal	Company Secretary (Resigned on March 18, 2026)	NA

Notes:

** During the year under review, Mr. Pratik Patel exercised 25,000 vested Employee Stock Options., resulting to rise in overall remuneration paid to Executive Directors of the Company, a resolution seeking ratification for remuneration paid to Executive Directors of the Company is enclosed in notice of AGM.*

As on the date of Notice of 30th AGM, a further 25,000 vested ESOPs remain outstanding and are available for exercise up to June 2028 with Mr. Pratik Patel, in accordance with the terms of ESOP Scheme.

Details as per section 197(14):

Any director who receives any commission from the company and who is Managing Director or Whole Time Director of the company, shall not be disqualified from receiving any remuneration or commission from any holding company or subsidiary company of such company, subject to its disclosure by the company in the Board's report.

For and on behalf of the Board of Directors
SOFTTECH ENGINEERS LIMITED

Sd/-
Vijay Gupta
Chairman & Managing Director
Din: 01653314

Date: August 12, 2026
Place: Pune

INDEPENDENT AUDITORS' REPORT

To the Members of SoftTech Engineers Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Standalone Financial Statements of SoftTech Engineers Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and other comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters	Principle Audit Procedures
A. Revenue recognition - fixed price contracts: Refer note 2(ix) to the accompanying Standalone Financial Statements for accounting policy and Note 22 for the revenue recorded during the year. Revenue from fixed-price contracts is recognised over the period of time either using percentage-of-completion method or over straight-line basis depending upon the	• Evaluated the appropriateness of the Company's revenue recognition policies. • Evaluated the design and implementation of key controls over the recognition of contract revenue and tested the operating effectiveness of these controls. • For a sample of contracts

contractual terms. The company uses output method to measure the progress towards the complete satisfaction of a performance obligation. This method involves outputs such as the number of units/plan approved by the customer, the number of transactions processed, phase of software completed etc. Revenue recognition is a key audit matter due to the presence of multiple contract types with varying terms, which require significant judgment in determining whether to recognize revenue on a straight-line basis or a percentage-of-completion basis, identifying milestones (outputs) to measure progress, and ensuring the accuracy of revenue recognized based on different types of outputs.	i. Identified significant terms and deliverables in the contract to assess management's conclusions regarding the identification of distinct performance obligations and milestones to determine percentage of completion ii. We tested the accuracy of milestone measurement and the corresponding revenue recognition calculations iii. Evaluated the appropriateness and adequacy of the disclosures made in the Standalone Financial Statements with respect to fixed price contract revenue in accordance with the requirements of applicable accounting standards.
B. Development costs towards intangible assets under Development Refer Note 2(viii) to the accompanying Standalone Financial Statements for accounting policy and Note 3(b) of the Standalone Balance Sheet for related disclosure. The Company's software development team is engaged in creating new software and enhancing existing ones. Eligible development costs are capitalized in line with Ind AS 38, Intangible Assets. Key judgments for capitalizing these costs include assessing technical and economic feasibility, the company's ability to identify and control the intangible asset and ensuring future economic benefits. Additionally, reliable measurement of development expenditures is crucial. Our audit focused on these areas due to the significant value of the development costs, the need to assess eligible costs for capitalization, and the judgment involved. This has been identified as a key audit matter for the current year.	• Tested the design and operating effectiveness of the controls in relation to intangible assets under development. • Evaluated the accounting policy for appropriateness in accordance with Ind AS 38, Intangible Assets. • Discussed with management and development teams to review work progress and judgments on product, focusing on different stages, economic feasibility, and criteria for recognizing intangible assets. • Tested on a sample basis the underlying costs by inspection of supporting documents such as payroll records, vendor contracts and invoices. • Evaluated Management's assessment of amortization period and method for capitalized intangible assets upon successful development. • Evaluated the appropriateness and adequacy of the disclosures in accordance with the requirements of applicable accounting standards.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the Management Discussion and Analysis, Board of Directors' Report along with its Annexures and the Corporate Governance Report included in the Annual Report but does not include the Standalone Financial Statements and our auditor's report thereon, which is expected to be made available to us after this auditors'

report date. Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable under the applicable laws and regulations.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting

from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to the financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A; a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief

were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2 i) (vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.

e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With reference to the maintenance of accounts and other matters connected therewith, refer to our comment in Paragraph 2 (b) above and refer to our comment in paragraph 2 i) (vi) below, on reporting under rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

g) With respect to the adequacy of the internal financial controls with reference to the Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B.

h) As required by section 197 (16) of the Act; in our opinion and according to information and explanation provided to us, the remuneration paid by the Company to its directors is in accordance with the provisions of section 197 of the Act and remuneration paid to directors is not in excess of the limit laid down under this section.

i) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note 30 ii);

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(iii) The following are the instances of delay in transferring amounts, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026:

Due date of payment	Actual date of payment	Amount (Rs) in Lakhs	Number of days' delay
18-10-2025	20-02-2026	0.10	125 days

(iv) (a) The Management has represented to us that, to the best of its knowledge and belief, except as disclosed in Note 5 to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on

behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented to us, that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Refer Note 40 (c) to the Standalone Financial Statements.

(c) Based on the information and explanation given to us and audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations made by the Management under sub-clause (iv)(a) and (iv)(b) above contain any material misstatement.

(v) The Company has not declared or paid dividend during the year.

(vi) Based on our examination which included test checks, the Company, has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. During the course of our audit, so far it relates to audit trail in respect of transactions, we did not come across any instance of audit trail feature being tampered with.

Additionally, the audit trail, to the extent enabled, has been preserved by the Company in accordance with applicable statutory record retention requirements.

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration Number: 101118W/W100682

Abhijeet Bhagwat
Partner
Membership Number: 136835
UDIN: 26136835UIGVZQ5686

Pune
May 26, 2026

ANNEXURE A

To the Independent Auditors' Report

Referred to in paragraph 1 under the heading, "Report on Other legal and Regulatory Requirements" of our report on even date:

(i) (a)
(A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(B) The Company is maintaining proper records showing full particulars of intangible assets.

(b) According to the information and explanations provided to us, the property, plant and equipment of the Company are being physically verified by the Management, every year. In our opinion, the frequency of verification is reasonable. The property, plant and equipment have been physically verified by the Management during the year, and no material discrepancies have been noticed on such verification.

(c) The Company does not have any immovable properties.

(d) The Company has chosen cost model for its property, plant and equipment (including Right to Use Assets) and intangible assets. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of property, plant and equipment (including Right to Use Assets) or intangible assets does not arise.

(e) According to the information and explanations provided to us, there are no proceedings that have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The Company is in the business of software development, sale of software products and software as a service and generally does not have any physical inventory. However, on March 31, 2026 the Company has inventory of software license which remain unsold till the date of audit report for which purchase order and purchase invoice has been verified.

(b) According to the information and explanations provided to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.

The Management of the Company has provided us with the quarterly returns or statements, which they have represented to us have been filed by the Company with their banks or financial institutions based on the sanction terms. Based on our procedures and in our opinion the quarterly returns or statements filed by the Company with such banks or financial institutions are not in agreement with the unaudited books of account of the Company as mentioned below:

Quarter	As per return/ statement filed	As per books/ results	Difference
Jun-25	12,657.16	12,942.39	(285.23)
Sep-25	16,178.75	16,348.90	(170.15)
Dec-25	20,140.47	18,905.35	1,235.12
Mar-26	24,018.83	25,613.84	(1,595.01)

The details provided in statement are Contract asset (gross) + Trade receivable (gross) + Trade payables + Purchases + Sales. Refer note 16 (b) to the Standalone Financial Statements. The differences arise primarily because the quarterly returns/statements are compiled and submitted to the banks on a provisional basis prior to the closure and finalisation of the books of account for the respective quarter-ends, and the figures so submitted therefore do not give effect to the period-end/closing adjustments subsequently recorded in the books of account. The Management has further informed us that the Company intends to intimate the banks and submit revised statements if permitted.

(iii) According to the information and explanations provided to us, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year and there are no opening balances. Accordingly, reporting on clause 3 (iii) (a) (A), (B), (c),(d), (e) and (f) of the Order is not applicable. The Company has made investments in two subsidiary companies during the current year.

(b) According to information and explanation provided to us and in our opinion, the investments made during the year are, prima facie; not prejudicial to the interest of the Company.

(iv) The Company has complied with the provisions of Sections 185 and 186 of the Act in respect of investments made. The Company has not granted any loans, provided any guarantees, and securities.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Act and the Rules made thereunder or amounts which are deemed to be deposits. Accordingly, reporting on clause 3 (v) of the Order is not applicable.

(vi) According to information and explanation provided to us, being a software Company, maintenance of cost records under sub-section (l) of section 148 of the Act is not applicable. Accordingly, reporting on clause 3 (vi) of the Order is not applicable.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-Tax, Sales-Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues have been generally regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of statutory dues referred in sub clause (a) above were in arrears as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) According to the information and explanation provided to us, there are no statutory dues referred to in clause (vii) (a) which have not been deposited because of any dispute except as mentioned below:

Name of Statue	Nature of Dues	Amount (Rs) in Lakhs	Paid under protest	Period to which the amount relates	Forum where the dispute is pending
The Income Tax Act, 1961	Disallowance of expenses	274.62	Nil	AY 2018-19	Assessing Officer

The Income Tax Act, 1961	Short payment of tax and interest thereon	88.47	15.20	AY 2023-24	Assessing Officer
The Maharashtra Goods and Services Tax Act, 2017	Differences in IT claimed, liability paid with GSTR 1, 3B and2A	70.08	3.24	FY 2018-19	Dy. Commissioner
The Maharashtra Goods and Services Tax Act, 2017	ITC claimed from non-genuine/ non-existent source	5.99	0.21	FY 2019-20	Dy. Commissioner
The Maharashtra Goods and Services Tax Act, 2017	Excess ITC claimed	48.95	Nil	FY 2022-23	Dy. Commissioner
The Maharashtra Goods and Services Tax Act, 2017	Short payment of tax and interest thereon	14.09	Nil	FY 2023-24	Dy. Commissioner

(viii) According to the information and explanations given to us and records examined by us, there are no transactions which were not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a)Based on our audit procedures; in our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or interest thereon to any lender.

(b) According to the information and explanations given to us, our audit procedures and as represented to us by the Management, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) According to the information and explanations given to us and in our opinion, prima facie; term loans availed by the Company in the current year were applied for the purpose for which they were obtained.

(d) According to the information and explanations given to us, the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds (borrowings) from any entity or person on account of or to meet the obligations of its subsidiaries. The Company does not have any associates or joint ventures.

(f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, reporting on clause 3 (x) (a) of the Order is not applicable.

(b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, reporting on clause 3 (x) (b) of the Order are not applicable.

(xi) (a) Based upon the audit procedures performed by us and according to the information and explanation provided to us by the Management, no fraud by the Company and no fraud on the Company has been noticed or reported during the year.

(b) According to information and explanation provided to us and based on our examination of records, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and up to the date of this report.

(c) According to information and explanation provided to us and based on our audit procedures, there were no whistle-blower complaints received by the Company during the year and up to the date of this report.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting on clause 3 (xii) (a), (b) & (c) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with Sections 177 and 188 of the Act, where applicable, and the details of transactions have been disclosed in the Financial Statements as required by Ind AS 24 'Related Party Disclosures'. Refer note 31 to the Standalone Financial Statements.

(xiv) (a) According to the information and explanations given to us and in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have taken into consideration the reports made available to us by the Management of the Internal Auditors for the period under audit.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with the directors or persons connected with them during the year. Accordingly, reporting on clause 3 (xv) of the Order is not applicable.

(xvi) (a)In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India, 1934. Accordingly, reporting on clause 3 (xvi) (b) & (c) of the Order is not applicable.

(d) According to the information and explanations given to us, there is no Core Investment Company within the Group.

(xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting on clause 3 (xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our

knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) According to the information and explanations given to us, there are no unspent amounts towards Corporate Social Responsibility (CSR) requiring transfer to a Fund specified in Schedule VII to the Act, in compliance with the provisions of Section 135(5) of the Act.

(b) According to the information and explanations given to us, there are no unspent amounts in respect of ongoing projects requiring transfer to a special account in compliance with Section 135(6) of the Act.

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration Number: 101118W/W100682

Abhijeet Bhagwat
Partner
Membership Number: 136835
UDIN: 26136835UIGVZQ5686
Pune
May 26, 2026

ANNEXURE B

To the Independent Auditors' Report

Referred to in paragraph 2 (g) under the heading, "Report on Other legal and Regulatory Requirements" of our report on even date:

Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to the Standalone Financial Statements of SoftTech Engineers Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to the Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to the Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to the Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to the Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to the Standalone Financial Statements.

Meaning of Internal Financial controls with reference to the Standalone Financial Statements

A company's internal financial controls with reference to the Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to the Standalone Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of Management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls with reference to the Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to the Standalone Financial Statements, including the possibility of collusion or improper Management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to the Standalone Financial Statements to future periods are subject to the risk that the internal financial controls with reference to the Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to the Standalone Financial Statements and such internal financial controls with reference to the Standalone Financial Statements were operating effectively as at March 31, 2026, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration Number: 101118W/W100682

Abhijeet Bhagwat
Partner
Membership Number: 136835
UDIN: 26136835UIGVZQ5686
Pune
May 26, 2026

STANDALONE BALANCE SHEET

AS AT 31 MARCH 2026

(Rs. In Lakhs)

Particulars	Notes	As at March 31 2026	As at March 31 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3	**360.28**	302.82
Right-of-use assets	4(a)	**626.60**	698.84
Other intangible assets	3(a)	**7,065.24**	5,797.39
Intangible assets under development	0	**1,956.46**	1,614.06
Financial assets			
Investments	5	**2,868.95**	1,829.04
Other financial assets	6	**1,269.71**	1,412.16
Contract assets	13	**72.79**	35.33
Income tax assets (net)	7	**7.97**	23.31
Deferred tax assets (net)	21(b)	**382.71**	248.93
Other non-current assets	8	**110.22**	40.95
Total non-current assets		**14,720.94**	12,002.83
Current assets			
Inventories	9(a)	**291.65**	125.43
Financial assets			
Investments	9(b)	**280.46**	412.16
Trade receivables	10	**3,454.55**	4,383.68
Cash and cash equivalents	11(a)	**115.74**	77.94
Bank balance other than above	11(b)	**2,014.87**	3,436.09
Other financial assets	12	**237.31**	184.41
Contract assets	13	**5,278.93**	5,144.55
Other current assets	14	**408.63**	105.63
Total current assets		**12,082.14**	13,869.88
Total assets		**26,803.08**	25,872.71
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15(a)	**1,384.21**	1,380.71
Other equity	15(b)	**17,315.50**	16,593.44
Total Equity		**18,699.71**	17,974.15
LIABILITIES			
Non-current liabilities			
Financial Liabilities			
Borrowings	16(a)	**346.06**	601.71
Lease liabilities	4(b)	**572.96**	647.53
Other non-current liabilities	20(a)	**240.00**	-
Provisions	18	**352.50**	194.42

Total non-current liabilities		**1,511.52**	1,443.66
Current Liabilities			
Financial Liabilities			
Borrowings	16(b)	**2,826.90**	2,840.79
Lease liabilities	4(b)	**136.54**	100.84
Trade payables	17		
Total outstanding dues of micro and small enterprises		**259.63**	112.43
Total outstanding dues of creditors other than micro and small enterprises		**1,088.37**	1,936.37
Other financial liabilities	19	**1,667.51**	1,108.41
Other current liabilities	20(b)	**392.14**	226.16
Provisions	18	**164.17**	94.43
Current tax liabilities (net)		**56.58**	35.47
Total current liabilities		**6,591.85**	6,454.90
Total liabilities		**8,103.37**	7,898.57
Total equity and liabilities		**26,803.08**	25,872.71

Summary of material accounting policies 1 - 2
The accompanying notes form an integral part of the Financial Statements 3 - 40

As per our report of even date attached

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration No.: 101118W/W100682

Abhijeet Bhagwat
Partner
Membership No.: 136835
Place: Pune
Date: 26 May 2026

For and on behalf of the Board of Directors

Vijay Gupta
Managing Director & CEO
DIN: 01653314
Place: Pune

Priti Gupta
Director
DIN: 01735673
Place: Pune

Aadishri Apte
Company Secretary
Membership No. A60642
Place: Pune
Date: 26 May 2026

Deepak Bang
Chief Financial Officer

STANDALONE STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED 31 MARCH 2026

(Rs. In lakhs)

Particulars	Notes	Year Ended March 31 2026	Year Ended March 31 2025
Income			
Revenue from operations	22	**12,829.94**	9,335.78
Other income	23	**549.09**	290.59
Total Income		**13,379.03**	9,626.37
Expenses			
Purchase of stock-in-trade	24(a)	**2,086.91**	1,807.24
Changes in inventories of stock in trade	24(b)	**(166.22)**	(125.43)
Employee benefit expenses	25	**2,752.62**	2,411.52
Finance cost	26	**407.30**	490.42
Depreciation and amortization expenses	27	**2,281.94**	1,632.70
Other expenses	28	**4,717.55**	2,729.61
Total Expenses		**12,080.10**	8,946.05
Profit before tax and exceptional item		**1,298.93**	680.32
Exceptional item	28(c)	**-**	77.50
Profit before tax		**1,298.93**	602.82
Tax expense			
Current Tax	21(a)	**455.53**	280.56
Deferred Tax	21(b)	**(114.09)**	(37.78)
Short/(Excess) provision for previous years		**-**	(53.97)
Total tax expense		**341.44**	188.81
Profit after tax [A]		**957.49**	414.00
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of post employment benefit obligations		**(1.98)**	(20.53)
Changes in fair value of equity investment at FVOCI		**(331.08)**	-
Income tax relating to these items		**19.69**	15.70

Other comprehensive income for the year, net of tax [B]		**(313.37)**	(4.83)
Total comprehensive income for the year [A+B]		**644.12**	409.18
Earnings per share of face value Rs. 10/- per share			
Basic earnings per share	29	**6.93**	3.16
Diluted earnings per share	29	**6.91**	3.15

As per our report of even date attached

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration No.: 101118W/W100682

Abhijeet Bhagwat
Partner
Membership No.: 136835
Date: 26 May 2026
Place: Pune

For and on behalf of the Board of Directors

Vijay Gupta
Managing Director & CEO
DIN: 01653314

Priti Gupta
Director
DIN: 01735673

Aadishri Apte
Company Secretary
Membership No. A60642
Date: 26 May 2026
Place: Pune

Deepak Bang
Chief Financial Officer

STANDALONE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. In lakhs)

Particulars	Year ended March 31 2026	Year ended March 31 2025
Cash flow from operating activities		
Net profit before tax	**1,298.93**	602.82
Adjustments for		
Depreciation and amortisation expense	**2,281.94**	1,632.70
Impairment of investments	**-**	74.05
Provision for other receivable	**-**	3.46
Provision for doubtful debts net of reversal/ debit balances written off	**1,297.75**	278.86
Provision for doubtful deposits	**-**	10.57
Changes in fair value of financial assets at fair value through profit or loss	**(15.49)**	(29.38)
Gain on sale of investment	**(2.81)**	(22.13)
Unwinding of discount on security deposits	**(7.34)**	(2.91)
Interest income classified as investing cash flows	**(346.93)**	(199.90)
Finance cost	**407.30**	490.42
Profit on sale of asset	**-**	(0.67)
Net exchange differences	**(169.99)**	(24.08)
Credit balance written back	**-**	(1.60)
Employee stock option plan	**77.94**	133.52
Cash generated from operations before working capital changes	**4,821.31**	2,945.72
Change in operating assets and liabilities		
(Increase)/Decrease in trade receivables	**612.94**	115.94
Increase/(Decrease) in trade payables	**(700.79)**	1,032.18
(Increase)/Decrease in contract assets and inventories	**(1,271.83)**	(603.35)
(Increase)/Decrease in other current asset	**(303.00)**	(34.80)
(Increase)/Decrease in other financial assets	**(69.51)**	22.85
Increase/(Decrease) in other non current assets	**(69.28)**	(35.08)
Increase/(Decrease) in other financial liabilities	**13.93**	64.25
Increase/(Decrease) in provisions	**225.85**	42.14
Increase/(Decrease) in other current liabilities	**406.01**	(178.78)
Cash generated from operations	**3,665.63**	3,371.07
Income taxes paid	**(419.08)**	(320.51)
Net cash generated from operating activities	**3,246.55**	3,050.55
Cash flows from investing activities		
Payments for property, plant and equipment	**(205.86)**	(91.18)
Sale of property, plant and equipment	**-**	1.17

Payments for intangibles assets	**(3,049.90)**	(3,444.01)
Purchase of long term investment	**-**	(343.07)
Redemption of Investment in mutual funds (net)	**150.00**	620.00
Investment in Subsidiary	**(1,197.95)**	-
Interest income	**311.03**	59.90
Investment in fixed deposits with banks	**1,572.76**	(3,528.89)
Net cash (used in) investing activities	**(2,419.92)**	(6,726.07)
Cash flows from financing activities		
Proceeds from issues of shares/warrants	**3.50**	4,001.39
Proceeds from long term borrowings	**932.75**	1,137.00
Repayment of long term borrowings	**(709.98)**	(729.90)
Net change in short term borrowings	**(492.32)**	(100.70)
Lease payments	**(179.12)**	(155.10)
Dividend Transfer to Shareholders Education Fund	**(0.10)**	-
Interest paid	**(343.57)**	(428.05)
Net cash generated from financing activities	**(788.84)**	3,724.64
Net increase/ (decrease) in cash and cash equivalents	**37.80**	49.12
Cash and cash equivalents at the beginning of the financial year	**77.94**	28.82
Cash and cash equivalents at the end of the period	**115.74**	77.94

Refer note 28(b) for cash outflow relating to CSR activity
Refer note 19 for changes in liability arising from financing activity
Cash flow is prepared under Indirect Method as per AS 3 "Cash Flow Statements"

As per our report of even date attached

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration No.: 101118W/W100682

Abhijeet Bhagwat

Partner
Membership No.: 136835
Place: Pune
Date: 26 May 2026

For and on behalf of the Board of Directors

Vijay Gupta
Managing Director & CEO
DIN: 01653314

Priti Gupta
Director
DIN: 01735673

Aadishri Apte

Company Secretary
Membership No. A60642
Place: Pune
Date: 26 May 2026

Deepak Bang
Chief Financial Officer

STANDALONE STATEMENT OF CHANGES IN EQUITY

For the period ended 31 March 2026

(All amounts in ₹ Lakhs unless otherwise stated)

A. Equity share capital

Particulars	Total
Balance as at March 31, 2024	1,281.91
Changes in equity share capital during the year	98.80
Balance as at March 31, 2025	1,380.71
Changes in equity share capital during the year	**3.50**
Balance as at March 31, 2026	**1,384.21**

B. Other equity

Particulars	Reserve and surplus			Other components of equity		Total other equity
	Securities premium account	Share options outstanding account	Retained earnings	Equity instruments through OCI	Money received against share warrants	
Balance as at March 31, 2024	6,417.31	(0.00)	5,636.14	94.70	-	12,148.14
Profit for the year	-	-	414.00	-	-	414.00
Other comprehensive income (net of tax)	-	-	(15.36)	10.54	-	(4.83)
Transferred during the year to Share premium/Share Capital Account on account of allotment of shares/ Employee stock options reserve	3,902.59	133.52	-	-	-	4,036.12
Premium on shares issued during the year	-	-	-	-	-	-
Balance as at March 31, 2025	10,319.90	133.52	6,034.78	105.24	-	16,593.44
Profit for the year	**-**	**-**	**957.49**	**-**	**-**	**957.49**
Other comprehensive income (net of tax)	**-**	**-**	**(1.48)**	**(311.89)**	**-**	**(313.37)**
Transferred during the year to Share premium/Share Capital Account on account of allotment of shares/ Employee stock options reserve	**130.11**	**77.94**	**-**	**-**	**-**	**208.05**

Utilisation of employee stock option reserve	**-**	**(130.11)**	**-**	**-**	**-**	**(130.11)**
Balance as at March 31, 2026	**10,450.01**	**81.35**	**6,990.79**	**(206.66)**	**-**	**17,315.50**

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration No.: 101118W/W100682

Abhijeet Bhagwat

Partner
Membership No.: 136835
Place: Pune
Date: 26 May 2026

For and on behalf of the Board of Directors

Vijay Gupta
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Company Secretary
Membership No. A60642
Place: Pune
Date: 26 May 2026

Deepak Bang
Chief Financial Officer

NOTES
to standalone financial statements for the period ended March 31, 2026

1. Corporate information

SoftTech Engineers Limited (the "Company") was founded in 1996 and is based out of Pune. The registered and corporate address was changed w.e.f 15th January, 2021 to SoftTech Towers, S NO 1/1A/7 8 15 16 17, Baner, Pune – 411045, Maharashtra, India.

The equity shares of the Company have been listed in the SME portal of National Stock Exchange of India Limited ('NSE') on 11 May 2018. The company has migrated to the main board of the National Stock Exchange and Bombay Stock Exchange w.e.f. 25th February, 2022 from NSE-SME platform.

The Company is an information technology and software development services organisation, delivering end to end solution in Architectural-Engineering-Construction (AEC) space, catering to government bodies, municipalities, property developers, municipal corporations, investors, real estate companies, contractors, architects and consultants.

2. Material accounting policies

i. Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) read with the Companies Indian Accounting Standards Rules, 2015 as amended and other relevant provisions of the Act.

The financial statements were authorised for issue by the Board of Directors on 26th May, 2026.

ii. Basis of measurement

The financial statements have been prepared on a historical cost basis, except for certain items, which are measured on an alternative basis on each reporting date.

Items	Measurement basis
Defined benefit plan assets	Fair value
Certain financial instruments (refer note 33) Employee stock options	Fair value Grant date fair value

iii. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency. All financial information is presented in Lakhs in INR, unless otherwise stated.

iv. Current or non-current classification

All assets and liabilities have been classified as current or non-current as per the company's normal operating cycle and other criteria as set out in the Division II of Schedule III as amended to the Act.

Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities for product business.

v. Significant accounting judgements, estimates and assumptions

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, current assets, non-current

assets, current liabilities, non-current liabilities and disclosure of the contingent liabilities at the end of each reporting period. Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying value of assets or liabilities in future periods.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Critical estimates and judgements

The preparation of the Company's standalone financial statements requires management to make estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the accompanying disclosures, and disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities effected in future period.

- **Estimation of defined benefit plan**

Employee benefit obligations are determined using independent actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual results in the future. These include the determination of discount rate, future salary increase, experience of employee departure and mortality rates. Due to the complexities involves in the valuation and its long-term nature, employee benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

- **Fair value measurements of financial instruments**

When fair value of financial assets and financial liabilities recorded in balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation technique including the Discounted Cash flow ("DCF") model. The inputs to these models are taken from observable markets where possible, but where there is not feasible, a degree of judgement is required in establishing their values. Judgement includes consideration of inputs such as credit risk and future projections. Changes in assumptions about these factors could affect the reported fair values of financial instruments.

- **Impairment of investment in subsidiaries and associates**

The company reviews its carrying value of investment in subsidiaries carries at cost (net of impairment, if any) when there is indication of impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for in the standalone statement of profit and loss. Significant judgement and estimate is required in determining recoverable amount.

- **Impairment of other non-financial assets i.e. Intangible Assets and Intangible Assets under Development**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less cost of disposal and its value in use. Significant judgement and estimate is required in determining recoverable amount.

- **Impairment of Trade Receivables and Contract asset**

The Company uses the simplified approach to calculate expected credit losses for impairment on trade receivables and contract asset. Judgement is involved in determining adjustments for forward looking adjustments and time value of money.

- **Revenue recognition for fixed-price contract**

Revenue for fixed-price contracts is recognised over the period of time either using percentage-of-completion method or over straight-line basis depending upon the contractual terms. The multiple types of contracts with different terms requires significant judgement in determining whether to recognise revenue on straight-line basis or percentage of completion basis, identification of milestone (output) to measure the progress of work, determining accuracy of revenue to be recognised using different types of outputs.

- **Recognition of Intangible assets and its useful life**

For an intangible asset to be recognized, it must meet criteria such as identifiability, control over the resource, and expectation of future economic benefits. Judging whether these criteria are met requires professional judgment. Estimating the fair value of intangible assets often involves significant judgment, especially when market-based evidence is not readily available. This may require the use of valuation techniques like discounted cash flow (DCF) models, which rely on subjective assumptions about future cash flows, discount rates, and growth rates.

The Management reviews the estimated useful lives of intangible assets at the end of each reporting period. Factors such as changes in the expected level of usage and technological developments could significantly impact the economic useful lives of the asset, consequently leading to a change in the future amortization charge.

vi. Cash and cash equivalents

Cash at banks, cash on hand and short-term deposits with an original maturity of three months or less and which are subject to an insignificant risk of changes in value are classified as cash and cash equivalents.

vii. Property, plant and equipment

Items of property, plant and equipment are measured at cost of acquisition or construction less accumulated depreciation and/or accumulated impairment loss, if any. The cost of an item of property, plant and equipment comprises its purchase price, including import duties, and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price.

Borrowing costs such as interest expenses directly attributable to the construction of a qualifying asset are capitalised as part of the cost.

Parts of an item of property, plant and equipment having different useful lives, (if any) are accounted for as separate items (major components) of property, plant and equipment.

The cost of internally generated computer software developed for providing services by integrating it with computer system is recognised as tangible asset. The cost of computer and computer software for providing such services are grouped as 'Service Cell System'

Property, plant and equipment under construction are disclosed as capital work-in-progress.

Advances paid towards the acquisition of property, plant and equipment outstanding at each reporting date are disclosed under "Other non-current assets".

- **Subsequent costs**

  The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of property, plant and equipment are recognised in the statement of profit and loss as incurred.

- **Disposal**

  An item of property, plant and equipment is derecognized upon disposal or when no future benefits are expected from its use. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net within other income/expenses in the statement of profit and loss.

- **Depreciation**

  Depreciation on property, plant and equipment is provided using the straight-line method based on the useful lives of assets as estimated by the management. Depreciation is charged on pro-rata basis for assets purchased/sold during the year.

  The following assets are depreciated at a rate which are in line with Schedule II of the Companies Act, 2013 considering the estimated useful life of the assets and obsolescence except Service cell system:

Class of assets	Useful life as followed by the Company (in Years)
Furniture, fixtures and fittings	10
Vehicles	8
Office equipment	5
Computers	3
Servers	6
Service cell system	5
Leasehold improvements	Over the lease period

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Right to use assets are depreciated on straight line basis over the lease period or useful life of asset whichever is lower. However, if the lease transfers ownership of the underlying asset to the Company by the end of the lease term or if the cost of the right-of-use asset reflects that the Company will exercise a purchase option, the Company depreciates the right-of-use asset from the commencement date to the end of the useful life of the underlying asset.

viii. Intangible assets and amortization

- **Recognition and measurement**

  Internally generated Intangible assets (mainly software) are recognised when the asset is identifiable, is within the control of the Company, it is probable that the future economic benefits that are attributable to the asset will flow to the Company and cost of the asset can be reliably measured.

Intangible assets acquired by the Company that have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses.

- **Research and development expenditure on new products:**

  Expenditure on research is expensed under respective heads of account in the period in which it is incurred. Development expenditure on new products is capitalised as intangible asset, if all of the following can be demonstrated:

  1. the technical feasibility of completing the intangible asset so that it will be available for use or sale;
  2. the Company has intention to complete the intangible asset and use or sell it;
  3. the Company has ability to use or sell the intangible asset;
  4. the manner in which the probable future economic benefits will be generated including the existence of a market for output of the intangible asset or intangible asset itself or if it is to be used internally, the usefulness of intangible assets;
  5. the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
  6. the Company has ability to reliably measure the expenditure attributable to the intangible asset during its development.

  Development expenditure that does not meet the above criteria is expensed in the period in which it is incurred. Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as Intangible assets under development.

- **Subsequent measurement**

  Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

- **Amortisation**

  Amortisation of the asset begins when development is complete and the asset is available for use. Internally generated intangible assets are amortised on a straight line basis over their estimated useful life of 4 years, and computer software are amortised on a straight line basis over their estimated useful life of five years.

  The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern.

  Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

ix. Inventories

Inventories comprise software licenses purchased for resale and are carried at the lower of cost and net realizable value. Cost is determined using the FIFO method. Net realizable value is the estimated selling price in the ordinary course of business less selling expenses.

x. Revenue recognition

Sale of Products and Rendering of services

1) Fixed-price contracts: Revenue for fixed-price contracts is recognised over the period of time using percentage-of-completion method. The percentage of completion is determined by the company using output method, which is measured by the number of units/plan approved by the customer, the number of transactions processed from the software etc.

The fixed price revenue contracts of the Company are by their nature complex given the significant judgements involved in estimation of efforts required to complete any particular project.

This estimate has a high inherent uncertainty as it requires consideration of progress of the contract, efforts input till date and efforts required to complete the remaining contract performance obligations, and the ability to deliver the contracts within planned timelines. The estimates involved are reviewed by the management on periodic basis.

Changes in the estimates as contract progresses can result in material adjustments to revenue recorded by the Company.

2) Operation and maintenance contract: Revenue related to these contracts is recognised based on time elapsed mode and revenue is straight-lined over the period of performance.

3) Sale of licenses: Revenue from licenses where the customer obtains a "right to use "the licenses is recognized at the time the license is made available to the customer. Revenue from licenses where the customer obtains a "right to access" is recognized over the access period. Revenue from sale of traded software licenses is recognised on delivery to the customer. Cost and earnings in excess of billings are classified as unbilled revenue while billings in excess of cost and earnings are classified as unearned revenue.

Due to the short nature of credit period given to customers, there is no material financing component in the contract.

Other income

1) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

2) Dividend income is recognized when the right to receive the dividend is established.

xi. Finance costs

Finance costs are interest and other costs that an entity incurs in connection with the borrowing of funds. It also includes exchange differences in relation to the foreign currency borrowings to the extent those are regarded as an adjustment to the borrowing costs.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale which is usually 12 months or more.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from

the borrowing costs eligible for capitalization.
All other borrowing costs are expensed in the period in which they are incurred.

xii. Foreign currencies transactions

The financial statements are presented in INR, which is also the company's functional and presentation currency.

Transactions and balances

Transactions in foreign currencies are recorded at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

xiii. Employee Benefits

Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, wages, expected cost of bonus, leave travel allowance etc. are recognized in the period in which the employee renders the related service.

Post-Employment Benefits

Defined Contribution Plans
The Company's state governed provident fund scheme and employee state insurance scheme are defined contribution plans. The contribution paid/payable under the scheme is recognized during the period in which the employee renders the related service.

Defined Benefit Plans

The company operates only one defined benefit plans for its employees, viz., gratuity. The costs of providing benefits under the plan are determined on the basis of actuarial valuation at each year-end. Separate actuarial valuation is carried out for the plan using the projected unit credit method.
The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Gains or losses on the curtailment or settlement of any defined benefit plan are recognized when the curtailment or settlement occurs. Past service cost is recognized as expenses on a straight-

line basis over the average period until the benefits become vested. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

Long Term Employee Benefit

The company encourages all its employees to consume their Earned Leaves (EL) during the yearly cycle itself. No earned leaves shall be carried forward or encashed w.e.f. 1st April, 2024, these should be consumed with in the same financial year. Therefore no liability arises for compensated absences from the current financial year.

Employee stock compensation cost

The stock options granted to employees in terms of the Company's Stock Options Schemes, are measured at the fair value of the options at the grant date. The fair value of the options is treated as discount and accounted as employee compensation cost over the vesting period on a straight-line basis. The amount recognised as expense in each year is arrived at based on the number of grants expected to be vested. If a grant lapses after the vesting period, the cumulative discount recognised as expense in respect of such grant is transferred to the retained earnings. The share-based payment equivalent to the fair value as on the date of grant of employee stock options granted to key managerial personnel is disclosed as a related party transaction in the year of grant.
The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

xiv. Taxes

Current income tax

Tax on income for the current period is determined based on taxable income after considering various provisions of the Income Tax Act, 1961 and based on the enacted rate.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss. Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax

Deferred tax is provided using the balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.
Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is

recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

xv. Provisions and contingent liabilities

A Provision is recognized when the Company has a present obligation as a result of a past event and it is probable that an outflow of resources is expected to settle the obligation, in respect of which a reliable estimate can be made.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Provision for warranty is recognized when the product is sold. Provision is made on historical experience. The estimate of such warranty related costs is revised annually.

Contingent liability is disclosed in case of

a. a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation.
b. present obligation arising from past events, when no reliable estimate is possible
c. a possible obligation arising from past events where the probability of outflow of resources is not remote.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

xvi. Leases

Lease is a contract that provides to the customer (lessee) the right to use an asset for a period of time in exchange for consideration.

Company as a Lessee

A lessee is required to recognize assets and liabilities for all leases with a term that is greater than 12 months, unless the underlying asset is of low value, and to recognize depreciation of leased assets separately from interest on lease liabilities in the statement of Profit and Loss.

Initial Measurement
Right to use asset

At the commencement date, the Company measures the right-of-use asset at cost. The cost of the right-of-use asset shall comprise:

- the amount of the initial measurement of the lease liability
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the lessee; and
- an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. The lessee incurs the obligation for those costs either at the commencement date or as a consequence of having used the underlying asset during a particular period.

Lease liability

At the commencement date, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the following payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable by the Company under residual value guarantees;
- the exercise price of a purchase option if the Company is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

Subsequent measurement
Right to use asset

Subsequently the Company measures the right-of-use asset at cost less any accumulated depreciation and any accumulated impairment losses.

Lease Liability

Subsequently the Company measures the lease liability by:

- increasing the carrying amount to reflect interest on the lease liability at the interest rate implicit in the lease, if that rate can be readily determined or the Company's incremental borrowing rate.
- reducing the carrying amount to reflect the lease payments made; and
- re-measuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

xvii. Impairment of non-financial assets

The company assesses at each balance sheet date whether there is any indication that an asset or cash generating unit (CGU) may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's or CGU's net selling price or its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.
Impairment losses are recognized in the statement of profit and loss.

xviii. Fair value measurement

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. Quoted market prices, when available, are used as the measure of fair value. In cases where quoted market prices are not available, fair values are determined using present value estimates or other valuation techniques which maximize the use of relevant observable inputs and minimize the use of unobservable inputs, for example, the present value of estimated expected future cash flows using discount rates commensurate with the risks involved. Fair value estimation techniques normally incorporate assumptions that market participants would use in their estimates of values, future revenues, and future expenses, including assumptions about interest rates, default, prepayment and volatility. Because assumptions are inherently subjective in nature, the estimated fair values cannot be substantiated by comparison to independent market quotes and, in many cases, the

estimated fair values would not necessarily be realised in an immediate sale or settlement of the instrument.

For cash and other liquid assets, the fair value is assumed to approximate to book value, given the short-term nature of these instruments. For those items with a stated maturity exceeding twelve months, fair value is calculated using a discounted cash flow methodology.

The financial instruments carried at fair value are categorized under the three levels of the Ind AS fair value hierarchy as follows:

Level 1: Quoted market prices (unadjusted) in active markets for identical assets or liabilities that the Company has the ability to access. This level of the fair value hierarchy provides the most reliable evidence of fair value and is used to measure fair value whenever available.

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs). These inputs reflect the Company's own assumptions about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk). These inputs are developed based on the best information available in the circumstances, which include the Company's own data. The Company's own data used to develop unobservable inputs is adjusted if information indicates that market participants would use different assumptions.

xix. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets: Initial recognition and measurement

All financial assets except Trade Receivables are recognised initially at fair value. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

a. Debt instruments at amortised cost
b. Debt instruments at fair value through other comprehensive income (FVTOCI)
c. Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
d. Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Derecognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retain substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Impairment of financial asset

Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at

amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- Financial assets that are debt instruments and are measured as at FVTOCI
- Lease receivables
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115
- Loan commitments which are not measured as at FVTPL
- Financial guarantee contracts which are not measured as at FVTPL

The company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables or contract revenue receivables

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on expected lifetime loss at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used.

Financial liabilities: Initial recognition and measurement

The company initially recognises loans and advances, deposits, debt securities issued and subordinated liabilities at their fair value on the date on which they are originated. All other financial instruments (including regular-way purchases and sales of financial assets) are recognised on the trade date, which is the date on which the company becomes a party to the contractual provisions of the instrument.

A financial liability is measured initially at fair value minus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. Transaction costs of financial liabilities carried at fair value through profit or loss are expensed in profit or loss.

Subsequent Measurement

For purposes of subsequent measurement, financial liabilities are classified and measured as follows:

1) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risks are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit and loss.

2) Loans and Borrowings at amortised Cost

This is the category most relevant to the Company. After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised

in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or when it expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

xx. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period as reduced by number of shares bought back, if any. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

xxi. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decision.

Segment accounting policies are in line with the accounting policies of the Company.

Note 3: Property, Plant and Equipment

Particulars	Furniture and fixtures	Vehicle	Office equipment	Computers	Service cell Systems	Leasehold improvements	Total
Gross carrying amount as at April 1, 2024	180.88	27.76	281.81	188.09	0.63	28.33	707.49
Additions during the year	1.60	-	7.43	82.15	-	-	91.18
Disposals during the year	-	-	3.16	-	-	-	3.16
Gross carrying amount as at March 31, 2025	182.48	27.76	286.08	270.24	0.63	28.33	795.51
Accumulated depreciation as at March 31, 2024	59.36	16.96	173.49	103.98	0.63	9.17	363.59
Depreciation charge during the year	18.27	4.24	54.86	51.56	-	2.83	131.75
Accumulated depreciation on disposals during the year	-	-	2.65	-		-	2.65
Gross accumulated depreciation as at March 31, 2025	77.63	21.20	225.70	155.54	0.63	12.00	492.70
Net carrying amount as at March 31, 2025	104.85	6.56	60.38	114.70	0.00	16.33	302.82

Particulars	Furniture and fixtures	Vehicle	Office equipment	Computers	Service cell Systems	Leasehold improvements	Total
Gross carrying amount as at March 31, 2025	**182.48**	**27.76**	**286.08**	**270.24**	**0.63**	**28.33**	**795.51**
Additions during the year	**21.06**	**-**	**5.77**	**179.03**	**-**	**-**	**205.86**
Disposals during the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Gross carrying amount as at March 31, 2026	**203.54**	**27.76**	**291.85**	**449.27**	**0.63**	**28.33**	**1,001.38**
Accumulated depreciation as at March 31, 2025	**77.63**	**21.20**	**225.70**	**155.54**	**0.63**	**12.00**	**492.70**
Depreciation charge during the year	**19.90**	**4.24**	**48.03**	**73.40**	**-**	**2.83**	**148.40**
Accumulated depreciation on disposals during the year	**-**	**-**	**-**	**-**		**-**	**-**

Gross accumulated depreciation as at March 31, 2025	**97.52**	**25.44**	**273.73**	**228.94**	**0.63**	**14.84**	**641.10**
Net carrying amount as at March 31, 2026	**106.02**	**2.32**	**18.12**	**220.33**	**0.00**	**13.49**	**360.28**

Refer Note 2 (vii) for policy on depreciation
Refer note 30 i) for disclosure of contractual commitments for the acquisition of Property, plant and equipment.
Refer Note 16(c) for information on Property, plant and equipment provided as security by the company.
The company does not hold any immovable property

Note 3 (a): Other Intangible Assets

Particulars	Computer software	Internally generated software	Total
Gross carrying amount as at April 1, 2024	21.09	6,969.19	6,990.29
Additions during the year	2.20	3,256.01	3,258.21
Disposals during the year		-	-
Gross carrying amount as at March 31, 2025	23.29	10,225.20	10,248.50
Accumulated amortization as at April 1, 2024	18.72	3,000.25	3,018.98
Amortization charge for the year	1.60	1,430.54	1,432.14
Accumulated amortization on disposals during the year		-	-
Gross accumulated amortization as at March 31, 2025	20.32	4,430.79	4,451.11
Net carrying value as at March 31, 2025	2.97	5,794.41	5,797.39

Particulars	**Computer software**	**Internally generated software**	**Total**
Gross carrying amount as at March 31, 2025	**23.29**	**10,225.20**	**10,248.49**
Additions during the year	**6.75**	**3,305.34**	**3,312.09**
Disposals during the year		**-**	**-**
Gross carrying amount as at March 31, 2026	**30.04**	**13,530.53**	**13,560.58**
Accumulated amortization as at March 31, 2025	**20.32**	**4,430.79**	**4,451.11**
Amortization charge for the year	**1.27**	**2,042.96**	**2,044.23**
Accumulated amortization on disposals during the year		**-**	**-**
Gross accumulated amortization as at March 31, 2026	**21.59**	**6,473.75**	**6,495.34**
Net carrying value as at March 31, 2026	**8.46**	**7,056.78**	**7,065.24**

Refer Note 2(viii) for policy on amortization.
The Company is an information technology and software service organisation, delivering end to end solutions in architectural-Engineering-Construction (AE) space. The Company internally develops softwares to deliver aforesaid services. The software development cost and its upgradation cost is capitalised as internally generated software.

Note 3 (b): Intangible assets under development

Particulars	Internally generated software
Opening gross carrying amount as on April 1, 2024	1,666.21
Additions	3,203.85
Less: Capitalised during the year	(3,256.01)
Gross carrying amount as on March 31, 2025	1,614.06

Particulars	**Internally generated software**
Opening gross carrying amount as on April 1, 2025	**1,614.06**
Additions	**3,647.74**
Less: Capitalised during the year	**(3,305.34)**
Gross carrying amount as on March 31, 2026	**1,956.46**

Projects whose completion is overdue or has exceeded its cost compared to its original plan the year ended March 31, 2026 ₹ NIL (March 31, 2025 ₹ Nil)
There is significant management judgement and estimate involved in identifying the amount, nature of expenses to be allocated to an internally generated intangible asset (software).

Intangible assets under development ageing schedule

As at 31st March 2026

Intangible assets under development	**Amount in Intangible assets under development for a period of**				
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	**1,956.46**	**-**	**-**	**-**	**1,956.46**
Projects teamporarily suspended	**-**	**-**	**-**	**-**	-
Total	**1,956.46**	**-**	**-**	**-**	**1,956.46**

As at 31st March 2025

Intangible assets under development	Amount in Intangible assets under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	1,397.84	184.14	-	32.08	1,614.06
Projects teamporarily suspended	-	-	-	-	-
Total	1,397.84	184.14	-	32.08	1,614.06

Note 4 (a): Right-of-use assets (ROU)

Particulars	**Amount**
Gross carrying amount as at April 1, 2024	1,071.81

Add: Additions	122.86
Less: Disposals	-
Gross carrying amount as at March 31, 2025	1,194.67
Accumulated depreciation as at April 1, 2024	379.47
Add: Depreciation charge on right-of-use assets*	116.36
Less: Disposals	-
Accumulated depreciation as at March 31, 2025	495.83
Net carrying amount as at March 31, 2025	698.84
Gross carrying amount as at March 31, 2025	**1,194.67**
Add: Additions	**69.15**
Less: Disposals	**-**
Gross carrying amount as at March 31, 2026	**1,263.82**
Accumulated depreciation as at March 31, 2025	**495.83**
Add: Depreciation charge on right-of-use assets*	**141.39**
Less: Disposals	**-**
Accumulated depreciation as at March 31, 2026	**637.22**
Net carrying amount as at March 31, 2026	**626.60**

*Includes INR 52.08 Lakhs (March 31, 2025: 47.56 lakhs) capitalised during the year.

The net depreciation expense on ROU assets is disclosed under depreciation and amortization expense in the statement of Profit and Loss.

Note 4 (b): Lease liabilities

Particulars	Mar 31 2026	March 31 2025
Non-current	**572.96**	647.53
Current	**136.54**	100.84
Total	**709.50**	748.38

Interest expenses on lease liabilities

Particulars	Mar 31 2026	March 31 2025
Interest on lease liabilities	**71.09**	67.22

Expenses on short term leases / low value assets

Particulars	Mar 31 2026	March 31 2025
Short term leases	**3.00**	10.80
Low value assets	-	-

Amounts recognised in the statement of cash flow

Particulars	Mar 31 2026	March 31 2025
Total cash outflow for leases	**(179.12)**	(165.90)

Maturity analysis of lease liabilities

Particulars	Mar 31 2026	March 31 2025
Less than one year	**136.54**	100.84
One to five years	**572.96**	647.53
More than five years	**-**	-
Total lease liabilities at year end	**709.50**	748.37

Other Information:

The company's leasing activities are restricted to leasing premises for their corporate and regional offices. These lease contracts provide for lease rentals to increase each year on account of inflation.

The company does not face significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.There are no variable lease payments and guaranteed residual value in existing lease agreements.

During the previous financial year, in accordance with Ind AS 116, the company has reassessed the lease term for the premises that it is currently occupying as it's corporate office, leading to a remeasurement of lease liability.

"The Company has elected to apply the recognition exemption for short-term leases as permitted under Ind AS 116 – Leases. Short-term leases are leases with a lease term of 12 months or less from the commencement date and do not contain a purchase option.

Accordingly, the Company does not recognize right-of-use assets or lease liabilities for such leases. Lease payments associated with short-term leases are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term or another systematic basis if that basis is more representative of the pattern of the lessee's benefit."

Note 5: Non-current Investments

Particulars	As at March 31 2026	As at March 31 2025
Investment carried at cost		
Investments in equity shares of subsidiaries (fully paid up)		
Unquoted		
SoftTech Finland OY	**2.03**	2.03
[1,000 (March, 2025 : 1000) equity shares of Euro 2.50 each fully paid up]		
Amplinxt Private Limited	**110.99**	110.99
[46,663 (March, 2025 : 46,663) equity shares of Rs. 10 each fully paid up]		
Amplinxt Foundation (formerly known as SoftTech Care Foundation)	**0.90**	0.90
[9,000 (March, 2025: 9,000) equity shares of Rs. 10 each fully paid up]		
SoftTech Engineers Inc.	**6.08**	6.08
[800,000 (March, 2025 : 800,000) equity shares of USD 0.01 each fully paid up]		
SoftTech Digital Solutions Ltd.	**0.11**	0.11
[100 (March, 2025: 100) equity shares at GBP 1 each]		
SoftTech Digital Pte Ltd.	**124.54**	124.54
[1,98,039 (March, 2025 : 1,98,039) at 1 SGD each]		
Envee IT Pvt. Ltd	**0.96**	0.96

[9,600 (March, 2025: 9600) equity shares at 10 each]		
SoftTech Digital AG	**1,125.11**	-
[10,50,000 (March, 2025: NIL) equity shares at 1 Euro each]		
Sub-Total	**1,370.72**	245.61
Less: Impairment provision	**(2.03)**	(2.03)
Total	**1,368.69**	243.58
Investments in equity shares of others at fair value through profit and loss (fully paid up)		
Unquoted		
The Mahesh Sahakari Bank Limited	**3.58**	3.58
(14,300 (March, 2025: 14,300) equity shares of ₹ 25 each fully paid up)		
The Saraswat Co-operative Bank Limited	**0.25**	0.25
[2,500 (March, 2025: 2500) equity shares of ₹ 10 each fully paid up]		
Total	**3.83**	3.83
Investments in equity shares of other companies at fair value through other comprehensive income (partly paid)		
Unquoted		
QI Square Singapore	**129.05**	460.13
[150,054, SGD 5,78,244 paid and SGD 1,00,000 unpaid (March 2024 : 1,50,054, SGD 5,78,244 paid and SGD 1,00,000 unpaid) equity shares of SGD 0.01 each partly paid up]		
Total	**129.05**	460.13
Investments in debentures of subsidiaries at fair value through profit and loss (fully paid up)		
Unquoted		
SoftTech Finland OY Debentures	**72.02**	72.02
[24,000 (March, 2025: 24,000) 1% optionally convertible debentures of Euro 2.50 each fully paid up]		
SoftTech Engineers Inc. Debentures	**1,214.98**	1,056.44
[11,67,00,000 (March, 2025 : 11,67,00,000) 1% optionally convertible debentures of USD 0.01 each fully paid up]		
Sub-Total	**1,287.00**	1,128.46
Less: Impairment provision	**(72.02)**	(72.02)
Total	**1,214.98**	1,056.44
Investments in debentures of subsidiaries at amortised cost (fully paid up)		
Unquoted		
SoftTech Digital Pte Ltd.. Debentures	**152.40**	65.06

[2000 (March 2025 : 1000) 4% optionally convertible debentures of SGD 100 each fully paid up]		
Total	**152.40**	65.06
Grand Total	**2,868.95**	1,829.04
Aggregate amount of unquoted investments	**2,868.95**	1,829.04
Aggregate amount of impairment in the value of investments	**(74.05)**	(74.05)

Note: Number of shares/debentures are in full figures
The company has complied with the number of layers of companies as prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
Refer Note 33 (i) for Fair value measurements of financial assets and liabilities and refer Note 33 (ii) for Fair value hierarchy disclosures for financial assets and liabilities.

Disclosure pursuant to section 186(4) of the Act

There are no guarantees issued or loans given by the Company as at 31st March, 2026 and 31st March, 2025. Details of Investments made are given in note above.

Details of investment made by the Company in its wholly owned subsidiary for further investment in its step down subsidiary

As at 31 March 2026

Name of intermediary	Date of investment (MM/DD/YYYY)	Amount of investment	Date of further advance (MM/DD/YYYY)	Amount of further advance	Name of ultimate beneficiary
SoftTech Digital Pte. Ltd.	**7/2/2025**	**68.05**	**NA**	**NA**	**SoftTech Digital Software LLC**
Total*		**68.05**		**-**	

As at 31 March 2025

Name of intermediary	Date of investment (MM/DD/YYYY)	Amount of investment	Date of further advance (MM/DD/YYYY)	Amount of further advance	Name of ultimate beneficiary
SoftTech Engineers Inc	4/12/2023	167.34	9/13/2024	20.92	SoftTech Government Solutions Inc
	5/24/2024	16.80	5/28/2024	16.80	SoftTech Digital Pte Ltd
SoftTech Engineers Inc	12/20/2024	85.44	12/23/2024	42.72	SoftTech Government Solutions Inc

			12/30/2024	42.72	SoftTech Government Solutions Inc
SoftTech Engineers Inc	2/12/2025	130.95	2/13/2025	43.65	SoftTech Government Solutions Inc
SoftTech Digital Pte. Ltd. (remitted by SoftTech Engineers Inc)	5/28/2024	16.80	5/28/2024	10.62	SoftTech Digital Software LLC
SoftTech Digital Pte. Ltd.	8/27/2024	65.61	8/30/2024	13.16	SoftTech Digital Software LLC
			10/30/2024	9.11	SoftTech Digital Software LLC
Total*		482.95		199.71	

* The company has complied with relevant provisions of the Foreign Exchange Management Act,1999 and the Companies Act, 2013 and the above transactions are not violative of the Prevention of Money Laundering Act, 2002.

Note 6: Other non-current financial assets

Particulars	As at March 31 2026	As at March 31 2025
Unsecured, considered good		
Bank deposits with maturity of more than 12 months (Refer note below)	**1,195.46**	1,346.89
Security deposits	**46.16**	37.17
Earnest money deposit	**28.10**	28.10
Total other non-current financial assets	**1,269.71**	1,412.16

Details of bank deposits pledged:
Deposit of INR 622.38 lakhs (March 31, 2025: INR 689.88 lakhs) are pledged as security against the short-term borrowings.
Deposit of INR 267.14 lakhs (March 31, 2025: INR 144.56 Lakhs) are held against bank guarantees.
Deposit of INR 1.54 lakhs (March 31, 2025: INR 1.54 Lakhs) are held as security deposit

Refer Note 33 (i) for Fair value measurements of financial assets and liabilities and refer Note 33 (ii) for Fair value hierarchy disclosures for financial assets and liabilities.

Note 7: Income tax assets (net)

Particulars	As at March 31 2026	As at March 31 2025
Advance tax and tax deducted at source (net of provision)	**7.97**	23.31
Total income-tax assets	**7.97**	23.31

Note 8: Other non-current assets

Particulars	As at March 31 2026	As at March 31 2025
Balances with government authorities*	**27.36**	3.45
Prepaid expenses	**82.87**	37.50
Total other non- current assets	**110.22**	40.95

* This belongs to money paid under protest, refer note 30 ii) for details

Note 9(a): Inventories

Particulars	As at March 31 2026	As at March 31 2025
Stock-in-trade*	**291.65**	125.43
Total inventories	**291.65**	125.43

*The inventory includes purchases made for ArcGIS Software but remained unsold to the customer as on reporting date.

Note 9(b): Current investments

Particulars	As at March 31 2026	As at March 31 2025
Investments in Mutual Funds (measured at fair value through profit and loss)		
Quoted		
SBI Magnum Low Duration Fund	**96.71**	238.35
2,661.855 (March 2025 : 6,959.896) units		
HDFC Low Duration Fund	**7.78**	7.31
12,928.842 (March, 2025 : 12,928.842) units		
HDFC Medium Term Debt Fund	**175.97**	166.49
3,02,147.894 (March, 2025 : 3,02,147.894)		
Total current investments	**280.46**	412.16
Aggregate carrying value of quoted investments	**280.46**	412.16
Market value of quoted investments	**280.46**	412.16

Refer Note 33 (i) for Fair value measurements of financial assets and liabilities and refer Note 33 (ii) for Fair value hierarchy disclosures for financial assets and liabilities.

Note 10: Trade receivables

Particulars	As at March 31 2026	As at March 31 2025
Trade receivables from contract with customers	**4,082.55**	4,696.16
Less: Provision for Expected Credit Loss	**(628.00)**	(312.48)
Total trade receivables	**3,454.55**	4,383.68

Break up of security details		
Trade receivables considered good - secured	**-**	-
Trade receivables considered good - unsecured		
From related parties	**178.94**	74.27
From others	**3,903.61**	4,621.89
Trade receivables - credit impaired	**-**	-
Total	**4,082.55**	4,696.16
Less: Provision for Expected Credit Loss	**(628.00)**	(312.48)
Total trade receivables	**3,454.55**	4,383.68

Ageing of trade receivables	**Outstanding for following periods as at 31 March 2026**						
Particulars	**Not Due**	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade receivables – considered good	**-**	**1,961.26**	**393.28**	**1,001.46**	**229.24**	**497.32**	**4,082.55**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(iii) Undisputed Trade Receivables – credit impaired	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(iv) Disputed Trade Receivables–considered good	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(v) Disputed Trade Receivables – which have significant increase in credit risk	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(vi) Disputed Trade Receivables – credit impaired	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Less: Provision for Expected Credit Loss	**-**	**(75.98)**	**(15.23)**	**(119.86)**	**(56.98)**	**(359.95)**	**(628.00)**
Total	**-**	**1,885.28**	**378.05**	**881.60**	**172.26**	**137.37**	**3,454.55**

Ageing of trade receivables	Outstanding for following periods as at 31 March 2025						
Particulars	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	-	2,441.25	475.96	1,081.37	187.93	509.65	4,696.16
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-

(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Less: Provision for Expected Credit Loss	-	(43.63)	(8.44)	(50.14)	(10.99)	(199.28)	(312.48)
Total	-	2,397.62	467.52	1,031.23	176.94	310.37	4,383.68

Movement in provision for expected credit loss:

Particulars	As at March 31 2026	As at March 31 2025
Balance at beginning of the year	**312.48**	169.62
Add: Provision made during the year	**315.52**	142.86
Less: Reversed / utilized during the year	**-**	-
Balance as at the end of the year	**628.00**	312.48

Trade receivables have been offered as security against the working capital facilities provided by the banks (refer note 16 (c))
Refer Note 33 (i) for Fair value measurements of financial assets and liabilities and refer Note 33 (ii) for Fair value hierarchy disclosures for financial assets and liabilities.

Amount receivable from related parties includes debts due by companies in which any director is a director or member includes receivable from SoftTech Digital Software LLC of Rs. 178.51 lakhs (March 2025: Rs 74.27 lakhs) and SoftTech Government Solutions Inc of Rs. 0.43 lakhs (March 2025: Nil).

Note 11(a): Cash and cash equivalents

Particulars	As at March 31 2026	As at March 31 2025
Balances with banks in current accounts	**114.86**	77.66
Cash on hand	**0.88**	0.28
Total Cash and cash equivalents	**115.74**	77.94

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period.

Note 11(b): Bank balance other than above

Particulars	As at March 31 2026	As at March 31 2025
Balance in Unpaid Dividend Bank Account	**0.11**	0.21
Deposit with maturity with 3 to 12 months	**2,014.75**	3,435.88
Total Bank balance other than above	**2,014.87**	3,436.09

Note 12: Other current financial assets

Particulars	As at March 31 2026	As at March 31 2025
Unsecured, considered good		
Expense reimbursement receivable from Related Parties*	**55.39**	12.02
Tender deposit	**71.17**	64.26
Security deposit	**40.00**	40.00
Earnest money deposit	**25.13**	6.13
Interest accrued on bank deposits	**45.63**	62.00
Total other current assets	**237.31**	184.41

Refer Note 33 (i) for Fair value measurements of financial assets and liabilities and refer Note 33 (ii) for Fair value hierarchy disclosures for financial assets and liabilities.

*Refer Note 31(b) for receivables from related parties

Note 13: Contract assets

Particulars	As at March 31 2026	As at March 31 2025
Non-current		
Contract assets - considered good	**72.79**	35.33
Contract assets - credit impaired	**-**	-
		`
Current		
Contract assets - considered good	**6,416.21**	5,348.07
Contract assets - credit impaired		
Total	**6,416.21**	5,348.07
Less: Provision for loss allowance	**(1,137.28)**	(203.52)
Total current contract assets	**5,278.93**	5,144.55
Total Contract assets	**5,278.93**	5,179.87

Refer Note 33(i) for Fair value measurements of financials assets and liabilities and refer Note 33(ii) for Fair value hierarchy disclosure for Financial assets and liabilities.

Movement in provision for expected credit loss:

Particulars	As at March 31 2026	As at March 31 2025
Balance at beginning of the year	**203.52**	67.53
Add: Provision made during the year	**933.76**	135.99
Less: Reversed / utilized during the year	**-**	-
Balance as at the end of the year	**1,137.28**	203.52

Note 14: Other current assets

Particulars	As at March 31 2026	As at March 31 2025
Prepaid expenses	**77.97**	45.16
Advance to suppliers	**279.88**	39.19

Travel advance to employees	**23.30**	21.27
Balance with Government Authorities (GST)	**27.48**	-
Total other current assets	**408.63**	105.63

Note 15(a): Equity Share capital

a) Details of Authorised share capital:

Particulars	No. of Shares	Amount
Authorised Share Capital		
As at March 31, 2024	15,000,000	1,500.00
Increase during the year	-	-
As at March 31, 2025	15,000,000	1,500.00
Increase during the year	**-**	**-**
As at March 31, 2026	**15,000,000**	**1,500.00**

b) Details of Issued, subscribed and fully paid up share capital:

Particulars	No. of Shares	Amount
As at March 31, 2024	12,819,140	1,281.91
Issued during the year	987,998	98.80
As at March 31, 2025	**13,807,138**	**1,380.71**
Issued during the year	**35,000**	**3.50**
As at March 31, 2026	**13,842,138**	**1,384.21**

c) Reconciliation of the number of shares and amount outstanding at the beginning and at the year end.

Particulars	No. of Shares	Amount
As at March 31, 2024	12,819,140	1,281.91
Preferential allotment of shares	987,998	98.80
Exercise of options proceeds involved through ESOP	-	-
As at March 31, 2025	**13,807,138**	**1,380.71**
Preferential allotment of shares	**-**	**-**
Exercise of options proceeds involved through ESOP	**35,000**	**3.50**
As at March 31, 2026	**13,842,138**	**1,384.21**

On December 23, 2024 the company allotted 987,998 equity shares through a preferential issue at face value of 10 each, with a premium of Rs. 395 per share. The total proceeds of Rs. 40,01,39,190 were raised to support business expansion and for general corporate purpose.

d) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares, having par value of ₹ 10 per share. Each holder of equity share is entitled for one vote per share and has a right to receive dividend as recommended by the Board of Directors subject to the necessary approval from the shareholders. In the event of liquidation of the Company the holders of equity share will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding. The distribution will be in proportion to the numbers of equity shares held by the shareholder.

e) Details of share holders holding more than 5% shares in the Company

Particulars	March 31, 2026		March 31, 2025	
	No. of shares	% holding	No. of shares	% holding
Vijay Gupta	2,436,252	17.60%	2,431,234	17.61%
East India Udyog Limited	976,552	7.05%	1,005,275	7.28%
Florintree Technologies LLP	-	0.00%	2,246,998	16.27%
Elimath Advisors Private Limited	2,246,998	16.23%	-	0.00%
Einstein Work Pte. Limited	3,241,000	23.41%	3,241,000	23.47%
Total	8,900,802	64.30%	8,924,507	64.64%

f) Details of shares held by Promoter

Particulars	31-Mar-26	31-Mar-25
Promoter Name		
Vijay Gupta		
No of shares	2,436,252	2,431,234
Percentage of total shares	17.60%	17.61%
Percentage Change	-0.01%	-11.11%
Chirag Vijay Gupta		
No of shares	94,400	94,400
Percentage of total shares	0.68%	0.68%
Percentage Change	0.00%	-0.05%
Priti Vijay Gupta		
No of shares	65,583	64,700
Percentage of total shares	0.47%	0.47%
Percentage Change	0.01%	-0.04%
Covisible Solutions India Private Limited		
No of shares	17,538	17,538
Percentage of total shares	0.13%	0.13%
Percentage Change	0.00%	-1.96%

(g) Aggregate number of shares issued for consideration other than cash

Particulars	31-Mar-26		31-Mar-25	
	No. of shares	% holding	No. of shares	% holding
Shares issued through ESOP	35,000	0.25%	-	0.00%

Employee stock compensation (ESOP 2017 Scheme)

The Company had instituted Employees' Stock Option Plan "ESOP 2017" under which the stock options have been granted to the employees. The scheme was approved by the shareholders at the annual general meeting held on September 22, 2017.

The details of activities under the ESOP 2017 scheme are summarised as follows:

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of options	WAEP*	No. of options	WAEP*
Outstanding at the beginning of the year	60,000	10	-	-
Granted during the year	35,000	10	60,000	10

Adjusted for bonus	-	-	-	-
Lapsed during the year	-	-	-	-
Exercised during the year	-	-	-	-
Outstanding at the end of the year	**25,000**	**10**	60,000	10
Exercisable at the end of the year	**25,000**	**10**	60,000	10

* WAEP denotes weighted average exercise price.
The weighted average fair value of the options granted during the earlier year was ₹ 381.75 per share option issued. Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	**As At**	As At
	31 March 2026	31 March 2025
Dividend yield (%)	**0%**	0%
Expected volatility	**71.80**	71.80
Risk free interest rate	**7%**	7%
Exercise price	**10.00**	10.00
Expected life of options (in years)	**1-2 years**	1-2 years

The expected life of the options is based on historical data and current expectations and is not necessarily indicative of the exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may differ from the actuals.
Expected volatility has been determined based on closing price of the shares of the company over a period equivalent to expected life.

Note 15(b): Other Equity

Particulars	**As at**	As at
	March 31, 2026	March 31, 2025
i. Retained earnings		
Opening Balance	**6,034.78**	5,636.14
Profit for the year	**957.49**	414.00
Remeasurements of post employment benefit obligations (net of tax)	**(1.48)**	(15.36)
Utilisation for share issue expenses		-
Closing Balance	**6,990.79**	6,034.78
ii. Share option outstanding account		
Opening Balance	**133.52**	-
Employee Stock Option Scheme	**77.94**	133.52
Less: Transferred during the year to Share premium/Share Capital Account	**(130.11)**	-
Closing Balance	**81.35**	133.52
iii. Securities premium		
Opening Balance	**10,319.90**	6,417.31

Exercise of option proceeds received		
Premium on shares issued during the year	**130.11**	3,902.59
Utilisation for share issue expenses		
Closing balance	**10,450.01**	10,319.90
iv. Equity instruments through OCI		
Opening Balance	**105.24**	94.70
Other comprehensive income (net of tax)	**(311.89)**	10.54
Closing balance	**(206.66)**	105.24
Total Reserves and surplus	**17,315.50**	16,593.44
Total Other Equity	**17,315.50**	16,593.44

On December 23, 2024 the company alloted 987,998 equity shares through a preferential issue at face value of 10 each, with a premium of Rs. 395 per share. The total proceeds of Rs. 40,01,39,190 were raised to support business expansion and for general corporate purpose.

Nature and purpose of reserves

a) Share options outstanding account represents the balance that would be utilised for allotting the shares under the Stock option scheme.
b) Securities premium is used to record the premium on issue of shares. The reserve will be utilised in accordance with the provisions of the Act.
c) The fair value change of the investment in equity instruments measured at fair value to other comprehensive income is recognised in equity instruments through OCI.

Note 16(a): Non-current borrowings

Particulars	As at March 31 2026	As at March 31 2025
Secured (Refer notes 16 (c))		
Term loans		
From banks	**99.88**	187.16
HDFC Bank ECGL	**67.87**	90.18
ICICI Bank	**32.01**	96.98
		-
From financial institutions	**123.92**	373.92
Tata Capital Limited	**123.92**	373.92
Unsecured		
Term loans from others	**301.96**	377.33
Loan from directors	**301.96**	377.33
Less: Current maturities of long term borrowings	**(179.71)**	(336.69)
Total non-current borrowings	**346.06**	601.71

The Company has not been declared wilful defaulter by any bank or financial institution or other lender or government or any government authority.
The Company has used the borrowings taken for the specific purposes for which it was taken.

The Company has registered all required charges with Registrar of Companies.

Note 16(b): Current borrowings

Particulars	As at March 31 2026	As at March 31 2025
Loans repayable on demand		
Secured (Refer note 16 (c))		
From banks - working capital loans	**2,292.91**	2,011.40
Unsecured (Refer note 16 (c))		
From financial institution - Capsave Finance	**350.00**	316.67
From others	**4.29**	176.04
Current maturities of long term borrowings	**179.71**	336.69
Total current borrowings	**2,826.90**	2,840.79

The statements of quarterly returns filed by the company with the banks are in agreement/reconciled with the books of account except below:

Particulars	Quarter	As per statement	As per financials	Difference*	Total difference
Contract Assets	Jun-25	5,696.35	5,912.61	-216.26	-285.23
Book Debt		4,240.05	4,094.27	145.78	
Purchase		356.93	356.93	-	
Sales		2,363.82	2,578.58	-214.75	
Contract Assets	Sep-25	5,892.48	5,998.04	-105.56	-170.15
Book Debt		4,360.31	4,341.34	18.97	
Purchase		867.99	859.84	8.15	
Sales		5,057.97	5,149.68	-91.71	
Contract Assets	Dec-25	5,513.63	5,010.80	502.83	1,235.12
Book Debt		3,835.23	3,830.09	5.14	
Purchase		1,506.63	1,498.06	8.57	
Sales		8,776.98	8,274.75	502.24	
Closing Inventory		508.00	291.65	216.35	
Contract Assets	Mar-26	5,607.54	6,489.00	-881.46	-1,595.01
Book Debt		4,093.02	4,082.55	10.46	
Purchase		1,864.62	1,920.69	-56.07	
Sales		11,945.65	12,829.94	-884.29	
Closing Inventory		508.00	291.65	216.35	

* The differences arise primarily because the quarterly returns/statements are compiled and submitted to the banks on a provisional basis prior to the closure and finalisation of the books of account for the respective quarter-ends, and the figures so submitted therefore do not give effect to the period-end/closing adjustments subsequently recorded in the books of account.

Note 16(c): Borrowings

(a)	**Nature of security and terms of repayment of secured loans**		
	Loan Amount, Nature of security		**Terms of repayment**
	Term loans from banks		
(i)	**ICICI Bank**		
	This Loan is towards renovation and interiors of company's new office at Baner. The sanction amount of this loan is Rs. 350 Lakhs only. The Company has availed a loan of Rs. 324.81 Lakhs (As at 31st March 2026: Rs. 32.01 Lakhs, As at March 31, 2025: Rs. 96.98 Lakhs). Loan is secured against: i) the exclusive charge on assets to be financed for interiors and setup of new office (furniture, fixtures, networking systems etc); ii) personal guarantee by Mr Vijay S. Gupta and Priti V.Gupta. iii) pledge of fixed deposits of Rs. 106 Lakhs		Rate of interest is 10.25%. Principal amount shall be repaid in 60 equal monthly installments of Rs 5,41,364 starting from Sept-2021 to August-2026
(ii)	**HDFC Bank - ECLGS**		
	This loan is taken over from Axis Bank - ECLGS loan. This ECLGS loan has been sanctioned to meet liquidity mismatch arising out of COVID-19. Loan of Rs. 97 lakhs (as at 31st March 2026: Rs. 68.45 Lakhs, as at 31st March 2025: 90.18 Lakhs). Loan is secured against: i) Personal Residencial properties of Directors Vijay Gupta situated at Bibewadi and Personal residential property of Priti Gupta situated at Wagholi. ii) Stock, Debtors and Fixed deposit in HDFC Bank iii) Personal Guarantee of Mr. Vijay Gupta and Mrs.Priti Gupta		Rate of interest is Reference Rate plus Spread of 2.45% p.a. Reference rate, which will reset at interval of 3 months. The current rate of interest is 7.70% p.a. (i.e. Reference rate of 5.25% + 2.45%). This loan of Rs 97 Lakhs is shifted to HDFC bank in Nov-24.
	Term loans from financial institutions		
(iii)	**Tata Capital Limited**		
	Loan obtained of Rs.500 Lacs for General Corporate Purpose / Capex/ Expansion Purposes / WC purposes (as at 31st March 2026: Rs. 123.91 Lakhs, as at 31st March 2025: Rs. 373.92 Lakhs). Loan is secured against: Security :Collateral Liquide Collateral equivalent to 15% of loan amount in the form of Security Deposit (SD) / Fixed Deposit Receipts (FD) / Debt Mutual Funds, as acceptable to TCL. In case of Security Deposit (in the nature of Non-interest bearing, Refundable) TCL shall be entitled to invoke and appropriate the same in case of event of default or breach. In case of Fixed Deposit (FD), should be with a Bank as acceptable to TCL, duly lien marked on Principal and Interest in favor of TCL. With nature of Deposit: Reinvestment of interest and Maturity Instruction of Auto renew Principal and Interest. In case of Debt Mutual Funds: Security Cover equal to 1.1x (of the security mentioned above) during the Tenure of the Loan. (The price of Mutual fund for the purpose of creation of Security shall be calculated based on NAV, If the Security Cover falls to or below cover, the Lender shall require the Borrower / Security Provider by notice to top up the security by shares or cash as acceptable to Lender within 3 working days from the date of such notice)		Rate of interest is Long term prime lending rate released (LTPLR) by Tata Capital Financial Services Limited Plus 2.70%. Floating Interest rate LTPLR 8.55%p.a + 2.70% = 11.25% p.a. Repayment in monthly installments of Rs.20,83,300 starting from 10th october 2024

(iv)	**Capsave Finance Private Limited**		
	Loan obtained of Rs.500 Lacs for General Corporate Purpose / Capex/ Expansion Purposes / WC purposes (as at 31st March 2026: Rs. 350 Lakhs, as at 31st March 2025: Rs. 316.67 lakhs). Loan is secured against: • NACH Mandate and 3 UDC for the amount equivalent to sanctioned amount from the Borrower. • Personal Guarantee of Mr. Vijay Gupta with 4 UDC from Mr. Vijay Gupta for the amount equivalent to outstanding amount, interest, overdue charges, etc. • Cash collateral for the amount equivalent to 10% of the sanction amount in the form on non-interest-bearing security deposit.		Rate of interest is CFPL Benchmark lending rate (BLR) less 10.54% Current BLR 21.04% - 10.54% = 11.25% p.a. Repayment in monthly installments of Rs.16,66,667 starting from 11th November 2024 and Repayment of WCDL is within 12 Months.

(b)	**Terms and conditions of Unsecured Loans**
(v)	**Loans from Directors**
	These includes loan availed from managing director Mr. Vijay Gupta of Rs 240.72 lakhs as at March 31, 2026 (Rs 316.09 lakhs as at March 31, 2025) and director Mrs Priti Gupta of Rs. 61.24 lakhs as at March 31, 2026 (Rs. 61.24 lakhs as at March 31, 2025). These loans do not have a repayment schedule and carry an interest rate of 10% p.a.

(c)	**Loan repayable on demand - Current Borrowings**		
	Secured		
	Working capital loan from banks		
(vi)	**Axis Bank**		
	Loan is secured against: i) First charge by way of hypothecation over entire current assets of the Company, both present and future , Ranking Paripassu basis with HDFC Bank ii) First pari pasu charge by way of hypothecation over entire movable fixed assets of the Company, both present and future, with TDB and Residual / sub-servient charge with HDFC iii) First charge over all the immovable assets of the Holding Company with residual / sub-servient charge with HDFC iv) Equitable mortgage on flat at Bibewadi, Pune, owned jointly in the name of Vijay Gupta and Priti Gupta v) Equitable mortgage on flat at Wagholi, Pune, owned jointly by Vijay Gupta and Priti Gupta vi) Lien on fixed deposits of Rs 36 lakhs and Rs 243 lakhs to be created. vii) Lien on recurring deposit of Rs 42 lakhs (Rs 1.75 lakhs p.m. for 24 months starting from March 2018) and Rs 120 lakhs (12 monthly instalments of Rs 10 lakhs p.m. started from March 2019) viii) Lien on fixed deposits of Rs. 25 Lakhs in the name of Softtech Engineers Limited as on 15th Jan 2021. ix) Negative lien on the office premises (Unit 5C, 5th Floor, Pentagon) located at Swargate, Pune, owned jointly by Vijay Gupta and Priti Gupta. x) Personal guarantee from Vijay Gupta and Priti Gupta.		Current rate is 8.75% (repo rate + 2.50%)
(vii)	**Axis Bank DLOD**		
	Loan is secured against Primary: i) Hypothecation of entire current assets of the borrower, both present and future on exclusive basis: Collateral: i) Exclusive charge by way of hypothecation on the entire moveble fixed assets (Excluding assets financed by TDB) of the company - present and		Rate of interest is repo plus 2.50% i.e 8.75% p.a.

	future ii) Exclusive charge on the movable fixed assets (excluding those funded out of term loan with ICICI bank) of the borrower, both present and future iii) Residential flat no-503, 5th floor, B-1 wing, Gangavihar Co-op Housing Society Ltd, S.No 612, Hissa No. 7, Plot no 2 to 17, near Gangadham, Bibewadi-Kondhwa road, Bibewadi, Pune standing jointly in the name of Vijay Gupta and Priti Gupta iv) Immovable property situated at Flat number 1211, 12th floor, Building No E-15, IVY Apartment, Gat no 690 to 710, Behind JSPM College, Off Nagar road, Wagholi (Avalwadi), Pune in the name of Vijay Gupta and Priti Gupta v) Liquid Collateral as under: -BG Margin: -25% for Rs.9 cr and 20% for Rs.2.66 cr (Totalling of Rs.2.78 crores) -Recurring Fixed Deposit of Rs.36.00 Lacs -FD of Rs.211 lakhs -FD of Rs. 25 lakhs -FD of Rs. 238 lakhs (For fresh Enhancement) v) Negative Lien and deposition of original Title deeds of property of Office premises at Unit no 5C, 5th Floor, The Pentagon, S.No. 42-A/3/1, F.P.No 477-A, TPS No. 3, CTS No 4616, Near Lotus court, Off Pune Satara Road, Parvati, Pune standing jointly in the name of Vijay Gupta and Priti Gupta.		
(viii)	**ICICI Bank CC**		
	Loan is secured against: i) First paripassu charge on current assets ii) Immovable Fixed Deposits - Plot No 13/5, Rajiv Gandhi Infotech par, Hinjewadi Phase III, Pune Maharashtra, India-411057 iii) the exclusive charge on fixed deposit of Rs. 107 lakhs upfront iv) the exlcusive charge on movable fixed assets upfront		The Repo Rate component of the Interest Rate shall be reset after every 3 months. Current rate is 9.50% (repo rate 5.50% + 4.00%)
(ix)	**HDFC Bank CC**		
	Loan is secured against: i) Primary Security : Stock, Debtors, Fixed Deposit and Stock ii)Collatral Security : Personal Guarantee, Personal Residencial properties of Directors Vijay Gupta situated at Bibewadi and Personal residencial property of Priti Gupta situated at Wagholi.		Interest Rate : Reference Rate (LIBOR Rate) plus Floating Rate. Current LIBOR rate is 5.25% and Floating rate is 2.50% i.e Interest Rate is 7.75% p.a.
(x)	**HDFC Bank - WCDL**		
	During the year WCDL loan is taken from HDFC Bank. This WCDL loan has been sanctioned to meet working capital requirement of the company. Loan of Rs. 500.00 Lakhs (as at 31st March 2026: Rs. 500.00 Lakhs as at 31st March 2025: Nil). Loan is secured against: i) Security - Primary : Debtors, Fixed Deposits and Stock. ii) Personal Residencial properties of Directors Vijay Gupta situated at Bibewadi and Personal residencial property of Priti Gupta situated at Wagholi.		Rate of interest is Current reference plus spread of 2.45% rate. The current rate of interest is 7.70% p.a. (i.e. CRR is 5.25% + 2.45%). The Tenure of This Loan is of 12 Months.
(xi)	**Unsecured loan repayable on demand - from others**		
	Loan of Rs. Nil as at March 31, 2026 (Rs. 167.77 Lakhs as at March 31, 2025) is taken from East India Udyog Limited for the purpose of making immediate payments of tender deposit amounts.		There is no repayment schedule. This is a non-interest bearing loan

Note 17 : Trade payables

Particulars	As at March 31 2026	As at March 31 2025
Trade payables		
Total outstanding dues of micro and small enterprises	**259.63**	112.43
Total outstanding dues of creditors other than micro and small enterprises	**976.37**	1,821.56
Total outstanding dues of related parties	**112.00**	114.81
Total Trade payables	**1,348.00**	2,048.80

Dues to Micro, Small, Medium Enterprises

Particulars	As at March 31 2026	As at March 31 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year*	**334.99**	307.19
- Principal amount outstanding due and remaining unpaid out of the above	**95.96**	43.69
- Interest due thereon	**0.89**	1.13
The amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	**1.98**	-
The amount of payment made to the supplier beyond the appointed day during the year	**479.96**	701.85
Amount of interest due and payable on delayed payments	**6.65**	53.94
Amount of interest accrued and remaining unpaid as at year end	**7.55**	55.06
The amount of further interest remaining due and payable even in the succeeding year	**82.37**	76.81

To comply with the requirement of The Micro, Small And Medium Enterprises Development Act, 2006 ('MSMED Act'), the Company requested its suppliers to confirm whether they are Micro, Small or Medium enterprise as defined in the said MSMED Act. Based on the communications received from such suppliers confirming their coverage as such enterprise, the Company has recognised them for the necessary treatment as provided under the MSMED Act, from the date of receipt of such confirmations.

*Includes capital payable to MSE vendors of Rs. 75.36 lakhs (March 2025: 194.76 lakhs)

Ageing of Trade Payables	**Outstanding for following periods from due date of payment 31 March, 2026**						
Particulars	**Unbilled**	Not due	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed trade payables							
Micro enterprises and small enterprises	**-**	**132.30**	**52.50**	**53.08**	**16.73**	**5.02**	**259.63**
Others	**688.59**	**101.03**	**233.03**	**60.45**	**0.25**	**5.04**	**1,088.37**

Disputed trade payables	-						-
Micro enterprises and small enterprises	-	-	-	-	-	-	-
Total	**688.59**	**233.33**	**285.53**	**113.53**	**16.98**	**10.06**	**1,348.00**

Ageing of Trade Payables	Outstanding for following periods from due date of payment 31 March, 2025						
Particulars	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade payables							
Micro enterprises and small enterprises	-	33.20	57.48	16.73	5.02	-	112.43
Others	598.65	1,143.52	188.79	0.25	0.19	4.97	1,936.37
Disputed trade payables	-	-	-	-	-	-	-
Micro enterprises and small enterprises	-	-	-	-	-	-	-
Total	598.65	1,176.72	246.27	16.98	5.21	4.97	2,048.80

Note 18: Provisions

Particulars	**As at March 31 2026**	As at March 31 2025
Non-current		
Gratuity (Refer note 32)	**352.50**	194.42
Non-current employee benefits obligations	**352.50**	194.42
Current		
Gratuity (Refer note 32)	**164.17**	94.43
Current employee benefits obligations	**164.17**	94.43

Includes INR 108.28 Lakhs (March 31, 2025: INR 24.91 lakhs) capitalised during the year.
The net gratuity expense is disclosed under employee benefit expense in the statement of Profit and Loss.

Note 19: Other Current Financial Liabilities

Particulars	**As at March 31 2026**	As at March 31 2025
Payable to employees	**308.59**	294.57
Interest accrued but not due on borrowings	**15.79**	23.14
Payable towards capital purchases	**1,343.01**	790.49

Unpaid dividend	**0.11**	0.21
Total other current financial liabilities	**1,667.51**	1,108.41

Changes in liability arising from financing activity

Particulars	As at March 31 2026	As at March 31 2025
Non-current borrowings (Refer note 16(a))	**346.06**	601.71
Current borrowings (Refer note 16(a))	**2,826.90**	2,840.79
Interest accrued (Refer note 19)	**15.79**	23.14
Non-current Lease liabilities (Refer note 4(b))	**572.96**	647.53
Current Lease liabilities (Refer note 4(b))	**136.54**	100.84
Total	**3,898.26**	4,214.02

Particulars	As at March 31 2026	As at March 31 2025
Non cash adjustments:		
Reduction/ Increase in interest accrued	**(7.34)**	(4.85)
Interest on lease liabilities	**71.09**	67.22
Addition on account on new leases	**69.15**	122.86
Cash flows:		
Lease payment including interest thereon	**(179.12)**	(155.10)
Proceeds from non- current borrowings	**932.75**	1,137.00
Repayment of non- curerent borrowings	**(709.98)**	(729.90)
Net proceeds from current borrowings	**(492.32)**	(100.70)
Movement of liabilities arising from financing activities	**-315.76**	336.54

Note 20(a): Other Non-Current Liabilities

Particulars	As at March 31 2026	As at March 31 2025
Deferred income	**240.00**	-
Total other non-current financial liabilities	**240.00**	-

Note 20(b): Other current liabilities

Particulars	As at March 31 2026	As at March 31 2025
Statutory dues	**193.03**	158.58
Advance from customers	**139.11**	67.58
Deferred income	**60.00**	-
Total other current liabilities	**392.14**	226.16

Note 21 (a): Income tax expense

Particulars	As at March 31 2026	As at March 31 2025
Current tax expense	**455.53**	280.56
Deferred tax - Relating to origination and reversal of temporary differences	**(114.09)**	(37.78)
Add: Short tax provision of previous years	**-**	(53.97)
Income tax expense reported in the statement of profit and loss	**341.44**	188.81
Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:		
Profit before income tax expenses	**1,298.93**	602.82
Tax Rate	**25.17%**	25.17%
Tax at the Indian tax rate	**326.92**	151.72
Adjustments:		
Tax effect of amounts which are not deductible in calculating taxable income	**6.51**	33.07
Reversal arises due to tax allowance of expenses in earlier year's return	**8.02**	59.68
Income taxable at lower tax rate	**-**	(9.27)
Others	**-**	7.58
Total	**14.52**	91.06
Add: Short tax provision for previous years	**-**	(53.97)
Net current tax expenses recognised in statement of profit & loss	**341.44**	188.81

Note 21 (b): Deferred Tax (Net)

Particulars	As at March 31 2026	As at March 31 2025
Net Deferred tax assets/(liabilities)	**382.71**	248.93
Deferred tax assets/(liabilities) arise from the following:	**382.71**	248.93
Deferred tax assets		
Gratuity and compensated absences	**96.51**	72.70
Provision for doubtful debts, doubtful deposits and capital advance	**117.06**	70.18
Provision for Impairment	**5.07**	5.07
Property, plant & equipment and intangible assets	**115.13**	80.53
MSME Principal outstanding and due	**11.61**	11.00
Lease adjustment	**20.86**	12.47
Deferred tax on FVOCI gain	**29.79**	10.06
	396.03	262.00
Deferred tax liability		
Property, plant & equipment and intangible assets		
Fair valuation adjustment	**13.32**	13.06

Lease adjustment		-
Deferred tax on FVOCI gain		-
	13.32	13.06

Movement in deferred tax (assets)/ liabilities:	**As at March 31 2026**	As at March 31 2025
Opening deferred tax (assets) / liabilities	**(248.93)**	(195.46)
Movement in deferred tax (assets)/ liabilities:		
Gratuity & compensated absences	**(23.82)**	(15.77)
Provision for doubtful debts, doubtful deposits and capital advance	**(46.88)**	(10.50)
Provision for Impairment	**-**	(5.07)
Ind AS assets	**-**	5.30
PP&E depreciation and intangible amortization	**(34.60)**	0.29
Others	**(28.48)**	(27.72)
Closing deferred tax (assets) / liabilities	**(382.71)**	(248.93)
Deferred tax expense/ (income)	**(133.78)**	(53.47)
- Recognised in statement of profit and loss	**(114.09)**	(37.78)
- Recognised in statement of other comprehensive income	**(19.69)**	(15.70)

Note 22: Revenue from operations

Particulars	2025-26	2024-25
Revenue from contracts with customers (Refer note 38)		
Sale of services	**10,607.05**	7,413.89
Sale of products	**2,222.90**	1,921.90
Total revenue from operations	**12,829.94**	9,335.78

Note 23: Other income

Particulars	2025-26	2024-25
Interest income on financial asset measured at Amortised cost	**294.66**	152.80
Interest income on financial asset measured at FVTPL*	**52.26**	47.10
Net gain on sale of investments	**2.81**	22.13
Fair value gain on investment measured at FVTPL*	**15.49**	29.38
Total (A)	**365.23**	251.41
Other non-operating income		
Excess provision/credit balances written back	**-**	1.60
Unwinding of discount on security deposits	**7.34**	2.91
Profit/Loss on Sale of Asset	**-**	0.67
Interest on Income Tax Refund	**8.67**	3.11

Foreign currency net gains and losses	**59.92**	5.75
Foreign currency net gains and losses on financial assets measured at FVTPL*	**107.74**	17.13
Miscellaneous Income	**0.18**	8.02
Total (B)	**183.86**	39.18
Total other income (A+B)	**549.09**	290.59

* FVTPL stands for Fair value through Profit and Loss.

Note 24 (a): Purchase of stock-in-trade

Particulars	2025-26	2024-25
Purchase of traded software	**2,086.91**	1,807.24
Total purchases of stock-in-trade	**2,086.91**	1,807.24

Note 24 (b): Changes in inventories

Particulars	2025-26	2024-25
Inventories at the end of the year		
Stock in trade	**291.65**	125.43
Inventories at the beginning of the year		
Stock in trade	**125.43**	-
(Increase) / Decrease in inventories	**(166.22)**	(125.43)

Note 25: Employee benefit expenses

Particulars	2025-26	2024-25
Salaries, wages and bonus	**2,445.30**	2,164.85
Contribution to provident and other funds	**78.74**	74.60
Gratuity (refer note 32)	**133.70**	23.04
ESOP expense	**77.94**	133.52
Staff welfare expenses	**16.94**	15.51
Total employee benefit expenses	**2,752.62**	2,411.52

Note 26: Finance cost

Particulars	2025-26	2024-25
Interest cost on borrowings	**318.17**	341.69
Interest on lease liabilities (refer note 4)	**71.09**	67.22
Interest others	**9.05**	55.06
Other borrowing costs	**8.99**	26.44
Total finance cost	**407.30**	490.42

Note 27: Depreciation and amortization expenses

Particulars	2025-26	2024-25
Depreciation on property, plant and equipment	**148.40**	131.75
Depreciation on right-of-use assets	**89.31**	68.80

Amortization of intangible assets	**2,044.23**	1,432.14
Total depreciation and amortization expenses	**2,281.94**	1,632.70

Note 28: Other expenses

Particulars	2025-26	2024-25
Professional fees for technical consultants	**2,224.06**	1,395.85
Bank charges	**34.55**	23.61
Corporate social responsibilities expenditure (refer note 28 (b))	**18.31**	18.65
Electricity charges	**23.94**	28.64
Provision for expected credit loss on trade receivable and contract assets	**1,249.28**	278.86
Insurance	**15.28**	17.86
Internet charges	**101.60**	104.10
Legal and professional expenses	**243.54**	208.04
Office expenses	**22.04**	19.23
Printing and stationery	**5.08**	3.42
Postage and telephone	**16.67**	16.93
Rent	**3.00**	10.80
Repairs and maintenance	**15.96**	16.87
Auditors' remuneration [refer note (28 a) below]	**19.44**	19.13
Rates and taxes	**54.59**	48.35
Sales and promotion expenses	**129.35**	92.91
Subscription Fees	**133.50**	102.45
Royalty fees	**106.01**	66.04
Sundry Balances written off	**48.48**	0.30
Travelling and conveyance	**244.80**	235.13
Miscellaneous expenses	**8.07**	22.43
Total other expenses	**4,717.55**	2,729.61

Note 28 (a): Payment to auditors

Particulars	2025-26	2024-25
Statutory audit	**12.00**	12.00
Limited reviews	**6.00**	6.00
Certification fees	**1.07**	0.85
Reimbursement of expenses	**0.37**	0.28
Total payment to auditors	**19.44**	19.13

Note 28 (b): Corporate Social Responsibility expenditure

Particulars	2025-26	2024-25
(a) amount required to be spent by the company during the year	**18.31**	17.49
(b) amount of expenditure incurred	**18.31**	18.65
(c) shortfall / (excess) at the end of the year*	**-**	(1.16)

(d) total of previous years shortfall		-
(e) reason for shortfall	**NA**	NA
(f) nature of CSR activities	**Promoting education, research and development for BIM & Inclusive Digitalization, treatment of cancer, sheltering/caring differently abled children/ special children and adults who are mentally challenged**	Promoting education, research and development for BIM & Inclusive Digitalization, treatment of cancer, sheltering/caring differently abled children/ special children and adults who are mentally challenged
(g) details of related party transactions	**The Company has made a payment of Rs. 5 lakhs to Section 8 company, Amplinxt Foundation (formerly known as SoftTech Care Foundation).**	The Company has made a payment of Rs. 11.34 lakhs to Section 8 company, SoftTech Care Foundation.
(h) whether a provision is made with respect to a liability incurred by entering into a contractual obligation, the movement in the provision during the year shall be shown separately	**Nil**	Nil

*Note:

1. The excess amount of Rs.1.16 lakhs spent during the FY 2024-25 shall be used to set off against the liability of eligible succeeding financial years.
2. Cashflow related to CSR activity is amounting to Rs 18.31 lakhs (March 2025 Rs. 18.66 lakhs)

Note 28 (c): Exceptional item

	2025-26	2024-25
Impairment loss on subsidiaries	**-**	77.50
Total Exceptional items	**-**	77.50

The impairment loss relates to wholly owned subsidiary, SoftTech Finland Oy, covering investments in equity shares, debentures (including accrued interest) and expense reimbursements. Since recovery of these amounts are no longer expected, the management has recognised an impairment loss.

Note 29: Earnings per share

Particulars	**2025-26**	2024-25
(i) Basic earnings per share		
Profit attributable to equity shareholders of the Company	**957.49**	414.00
Weighted average number of equity shares (Refer note below)	**13,807,138**	13,087,118
Basic earnings per share (in Rs)	**6.93**	3.16
(ii) Diluted earnings per share		
Profit attributable to equity shareholders of the Company	**957.49**	414.00

Weighted average number of equity shares including potential shares (Refer note below)	**13,865,406**	13,130,973
Diluted earnings per share (in Rs)	**6.91**	3.15

Weighted average number of shares used as denominator

Particulars	2025-26	2024-25
Weighted average number of shares used as the denominator in calculating basic earning per share	**13,807,138**	13,087,118
Adjustments for calculation of diluted earning per share		
Employee Stock Option Plan (ESOP)	**58,268**	43,855
Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share.	**13,865,406**	13,130,973

Note 30: Contingencies and commitments

i) Capital commitments

Particulars	March 31 2026	March 31 2025
Estimated amount of contracts remaining to be executed on capital account (net of advances)	-	-
Total	-	-

ii) Contingent liabilities

Particulars	March 31 2026	March 31 2025
a. Claims against the company not acknowledged as debts		
Goods & Service Tax demands	**139.10**	164.89
Income Tax demands	**363.09**	363.09
b. Other matters for which the Company is contingently liable	**7.62**	7.62
Total	**509.81**	535.60

ai. During financial year 2023-24, company had received a demand order from Dy. Commission of sales tax under The Maharashtra Goods and Services Tax Act, 2017 aggregating to Rs. 76.06 Lakhs (Rs. 115.95 lakhs as on March 2025) (including interest and penalty) for FY 2018-20 pertaining to certain delay in filing tax returns and late payment of tax.
Company has filed appeal against the show cause notices stating that the relevant tax, interest and penalty has already been paid by the company at the time of filing of returns of respective periods.

aii. During the year 2024-25 Company has received the demand order from Sales tax officer under The Maharashtra Goods & Service tax Department amounting to Rs. 48.95 Lakhs (including interest and penalty) against excess ITC claimed while filing the GSTR 3B for FY 2022-23.
Company has filed reply against the same stating that no excess credit been availed for the same year and hence company is not liable to pay the same.

aiii. During the current financial year, the Company received a demand order from the Sales Tax Officer under the Maharashtra Goods and Services Tax Department amounting to Rs.

14.09 lakhs for financial year 2023 to 2024. The demand pertains to short payment of tax as per GSTR 9 as compared to GSTR 1, excess input tax credit availed, and interest on delayed payment of GSTR 3B.
The Company has submitted its response to the said notice to the relevant authority.

aiv. During the year 2023-24, Company has received notice u/s.148A for reopening the assessment for AY 2018-19 by Assessing officer raising demand of Rs. 274.62 lakhs. The Company has filed the appeal to the Joint Commissioner (Appeals)/ Commissioner of Income-tax (Appeals).

av. During the year 2024-25, Company has received notice u/s. 148A for reopening the assessment for AY 2018-19 by Assessing officer raising demand of Rs. 88.47 lakhs. The Company has filed the appeal to the Joint Commissioner (Appeals)/ Commissioner of Income-tax (Appeals).

Management of the company is confident that none of the above contingent liabilities will result in material cash outflow.

Note 31a: Related party disclosures as per Ind AS 24

a) Names of related parties and their relationships

Name of the Related party	Nature of Relationship
Entities over which control exists	
SoftTech Finland OY	Wholly owned subsidiary
SoftTech Engineers Inc.	Subsidiary
SoftTech Government Solutions Inc.	Step down Subsidiary
AmpliNxt Private Limited	Wholly owned subsidiary
SoftTech Digital Pte. Ltd	Wholly owned subsidiary
SoftTech Digital Solutions Limited	Wholly owned subsidiary
SoftTech Digital Software LLC	Step down Subsidiary
Envee Information Technology Private Limited	Subsidiary
SoftTech Digital AG	Wholly owned subsidiary
Key Management Personnel (KMP)	
Vijay Gupta	Managing director
Priti Gupta	Executive Director
Pratik Patel	Executive Director
Kamal Agrawal	Chief Financial Officer (Resigned w.e.f September 16, 2025)
Deepak Bang	Chief Financial Officer (Appointed w.e.f September 17, 2025)
Shalaka Khandelwal	Company Secretary (Resigned w.e.f March 18, 2026)
Aadishri Apate	Company Secretary (Appointed w.e.f May 26, 2026)
Sridhar Pillalamari	Independent Director
Sundararajan Srinivasan	Independent Director
Dr. Rakesh Kumar Singh	Independent Director
Yogeshkumar Mangubhai Desai	Independent Director

Close members of KMP	
Sunilbhai Kanjibhai Patel	Relative of a Director
Other related parties	
Amplinxt Foundation (Formerly known as SoftTech Care Foundation)	Subsidiary (Section 8 company formed for CSR purpose)

Note 31b: Related party disclosures

b) Nature of transactions and amounts

Nature of transactions	Key Management Personnel (KMP)		Close members of KMP		Subsidiaries		Entities over which KMP and their close members are able to exercise significant Influence	
	March 31 2026	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025
Salaries and allowances								
Kamal Agrawal	**(9.29)**	(65.00)	**-**	-	**-**	-	**-**	-
Shalaka Khandelwal	**(7.87)**	(7.46)	**-**	-	**-**	-	**-**	-
Deepak Bang	**(47.45)**	-	**-**	-	**-**	-	**-**	-
Aadishri Apte	**(0.24)**	-	**-**	-	**-**	-	**-**	-
Directors remuneration								
Vijay Gupta	**(81.00)**	(81.00)	**-**	-	**-**	-	**-**	-
Priti Gupta	**(15.00)**	(15.00)	**-**	-	**-**	-	**-**	-
Pratik Patel	**(80.71)**	(14.46)	**-**	-	**-**	-	**-**	-
Post employee benefit								
Vijay Gupta	**-**	-	**-**	**-**	**-**	-	**-**	**-**
Priti Gupta	**(2.82)**	(0.22)	**-**	**-**	**-**	-	**-**	**-**
Pratik Patel	**(1.12)**	(0.30)	**-**	**-**	**-**	-	**-**	**-**
Kamal Agrawal	**-**	(1.08)	**-**	**-**	**-**	-	**-**	**-**
Shalaka Khandelwal	**-**	(0.09)	**-**	**-**	**-**	-	**-**	**-**
Deepak Bang	**(0.91)**	-	**-**	**-**	**-**	-	**-**	**-**
Aadishri Apte	**-**	-	**-**	**-**	**-**	-	**-**	**-**
Loan obtained								
Vijay Gupta	**-**	266.88	**-**	-	**-**	-	**-**	-

Priti Gupta	-	28.00	-	-	-	-	-	-
Loan repaid								
Vijay Gupta	**(75.37)**	(151.88)	-	-	-	-	-	-
Priti Gupta	-	(3.00)	-	-	-	-	-	-
Directors sitting fees								
Sridhar Pillalamari	**(1.20)**	(1.20)	-	-	-	-	-	-
Sundararajan Srinivasan	**(1.20)**	(1.20)	-	-	-	-	-	-
Rakesh Kumar Singh	**(1.20)**	(0.60)	-	-	-	-	-	-
Yogesh Desai	**(1.20)**	(0.90)						
Interest expense								
Vijay Gupta	**(29.81)**	(26.59)	-	-	-	-	-	-
Priti Gupta	**(6.13)**	(5.39)	-	-	-	-	-	-
Travel expense reimbursements								
Sundararajan Srinivasan	-	0.92	-	-	-	-	-	-
Deepak Bang	**5.71**	-	-	-	-	-	-	-
Kamal Agrawal	**3.44**	-	-	-	-	-	-	-
Investment in share capital								
Amplinxt Private Limited	-	-	-	-	-	(59.99)	-	-
SoftTech Digital AG	-	-	-	-	**(1,125.11)**	-	-	-
Envee IT Pvt Ltd.	-	-	-	-	-	(0.96)	-	-
SoftTech Digital Solutions Ltd	-	-	-	-	-	(0.11)	-	-
Investment in debentures								
SoftTech Engineers Inc. Debentures	-	-	-	-	-	(216.39)	-	-
SoftTech Digital Pte Ltd					**(68.05)**	(65.61)		
Interest income on debentures								
SoftTech Engineers Inc. Debentures	-	-	-	-	**52.26**	39.12	-	
SoftTech Finland OY	-	-	-	-	-	7.98		
SoftTech Digital Pte Ltd	-	-	-	-	**4.90**	1.51		

Impairment provision on subsidiary								
SoftTech Finland OY	**-**	-	**-**	-	**-**	(77.50)	**-**	-
Expense reimbursement (net):								
AmpliNxt Private Limited	**-**	-	**-**	-	**(41.41)**	-	**-**	-
Envee Information Technology Private Limited	**-**	-	**-**	-	**-**	-	**-**	-
Amplinxt Foundation	**-**	-	**-**	-	**(0.49)**	-	**-**	-
SoftTech Digital Pte Ltd	**-**	-	**-**	-	**(0.87)**	-	**-**	-
SoftTech Digital Software LLC	**-**	-	**-**	-	**(0.46)**	-	**-**	-
SoftTech Finland OY					**-**	-		
SoftTech Government Solutions Inc	**-**	-	**-**	-	**(0.13)**	-	**-**	-
Non-compete fees								
Vijay Gupta	**(62.22)**	(62.22)	**-**	-	**-**	-	**-**	-
Rent expense								
Sunilbhai Kanjibhai Patel	**-**	-	**(10.80)**	(10.80)	**-**	-	**-**	-
Priti Gupta	**(1.63)**	-	**-**	-	**-**	-	**-**	-
Professional services availed								
SoftTech Digital Software LLC	**-**	-	**-**	-	**(27.05)**	-	**-**	-
Sale of services								
SoftTech Govt Solutions Inc	**-**	-	**-**	-	**0.40**	-	**-**	-
SoftTech Digital Software LLC	**-**	-	**-**	-	**96.02**	49.97	**-**	-
Total	**(417.20)**	(141.79)	**(10.80)**	(10.80)	**(1,110.00)**	(321.99)	**-**	-

Note : Figures in bracket are outflows.

Outstanding receivable/(payable) balances

Nature of transactions	Key Management Personnel (KMP)		Close members of KMP		Subsidiaries		Entities over which KMP and their close members are able to exercise significant Influence	
	March 31 2026	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025
Remuneration payable								
(i) Short term employee benefit								
Vijay Gupta	**(6.75)**	(6.75)	**-**	-	**-**	-	**-**	-
Priti Gupta	**(1.25)**	(1.25)	**-**	-	**-**	-	**-**	-
Pratik Patel	**29.29**	(1.21)	**-**	-	**-**	-	**-**	-
Kamal Agrawal	**-**	(5.00)	**-**	-	**-**	-	**-**	-
Shalaka Khandelwal	**(0.25)**	(0.61)	**-**	-	**-**	-	**-**	-
Deepak Bang	**(4.09)**	-	**-**	-	**-**	-	**-**	-
Aadishri Apte	**(0.24)**	-	**-**	-	**-**	-	**-**	-
(ii) Post employee benefit								
Vijay Gupta	**(20.00)**	(20.00)	**-**	**-**	**-**	**-**	**-**	**-**
Priti Gupta	**(6.52)**	(3.69)	**-**	**-**	**-**	**-**	**-**	**-**
Pratik Patel	**(2.07)**	(0.95)	**-**	**-**	**-**	**-**	**-**	**-**
Kamal Agrawal	**-**	(2.76)	**-**	**-**	**-**	**-**	**-**	**-**
Shalaka Khandelwal	**-**	(0.12)	**-**	**-**	**-**	**-**	**-**	**-**
Deepak Bang	**(0.91)**	-	**-**	**-**	**-**	**-**	**-**	**-**
Aadishri Apte	**-**	-	**-**	**-**	**-**	**-**	**-**	**-**
Loan payable								
Vijay Gupta	**(240.72)**	(316.09)	**-**	-	**-**	-	**-**	-
Priti Gupta	**(61.24)**	(61.24)	**-**	-	**-**	-	**-**	-
Interest payable								
Vijay Gupta	**(1.56)**	(15.85)	**-**	-	**-**	-	**-**	-
Priti Gupta	**(0.47)**	(1.46)	**-**	-	**-**	-	**-**	-
Travelling advance								

Vijay Gupta	-	0.10						
Expense reimbursement receivable								
SoftTech Finland OY	-	-	-	-	-	-	-	-
SoftTech Government Solutions Inc.	-	-	-	-	**1.46**	1.33	-	-
AmpliNxt Private Limited	-	-	-	-	**41.41**	-	-	-
SoftTech Digital Pte. Ltd.	-	-	-	-	**6.86**	5.99	-	-
AmpliNxt Foundation	-	-	-	-	**0.49**	-	-	-
Softtech Digital Software LLC.	-	-	-	-	**5.16**	4.70	-	-
Directors sitting fees Payable								
Sridhar Pillalamari	-	(0.27)	-	-	-	-	-	-
Sundararajan Srinivasan	-	(0.27)	-	-	-	-	-	-
Rakesh Kumar Singh	-	(0.27)	-	-	-	-	-	-
Yogesh Desai	-	(0.27)	-	-	-	-	-	-
Directors expense reimbursement payable								
Sundararajan Srinivasan	-	0.91	-	-	-	-	-	-
Investment in equity shares								
SoftTech Finland OY	-	-	-	-	-	-	-	-
SoftTech Engineers Inc	-	-	-	-	**6.08**	6.08	-	-
Amplinxt Private Limited	-	-	-	-	**110.99**	110.99	-	-
AmpliNxt Foundation	-	-	-	-	**0.90**	0.90	-	-
SoftTech Digital Pte Ltd	-	-	-	-	**124.54**	124.54	-	-
Softtech Digital Solutions Ltd	-	-	-	-	**0.11**	0.11	-	-
Envee IT Pvt Ltd	-	-	-	-	**0.96**	0.96	-	-
SoftTech Digital AG					**1,125.11**	-		
Investment in debentures (fair value)								
SoftTech Finland OY	-	-	-	-	-	-	-	-
SoftTech Engineers Inc	-	-	-	-	**1,214.98**	1,056.44	-	-

SoftTech Digital Pte. Ltd	**-**	-	**-**	-	**152.40**	65.06	**-**	-
Non-Compete Fees								
Vijay Gupta	**(112.00)**	(112.00)	**-**	-	**-**	-	**-**	-
Rent expense								
Sunilbhai Kanjibhai Patel	**-**	-	**(0.81)**	(0.81)	**-**	-	**-**	-
Priti Gupta	**(1.46)**	-	**-**	-	**-**	-	**-**	-
Trade Receivables								
SoftTech Govt Solutions Inc	**-**	-	**-**	-	**0.43**	-	**-**	-
SoftTech Digital Software LLC	**-**	-	**-**	-	**178.51**	74.27	**-**	-
	(430.24)	(549.05)	**(0.81)**	(0.81)	**2,970.40**	1,451.38	**-**	**-**

Terms and conditions:
Management is of the view that all transactions with related parties are in ordinary course and on an arm's length basis.
All outstanding balances are unsecured and payable in cash.

Note 32: Employee benefit obligations

A. Defined contribution plans (Refer Note 25)

The Company's state governed provident fund, employee state insurance scheme and labour welfare are defined contribution plan. The contribution paid/payable under the schemes is recognised during the period in which the employee renders the service. During the year, the Company has contributed Rs. 78.74 Lakhs (March 31, 2025 Rs. 74.60 Lakhs) to these schemes.

B. Defined benefit plans

The Company provides for gratuity benefit under a defined benefit retirement scheme (the "Gratuity Scheme") as laid out by the New Labour Codes of India covering eligible employees. The Gratuity Scheme provides for a lump-sum payment to employees who have completed at least five years of service with the Company, based on salary and tenure of employment. Liabilities with regard to the Gratuity Scheme are determined by actuarial valuation carried out using the Projected Unit Credit Method by an independent actuary. The Gratuity Scheme is a non-funded scheme and the Company intends to discharge this liability through its internal resources.

(a) Movements in the present value of the defined obligation are as follows:

Particulars	**March 31 2026**	March 31 2025
Obligation at the beginning of the year	**288.85**	226.18
Past Service Cost	**168.08**	-
Current service cost	**55.59**	31.88
Interest expense	**18.31**	16.08
Benefits paid	**(16.13)**	(5.81)

Actuarial losses (gains) arising from experience adjustments	**1.98**	20.53
Liability at the end of the year	**516.67**	288.85

(b) The Plan has not been funded as on the balance sheet date.

(c) The net liability disclosed above relates to funded and unfunded plans are as follows:

Particulars	March 31 2026	March 31 2025
Present value of funded obligations	**516.67**	288.85
Fair value of plan assets		
Deficit of Gratuity Plan	**516.67**	288.85
Current / Non Current Bifurcation		
Current liability	**164.17**	94.43
Non Current liability	**352.50**	194.42

(d) Expenses recognized in the Statement of Profit and Loss under employee benefit expenses.

Particulars	March 31 2026	March 31 2025
Service cost	**55.59**	31.88
Net interest (income)/expense	**18.31**	16.08
Past Service Cost	**168.08**	-
Expected return on plan assets	**-**	-
Settlement cost/(credit)	**-**	-
Less: Capitalised during the year in Intangible asset under development	**(108.28)**	(24.91)
Net gratuity cost	**133.70**	23.04

(e) Expense recognized in statement of other comprehensive income:

Remeasurement	March 31 2026	March 31 2025
Remeasurement for the year - obligation (Gain)/Loss	**1.98**	20.53
Total Remeasurement Cost/(Credit) for the year recognised in OCI	**1.98**	20.53

(f) Significant estimates: actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

Particulars	March 31 2026	March 31 2025
Mortality rate	Indian Assured Lives Mortality (2012-14) Ult.	Indian Assured Lives Mortality (2012-14) Ult.
Discount rate	6.60%	6.50%
Rate of growth in compensation level	10.00%	10.00%
Expected average remaining working lives of employees (in years)*	3.25	3.25
Retirement Age	58.00	58.00
Withdrawal Rate:	30.00%	30.00%

* It is actuarially calculated term of the liability using probabilities of death, withdrawal and retirement.

(g) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Change in Assumption	Defined benefit obligation	
	March 31 2026	March 31 2025
(i) 1% decrease in discount rate	**15.55**	8.82
(ii) 1% increase in discount rate	**(14.62)**	(8.28)
(iii) 1% increase in rate of salary escalation	**8.67**	5.77
(iv) 1% decrease in rate of salary escalation	**(8.50)**	(5.62)
(v) 1% increase in rate of withdrawal	**(1.61)**	(1.28)
(vi) 1% decrease in rate of withdrawal	**1.68**	1.34

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by 1%, keeping all other actuarial assumptions constant. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method(present value of defined benefit obligation calculated with the projected unit credit method at the end of reporting period) has been applied while calculating the defined benefit liability recognised in the balance sheet. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

(h) The following payments are expected contributions to the defined benefits plan in future year if the company decides to invest in these funds:

Particulars	**March 31 2026**	March 31 2025
Year 1	**164.17**	94.43
Year 2	**103.03**	57.51
Year 3	**100.65**	50.05
Year 4	**84.08**	48.66
Year 5	**82.53**	43.97
Year 6 to 10	**260.85**	153.68

(i) Average Duration

Weighted average duration of the plan (based on discounted cash flows using mortality, withdrawal rate and interest rate) is 3.7 years

(j) Risk Exposure And Asset Liability Matching

Provision of a defined benefit scheme poses certain risks, some of which are detailed hereunder, as companies take on uncertain long term obligations to make future benefit payments.

1. Liability Risks

a. Discount Rate Risk

Variations in the discount rate used to compute the present value of the liabilities may seem small, but in practise can have a significant impact on the defined benefit liabilities.

b. Future Salary Escalation and Inflation Risk

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainities in estimating this increasing risk.

ii) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into three levels prescribed under the Indian Accounting Standard. An explanation of each level follows underneath the table.

As at March 31, 2026

Financial assets and liabilities measured at fair value	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial Investments at Fair value through Profit & Loss				
Non-current investments	**-**	**-**	**1,218.81**	**1,218.81**
Current investments	**280.46**	**-**	**-**	**280.46**
Financial Investments at Fair value through Other Comprehensive Income				
Non-current investments	**-**	**-**	**129.05**	**129.05**
Current investments	**-**	**-**	**-**	**-**
Total financial assets	**280.46**	**-**	**1,347.86**	**1,628.32**

As at March 31, 2025

Financial assets and liabilities measured at fair value	Level 1	Level 2	Level 3	Total
Financial assets				
Financial Investments at Fair value through Profit & Loss				
Non-current investments	-	-	1,060.27	1,060.27
Current investments	412.16	-	-	412.16
Financial Investments at Fair value through Other Comprehensive Income				
Non-current investments	-	-	460.13	460.13
Current investments	-	-	-	-
Total financial assets	412.16	-	1,520.40	1,932.56

There are no transfers between Level 1, Level 2 and Level 3 during the year ended March 31, 2026 and March 31, 2025.

Level 1: The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of derivatives is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

iii) Valuation inputs used in Level 3 and sensitivity of inputs to fair value:

Particulars	**As at 31st March 2026**	As at 31st March 2025	Valuation technique adopted	Significant unobservable inputs	**As at March 2026**	As at March 2025	Sensitivity of Input to FV
Non Current Investments - Investment in debentures of SofTech Engineers Inc at FVTPL	**1,214.98**	1,056.44	DCF technique	Discounting factor	**Increase by 10% : (Rs. 21.68 Lakhs) Decrease by 10% : Rs. 22.47 Lakhs**	Increase by 10% : (Rs. 21.68 Lakhs) Decrease by 10% : Rs. 22.47 Lakhs	Increase/ (decrease) in the rate would (decrese)/ increase the fair value.
Non Current Investments - Investment in debentures of SofTech Finland OY at FVTPL	**-**	-	DCF technique	Discounting factor	**Fully impaired**	Fully impaired	Increase/ (decrease) in the rate would (decrese)/ increase the fair value.
Non Current Investments - Investment in equity shares of others at FVTPL	**3.83**	3.83	Purchase cost	NA	**NA**	NA	NA
Non Current Investments - Investment in equity shares of others at FVOCI	**129.05**	460.13	DCF technique	Discounting factor	**Increase by 10% : (Rs. 16.47 Lakhs) Decrease by 10% : Rs. 21.69 Lakhs**	Increase by 10% : (Rs. 35.30 Lakhs) Decrease by 10% : Rs. 39.16 Lakhs	Increase/ (decrease) in the rate would decrese/ (increase) the fair value.

iv) Financial assets and liabilities measured at amortised cost

The fair value of all financial instruments carried at amortised cost are not materially different from their carrying amounts, since they are either short-term in nature or the interest rate applicable are equal to the current market rate of interest.

Note: 34 Financial risk management

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management ensures that the Company's financial risk activities are governed by appropriate policies and

procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

(a) Credit risk

The Company is exposed to credit risk from counterparties defaulting on their obligations, primarily related to trade receivables and unbilled revenue. To manage this risk, the Company regularly monitors and limits exposure, focusing on the financial reliability of its customers, which are mostly state government bodies, thus having a low inherent risk of payment default.

To manage this risk, the Company periodically reviews the financial reliability of its customers, taken into account their financial conditions, current economic trends, analysis of historical bad debts and ageing of trade receivables.

The Company uses the simplified approach to calculate expected credit losses for impairment on trade receivables and other financial assets, providing for them where necessary. All of the Company's other financial assets measured at amortised cost and the loss allowance recognised during the period was therefore limited to 12 months' expected losses. Management considers instruments to be low credit risk when there is a low risk of default and the issuer has a strong capacity to meet its obligations. Refer to Notes 10 and 12 for the ageing of receivables, contract assets, and movement in loss allowance.

(b) Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and liquidity requirements. The Company closely monitors its liquidity position and maintains adequate source of financing, if required, through the use of short term bank deposits. Processes and policies related to such risks are overseen by senior management.

Exposure to liquidity risk

The table below analyzes the Company's financial liabilities into relevent maturity groupings based on their contractual maturities:

March 31, 2026	Payable within 1 year	1 year to 3 years	More than 3 years	Total
Non-current financial liabilities				
Non-current borrowings	**-**	**346.06**	**-**	**346.06**
Lease liabilities	**-**	**336.58**	**236.38**	**572.96**
Other non-current financial liabilities	**-**	**-**	**-**	**-**
Current financial liabilities				
Current borrowings	**2,826.90**	**-**	**-**	**2,826.90**
Lease liabilities	**136.54**	**-**	**-**	**136.54**
Trade payables	**1,348.00**	**-**	**-**	**1,348.00**
Other current financial liabilities	**1,667.51**	**-**	**-**	**1,667.51**
Total	**5,978.96**	**682.64**	**236.38**	**6,897.98**

March 31, 2025	Payable within 1 year	1 year to 3 years	More than 3 years	Total
Non-current financial liabilities				
Non-current borrowings	-	583.04	18.67	601.72
Lease liabilities	-	247.02	400.51	647.53

Other non-current financial liabilities	-	-	-	-
Current financial liabilities				-
Current borrowings	2,840.79	-	-	2,840.79
Lease liabilities	100.84	-	-	100.84
Trade payables	2,048.80	-	-	2,048.80
Other current financial liabilities	1,108.41	-	-	1,108.41
Total	6,098.84	830.06	419.19	7,348.08

(c) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprises three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk.

i) Foreign currency rate risk

Foreign currency risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate. The company transacts majority of it's business in local currency INR and therefore has minimal foreign currency exposure from trade payables and trade receivables. However, the Company has significant investments in overseas subsidiaries. These investments are long term in nature and won't be impacted for any short term flucation in the currency. The company has not hedged it's foreign currency exposure by derivative instruments as on 31 March, 2026. There are no forward contracts outstanding as on 31 March, 2026.

Details of foreign currency exposures

Particulars	Currency	Amount in Foreign Currency		Amount in Rs.	
		31 March 2026	31 March 2025	**31 March 2026**	31 March 2025
Financial liabilities					
Trade Payables	USD	**1,692.19**	28,839	**158,833**	2,464,581
	EURO	**25,125**	23,529	**2,715,802**	2,170,550
Financial assets					
Trade receivable	USD	**12,704**	12,826	**1,192,431**	1,096,110
	MYR	**700,000**	700,000	**16,227,342**	13,489,000
	SGD	**379,000**	379,000	**27,588,293**	24,085,450
	AED	**698,373**	319,172	**17,849,202**	7,427,132
	CAD	**4,025**	-	**270,718**	-
Expense reimbursement from related parties	USD	**1,560**	1,560	**146,426**	133,318
	EURO	**3,748**	3,748	**405,123**	345,753
	SGD	**9,423**	9,423	**685,938**	598,832
	AED	**20,202**	20,202	**516,336**	470,101
Financial assets					
Investments in debentures	USD	**1,294,558**	1,236,207	**121,510,656**	105,644,250

	SGD	**209,370**	102,378	**15,240,520**	6,506,122

Currency wise net exposure (assets - liabilities)

Currency	Amount in Foreign Currency		Amount in Rs.	
	31 March 2026	31 March 2025	**31 March 2026**	31 March 2025
USD	**1,307,130**	1,221,754	**122,690,680**	104,409,097
EURO	**(21,377)**	(19,781)	**(2,310,679)**	(1,824,797)
MYR	**700,000**	700,000	**16,227,342**	13,489,000
SGD	**597,793**	490,801	**28,274,231**	24,684,282
AED	**718,576**	339,374	**18,365,538**	7,897,233
CAD	**4,025**	-	**270,718**	-

Currency wise details of Hedged exposure

Currency	Amount in Foreign Currency	
	31 March 2026	31 March 2025
USD	-	-
EURO	-	-
MYR	-	-
SGD	-	-
AED	-	-
CAD	-	-

Currency wise net Unhedged exposure

Currency	Amount in Foreign Currency		Amount in Rs.	
	31 March 2026	31 March 2025	**31 March 2026**	31 March 2025
USD	**1,307,130**	1,221,754	**122,690,680**	104,409,097
EURO	**(21,377)**	(19,781)	**(2,310,679)**	(1,824,797)
MYR	**700,000**	700,000	**16,227,342**	13,489,000
SGD	**597,793**	490,801	**28,274,231**	24,684,282
AED	**718,576**	339,374	**18,365,538**	7,897,233
CAD	**4,025**	-	**270,718**	-

Sensitivity Analysis

The following tables demonstrate the sensitivity to a reasonably possible change in above exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities . The Company's exposure to foreign currency changes for all other currencies is not material.

Particulars	**31 March 2026**	31 March 2025
Net unhegded exposure in INR		
USD	**122,690,680**	104,411,097
EURO	**-2,310,679**	-1,824,797
MYR	**16,227,342**	13,489,000

SGD	**43,514,751**	31,190,404
AED	**18,365,538**	7,897,233
CAD	**4,092**	-
Sensitivity		
USD-change by 5.51 % (3.99% in 2024-25)	**5.18**	3.41
EURO-change by 6.62 % (1.83% in 2024-25)	**7.16**	1.69
MYR-change by 6.85 % (2.33 % in 2024-25)	**1.59**	0.45
SGD- change by 6.90 % (4.02 % in 2024-25)	**5.02**	2.55
AED-change by 5.51 % (3.99 % in 2024-25)	**1.41**	0.93
CAD-change by 2.74 %	**1.84**	-
Impact on profit after tax or equity (INR Weakens)		
USD	**5,062,493**	3,119,210
EURO	**(114,542)**	(25,039)
MYR	**831,981**	235,048
SGD	**2,247,418**	938,113
AED	**757,788**	235,784
Impact on profit after tax or equity (INR Strengthens)		
USD	**(5,062,493)**	(3,119,210)
EURO	**114,542**	25,039
MYR	**(831,981)**	(235,048)
SGD	**(2,247,418)**	(938,113)
AED	**(757,788)**	(235,784)

Backup of standard deviation

Currency	31-Mar-22	31-Mar-23	31-Mar-24	31-Mar-25	31-Mar-26
USD	75.90	82.11	83.35	85.46	**93.86**
EURO	84.21	89.27	90.10	92.25	**108.09**
MYR	18.05	18.56	17.64	19.27	**23.18**
SGD	56.06	61.75	61.78	63.55	**72.79**
CAD$	60.80	60.70	61.55	59.43	**67.26**
AED	20.67	22.36	22.69	23.27	**25.56**

Currency	% Change 2022-23	% Change 2023-24	% Change 2024-25	% Change 2025-26	Average change
USD	8%	2%	3%	10%	5.51%
EURO	6%	1%	2%	17%	6.62%
MYR	3%	-5%	9%	20%	6.85%
SGD	10%	0%	3%	15%	6.90%
CAD$	0%	1%	-3%	13%	2.74%
AED	8%	2%	3%	10%	5.51%

ii) Interest rate risk

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company's exposure to the risk of changes in market interest rates relates primarily to the company's debt obligations with floating interest rates.

Interest rate exposure : The exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	31 March 2026	31 March 2025
Variable rate borrowings		
Term loan from banks	**2,392.79**	2,198.55
Term loan from financial institutions	**473.92**	690.58

Sensitivity analysis
Profit or loss due to higher/lower interest rate expense from borrowings as a result of changes in interest rates

Particulars	31 March 2026	31 March 2025
If interest rates -		
Increase by 1%	**(21.45)**	(21.62)
Decrease by 1%	**21.45**	21.62

iii) Price risk

The Company does not hold any quoted equity investments and, therefore, is not exposed to equity securities price risk. Its only equity investment is a strategic holding in Qi Square Pte Ltd.

Note 35: Capital Management

(a) Risk Management

For the purpose of the Company’s capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company’s capital management is to ensure that it maintains a strong credit rating in order to support its business activities and maximize brand value.

The Company manages its capital and makes adjustments to it in light of the changes in economic and market conditions.

The Company monitors capital gearing ratio, which is net debt divided by total capital. Net debt comprises of long term and short term borrowings less cash and cash equivalents and bank balances, equity includes equity share capital and reserves that are managed as capital. The gearing at the end of the reporting period was as follows.

Particulars	March 31 2026	March 31 2025
Total Borrowings	**3,172.96**	3,442.51
Cash and cash equivalents and bank balances	**(2,130.61)**	(3,514.04)
Net debt	**1,042.36**	(71.53)
Shareholders' funds		

Equity share capital	**1,384.21**	1,380.71
Other equity	**17,315.50**	16,593.44
Total equity	**18,699.72**	17,974.15
Net debt to equity ratio	**0.06**	(0.00)

(b) Dividend

Particulars	March 31 2026	March 31 2025
(i) Equity shares		
Final dividend for the year ended 31 March 2025 of ₹ Nil (31 March 2024 of ₹ Nil)	**13,842,138**	13,807,138
(ii) Dividend not recognised at the end of the reporting period		
The directors have recommended the payment of a final dividend of ₹ NIl (31 March 2025 : ₹ Nil)	**-**	-

Note 36: Issue of equity shares on preferential allotment basis

On October 8, 2021 and October 5, 2022, company had made private placement by way of equity shares, compulsory convertible debenture and share warrants the proceeds of which are Rs 1000 lakhs, 828.90 lakhs and 2500 lakhs respectively for expanding its business and general corporate purpose. During the year 2024, compulsory convertible debenture and share warrants were converted into equity shares.

On December 23, 2024 company has made Preferential issue of 987,998 Equity shares at face value of 10 Each on premium of Rs. 395 per share. The total proceeds of Rs. 40,01,39,190 were raised to support business expansion and for general corporate purposes.

Following are the details of utilization of proceeds from private placement raised on October 8, 2021, October 5, 2022 and December 23, 2024 done till March 31, 2026.

Particulars	March 31 2026	March 31 2025
Received from private placement as on reporting date	**8,330.29**	8,330.29
Less: Utilised as on reporting date	**6,854.34**	4,629.23
Closing unutilised	**1,475.95**	3,701.07
Purpose for which proceeds are used		
1. To support the expansion of business in Indian and Overseas market	**5,576.69**	3,351.57
2. General corporate purposes	**1,277.66**	1,277.66
Total	**6,854.34**	4,629.23

There is no deviation in use of proceeds from the objects stated in the resolution done till year end. The remaining funds of Rs. 1,475.95 lakhs have been invested in mutual funds & FDs during the year (Refer note 9) (Rs 115.07 lakhs in Mutual Funds & Rs. 1,360.88 lakhs in FDs).

Note 37: Segment Information

The business segment have been identified on the basis of the nature of products and services, the risks and returns, internal organisation and management structure and the internal performance reporting systems.

1. In accordance with Indian Accounting Standard 108 - Segment Reporting, the Company has determined its single business segment as ""design, development, installation and servicing of information technology related resource"". Operating segments are reported in a manner consistent with the internal reporting provided to the board of directors based in India regarded as the Chief Operating Decision Maker ("CODM"). Since the entire Company's business is from information technology related resource there are no other primary reportable segments. Thus, the segment revenue, segment results, total carrying value of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, total amount of charge of depreciation and amortisation during the year are all as reflected in the financial statements as at and for the year ended March 31, 2026, and March 31, 2025.

2. Further, the Company operates primarily in India and there is no other significant geographical segment.

Disclosure applicable to entities that have single reportable segment are given in consolidated financial statement.

Note 38: Disclosure pursuant to Ind AS 115 "Contracts with Customer"

Disaggregation of revenue

Revenue Break-Up	2025-26	2024-25
One Time License Model	**9,331.80**	7,084.42
Pay Per Use / SaaS	**3,172.32**	1,994.20
BIM / GIS Services	**325.82**	257.16
Total	**12,829.94**	9,335.78

The Company is an information technology and software services organisation, delivering end to end solution in Architectural-Engineering-Construction (AEC) space, catering to Government bodies, municipalities, property developers, investors, real estate companies, contractors, architects and consultants.

1. Background :

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services. To recognise revenues, the Company applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognise revenues when a performance obligation is satisfied. When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved.

2. Performance Obligations

At contract inception, the Company assesses its promise to transfer products or services to a customer to identify separate performance obligations. The Company applies judgement to determine whether each product or service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised product or service is combined and accounted as a single performance obligation. A performance obligation is typically satisfied as services are rendered and in some cases upon the completion of service. The company allocates the transaction price to separately identifiable performance obligations based on their relative stand-alone selling price.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

3. Revenue Recognition

1) Fixed-price contracts: Revenue for fixed-price contracts is recognised over the period of time using percentage-of-completion method. The percentage of completion is determined by the company using output method, which is measured by the number of units/plan approved by the customer, the number of transactions processed from the software etc.

2) Operation and maintenance contract: Revenue related to these contracts is recognised based on time elapsed mode and revenue is straight-lined over the period of performance.

3) Sale of licenses: Revenue from licenses where the customer obtains a "right to use "the licenses is recognized at the time the license is made available to the customer. Revenue from licenses where the customer obtains a "right to access" is recognized over the access period. Revenue from sale of traded software licenses is recognised on delivery to the customer. Cost and earnings in excess of billings are classified as unbilled revenue while billings in excess of cost and earnings are classified as unearned revenue.

4. Contract Assets

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms. Unearned and deferred revenue ("contract liability") is recognised when there is billings in excess of revenues.

a. Movement of contract balances during the year

Particulars	March 31 2026	March 31 2025
Opening balance	**5,179.87**	4,836.94
Amount recognised in revenue during the reporting year	**7,410.59**	5,404.51
Billing completed during the reporting year	**6,304.98**	4,925.58
Gross closing balance	**6,285.48**	5,315.87
Provision for expected credit loss recognised during the year	**(933.76)**	(135.99)
Net closing balance	**5,351.72**	5,179.87

b. Bifurcation of contract asset

Particulars	March 31 2026	March 31 2025
Current	**5,278.93**	5,144.55
Non Current	**72.79**	35.33
Total	**5,351.72**	5,179.87

c. Cost to obtain the contract

(i) Amount of amortisation recognised in Profit and Loss during the year Rs. Nil. (March 25: Rs. Nil)

(ii) Amount recognised as assets as at 31st March, 2026: Rs. 53.22 lakhs (March 25: Rs. 34.22 lakhs)

d. Reconciliation of contracted price with revenue during the year

Particulars	March 31 2026	March 31 2025
Contract Price	**10,607.05**	7,413.89
Adjustment for : Contract Liabilities: Discounts, Incentives & Late delivery Charges	**-**	-
Revenue from contracts with customers	**10,607.05**	7,413.89

e. Remaining performance obligations: As on 31st March, 2026, the company has unsatisfied performance obligation of Rs. 11,463.99 lakhs (March 25: Rs. 8,201.12 lakhs) which is related to unfulfilled performance obligation.

Note 39: Ratio Analysis

Particulars	March 31 2026	March 31 2025	Change in the ratio compared to the preceding year	Explanation for change more than 25%
Current ratio	**1.83**	2.15	-14.70%	NA
Debt-Equity Ratio	**0.21**	0.19	8.40%	NA
Debt Service Coverage ratio	**3.94**	2.82	39.99%	New loans undertaken during the year has caused a increase in current borrowings.
Return on Equity ratio	**5.22%**	2.64%	98.04%	Due to increase in profit as comapared to earlier year.
Trade Receivable Turnover Ratio	**3.27**	2.07	58.13%	Higher Trade Receivable Turnover Ratio reflects increased operational revenue and better utilization of receivables during the year.
Trade Payable Turnover Ratio	**3.14**	2.70	16.63%	NA
Net Capital Turnover Ratio	**1.99**	1.51	31.32%	The Net Capital Turnover Ratio has decreased during the year primarily due to increase in working capital as compared to growth in revenue.
Net Profit ratio	**7.46%**	4.43%	68.29%	Increase in profit and revenue as compared to previous year.
Return on Capital Employed	**13.68%**	8.51%	60.79%	The Return on Capital Employed (ROCE) has increased during the year primarily due to higher profitability and improved operational performance.
Return on Investment				
Mutual Funds	**5.84%**	7.59%	-23.13%	NA
Investment in equity shares (other than subsidiaries)	**-112.39%**	0.00%		Due to fair value loss on investments

Investment in debentures carry interest rate of 5% p.a.

Element of Ratio	Numerator	Denominator	As at March 31, 2026		As at March 31, 2025	
Ratios			**Numerator**	**Denominator**	Numerator	Denominator
Current ratio	Current Assets	Current Liabilities	**12,082.14**	**6,591.85**	13,869.88	6,454.90
Debt-Equity Ratio	Debt (borrowing)	Total Equity	**3,882.46**	**18,699.71**	3,442.51	17,974.15
Debt Service Coverage ratio	Profit for the year + Finance cost + Depreciation	Interest and principal repayments for long term borrowings and interest and principal lease payments	**3,988.18**	**1,011.74**	2,802.77	995.36
Return on Equity ratio	Profit for the year	Average Total Equity	**957.49**	**18,336.93**	414.00	15,702.11
Trade Receivable Turnover Ratio	Revenue from Operations	Average Trade Receivable	**12,829.94**	**3,919.12**	9,335.78	4,509.64
Trade Payable Turnover Ratio	Total Purchases	Average Trade Payables	**5,340.48**	**1,698.40**	4,132.25	1,532.71
Net Capital Turnover Ratio	Revenue from Operations	Average Working Capital	**12,829.94**	**6,452.63**	9,335.78	6,165.81
Net Profit ratio	Profit for the period/year	Revenue from Operations	**957.49**	**12,829.94**	414.00	9,335.78
Return on Capital Employed	Profit for the period/year + Finance cost	Tangible net worth + Debt (Borrowing) + Deferred Tax liability	**1,706.23**	**12,468.27**	1,170.74	13,756.28
Return on Investment	Income generated from invested funds	Average invested funds in treasury investments				
Mutual Funds			**18.30**	**313.52**	51.51	678.40
Investment in equity shares (other than subsidiaries)			**(331.08)**	**294.59**	-	460.13

40. Other notes

a. To the best of our knowledge and information available the Company has not transacted with any company struck off under section 248 of the Companies Act, 2013 during the year.
b. The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
c. No funds have been received by the Company from any person or entity, including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
d. During the year, the Company acquired 100% shareholding in Softtech Digital AG on July 1, 2025, thereby making it a wholly owned subsidiary.

e. The company does not have any benami property, where any proceeding has been initiated or pending against the company for holding any benami property.

f. On 21 November 2025, the Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020, thereby consolidating 29 existing labour laws. The Group has applied the revised definition of wages under the new Labour Codes while measuring employee benefit provisions. Pending the notification of the final Central and State Rules and related legal guidance, the Group has estimated the related obligations based on current legal interpretations and actuarial valuations.

For the year ended 31 March 2026, the resultant impact recognised under Employee Benefit Expenses towards gratuity amounted to Rs. 168.08 lakhs (net of capitalisation to intangible asset under development of Rs. 59.80 lakhs).

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached	For and on behalf of the Board of Directors	
For P G BHAGWAT LLP	**Vijay Gupta**	**Priti Gupta**
Chartered Accountants	Managing Director & CEO	Director
Firm Registration No.: 101118W/W100682	DIN: 01653314	DIN: 01735673
Abhijeet Bhagwat	**Aadishri Apte**	**Deepak Bang**
Partner	Company Secretary	Chief Financial Officer
Membership No.: 136835	Membership No. A60642	
Place: Pune	Place: Pune	
Date: 26 May 2026	Date: 26 May 2026	

INDEPENDENT AUDITORS' REPORT

To the Members of SoftTech Engineers Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of SoftTech Engineers Limited (hereinafter referred to as the "Holding Company") and its Subsidiaries (Holding Company and its Subsidiaries together referred to as "the Group") which comprise the Consolidated Balance Sheet as at March 31, 2026, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements and on the other financial statements/financial information prepared by the Management, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, of the consolidated profit and other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matters" paragraph, is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters	Principle Audit Procedures
Revenue recognition - fixed price contracts: Refer note 2.2B(b) to the accompanying Consolidated Financial Statements for accounting policy and Note 22 for the revenue recorded during the year.	• Evaluated the appropriateness of the Holding Company's revenue recognition policies. • Evaluated the design and implementation of key controls over the recognition of contract revenue and tested the operating effectiveness of these controls.

Revenue from fixed-price contracts is recognised over the period of time either using percentage-of-completion method or over straight-line basis depending upon the contractual terms. The Holding Company uses output method to measure the progress towards complete satisfaction of a performance obligation. This method involves outputs such as the number of units/plan approved by the customer, the number of transactions processed, phase of software completed etc. Revenue recognition is a key audit matter due to the presence of multiple contract types with varying terms, which require significant judgment in determining whether to recognize revenue on a straight-line basis or a percentage-of-completion basis, identifying milestones (outputs) to measure progress, and ensuring the accuracy of revenue recognized based on different types of outputs.	• For a sample of contracts i. Identified significant terms and deliverables in the contract to assess management's conclusions regarding the identification of distinct performance obligations and milestones to determine percentage of completion ii. We tested the accuracy of milestone measurement and the corresponding revenue recognition calculations iii. Evaluated the appropriateness and adequacy of the disclosures made in the Standalone Financial Statements with respect to fixed price contract revenue in accordance with the requirements of applicable accounting standards.
Development costs towards intangible assets under Development Refer Note 2.2B(d) to the accompanying Consolidated Financial Statements for accounting policy and Note 3(b) of Consolidated Balance Sheet for related disclosure. The Holding Company's software development team is engaged in creating new software and enhancing existing ones. Eligible development costs are capitalized in line with Ind AS 38, Intangible Assets. Key judgments for capitalizing these costs include assessing technical and economic feasibility, the company's ability to identify and control the intangible asset and ensuring future economic benefits. Additionally, reliable measurement of development expenditures is crucial. Our audit focused on these areas due to the significant value of the development costs, the need to assess eligible costs for capitalization, and the judgment involved. This has been identified as a key audit matter for the current year.	• Tested the design and operating effectiveness of the controls in relation to intangible assets under development. • Evaluated the accounting policy for appropriateness in accordance with Ind AS 38, Intangible Assets. • Discussed with management and development teams to review work progress and judgments on product, focusing on different stages, economic feasibility, and criteria for recognizing intangible assets. • Tested on a sample basis the underlying costs by inspection of supporting documents such as payroll records, vendor contracts and invoices. • Evaluated Management's assessment of amortization period and method for capitalized intangible assets upon successful development. • Evaluated the appropriateness and adequacy of the disclosures in accordance with the requirements of applicable accounting standards.

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the Management Discussion and Analysis, Board of Directors' Report along with its Annexures and the Corporate Governance Report included in the Annual Report but does not include the Consolidated Financial Statements and our auditors' report thereon, which is expected to be made available to us after this auditors' report date. Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider

whether the other information is materially inconsistent with the Consolidated Financial Statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable under the applicable laws and regulations.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors are responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), the consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The respective Board of Directors of the companies in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

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

The respective Board of Directors of the companies in the Group are responsible for overseeing the financial reporting process of the companies in the Group.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our

opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group has adequate internal financial controls with reference to the Consolidated Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the companies included in the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the Financial Statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we

determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other matters

i. The Consolidated Financial Statements include the financial statements of four subsidiaries which have not been audited by us, whose financial statements reflect total assets of Rs. 152.45 Lakhs as at March 31, 2026, revenues from operations of Rs 148.97 Lakhs, total comprehensive income (comprising of profit and other comprehensive income) of Rs. (157.70) Lakhs and net cash outflows of Rs. 2.55 Lakhs, for the year ended as on that date. The financial statements of these subsidiaries are management drawn. According to the information and explanations given to us by the management and in our opinion, these financial statements are not material to the Group.

ii. We did not audit the financial statements of two subsidiaries included in the Consolidated Financial Statements, whose financial statements reflect total assets of Rs. 261.50 Lakhs as at March 31, 2026, revenues from operation of Rs. 428.18 Lakhs, total comprehensive income (comprising of profit/ (loss) and other comprehensive income/ (loss) of Rs. 36.94 Lakhs and net cash inflows of Rs. 11.64 Lakhs, for the year ended as on that date. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Board of Directors of the Holding Company.

Report on Other Legal and Regulatory Requirements

1.As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in the paragraph 1 i) (vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.

e) On the basis of the written representations received from the directors of the Holding Company as

on March 31, 2026 taken on record by the Board of Directors of the Holding Company and as represented to us in case of Indian Subsidiaries, none of the directors of the Holding Company and Indian Subsidiaries, is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f) With reference to the maintenance of accounts and other matters connected therewith, refer to our comment in Paragraph 1 (b) above and refer to our comment in paragraph 1 (i)(vi) below, on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

g) For our opinion on the internal financial controls with reference to Consolidated Financial Statements of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in Annexure I.

h) As required by section 197 (16) of the Act; in our opinion and according to the information and explanations given to us, the remuneration paid during the current year to its Directors by the Holding Company is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. Section 197 of the Act is not applicable to the Indian Subsidiary.

i) i)With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i)The Consolidated Financial Statements disclose the impact of pending litigations as at March 31, 2026 on the consolidated financial position of the Group- Refer Note 30 ii) to the Consolidated Financial Statements.

(ii)The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(iii)The following are the instances of delay in transferring amounts, to the Investor Education and Protection Fund by the Holding Company during the year ended March 31, 2026:

Due date of payment	Actual date of payment	Amount (Rs) in Lakhs	Number of days' delay
18-10-2025	20-02-2026	0.10	125 days

iv) (a) The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or its subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or its subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the

Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Holding Company and its subsidiaries which are companies incorporated in India, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v) The Holding Company has not declared or paid any dividend during the year under section 123 of the Act. Based on the auditor's report of other auditors of subsidiaries incorporated in India, one of the subsidiaries has declared and paid dividend and complied with section 123 of the Act.

vi) Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries incorporated in India whose financial statements have been audited under the Act, the Holding Company and its subsidiary companies have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit so far it relates to audit trail in respect of transactions, we and respective auditors of the above referred subsidiary companies did not come across any instances of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the companies as per the statutory requirements for record retention.

2.With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditors' report, according to the information and explanations given to us, and based on the report issued by us for the Holding Company and other auditors of the Indian subsidiary companies included in the Consolidated Financial Statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these reports except as given below:

S. No.	Name	CIN	Company/ Associate/ Joint Venture	Clause number of the CARO report
1	SoftTech Engineers Limited	L30107PN1996PLC016718	Holding Company	Clause ii(b)
2	AmpliNxt Private Limited	U74995PN2021PTC205718	Subsidiary Company	Clause xvii

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration Number:
101118W/W100682

Abhijeet Bhagwat

Partner

Membership Number: 136835

UDIN: 26136835MKXFBY2585

Pune

May 26, 2026

ANNEXURE I

To the Independent Auditors' Report

Referred to in paragraph 1 (g) under the heading, "Report on Other legal and Regulatory Requirements" of our report on even date:

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended 31 March 2026, we have audited the internal financial controls with reference to the Consolidated Financial Statements of SoftTech Engineers Limited (hereinafter referred to as the ""Holding Company") and its Subsidiaries incorporated in India (Holding Company and its Subsidiaries incorporated in India together referred to as "the Group"), as of that date.

Management's Responsibility for Internal Financial Controls

The Management of the respective companies in the Group is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies in the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to the Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal financial controls over financial reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the internal financial controls with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the

assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, and audit evidence obtained by other auditors of subsidiary incorporated in India, referred to in other matter paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated Financial Statements of the Holding Company and its subsidiary company incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of Management and directors of the company; and (3)

provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper Management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company and it’s Indian Subsidiaries have, in all material respects, an adequate internal financial controls system over financial reporting with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of internal financial controls with reference to the consolidated financial statements, insofar as it relates to two subsidiary companies incorporated in India, is based on the corresponding report of that company's auditor. Reporting under Section 143(3)(i) is not applicable to the other subsidiary company incorporated in India in the Group.

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration Number: 101118W/W100682

Abhijeet Bhagwat
Partner
Membership Number: 136835
UDIN: 26136835MKXFBY2585
Pune
May 26, 2026

CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2026

(All amounts in ₹ Lakhs unless otherwise stated)

Particulars	Notes	As at March 31 2026	As at March 31 2025
ASSETS			
Non-current assets			
Property plant and equipment	3	**361.98**	304.31
Right-of-use assets	4(a)	**626.60**	698.83
Other intangible assets	3(a)	**7,065.24**	5,797.39
Intangible assets under development	3(b)	**1,956.46**	1,614.06
Goodwill	40	**-**	-
Financial assets			
Investments	5	**228.30**	559.38
Other financial assets	6	**1,271.28**	1,427.22
Contract assets	13	**72.79**	35.33
Income tax assets (net)	7	**26.06**	31.62
Deferred tax assets (net)	21(b)	**415.93**	262.95
Other non-current assets	8	**110.08**	40.95
Total non-current assets		**12,134.72**	10,772.03
Current assets			
Inventory	9(a)	**291.65**	125.43
Financial assets			
Investments	9(b)	**280.46**	412.16
Trade receivables	10	**3,463.07**	4,357.99
Cash and cash equivalents	11(a)	**1,270.51**	257.31
Bank balance other than above	11(b)	**2,029.29**	3,436.09
Other financial assets	12	**182.42**	172.38
Contract assets	13	**5,278.93**	5,144.55
Other current assets	14	**422.89**	110.70
Total current assets		**13,219.22**	14,016.60
Total assets		**25,353.94**	24,788.63
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15(a)	**1,384.21**	1,380.71
Other equity	15(b)	**15,791.51**	15,495.80
Total equity attributable to owners of the Company		**17,175.72**	16,876.51
Non controlling interest		**(134.85)**	(100.72)
Total equity		**17,040.87**	16,775.80
LIABILITIES			
Non-current liabilities			

Financial Liabilities			
Borrowings	16(a)	**346.83**	602.39
Lease Liability	4(b)	**572.96**	647.50
Other non-current liabilities	20(a)	**240.00**	-
Provisions	18	**388.18**	194.42
Deferred tax liability	21(b)	**13.51**	13.51
Total non-current liabilities		**1,561.48**	1,457.82
Current Liabilities			
Financial Liabilities			
Borrowings	16(b)	**2,826.98**	2,840.94
Lease liabilities	4(b)	**136.54**	100.87
Trade payables	17		
Total outstanding dues of micro enterprises and small enterprises		**267.29**	120.37
Total outstanding dues of creditors other than micro enterprises and small enterprises		**1,095.43**	1,955.22
Other financial liabilities	19	**1,776.85**	1,170.13
Other current liabilities	20(b)	**399.53**	236.17
Provisions	18	**164.17**	94.43
Current tax liabilities (net)		**84.80**	36.88
Total current liabilities		**6,751.59**	6,555.02
Total liabilities		**8,313.07**	8,012.83
Total equity & liabilities		**25,353.94**	24,788.63

Summary of material accounting policies 1 - 2

The accompanying notes form an integral part of the financial statements. 3 - 41

As per our report of even date attached **For and on behalf of SoftTech Engineers Limited**

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration No.: 101118W/W100682

Vijay Gupta
Managing Director & CEO
DIN: 01653314

Priti Gupta
Director
DIN: 01735673

Abhijeet Bhagwat
Partner
Membership No.: 136835
Place: Pune
Date: 26 May 2026

Aadishri Apte
Company Secretary
Membership No. A60642
Place: Pune
Date: 26 May 2026

Deepak Bang
Chief Financial Officer

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

For The Year Ended March 31 2026

Particulars	Notes	Year Ended March 31 2026	Year Ended March 31 2025
Income			
Revenue from operations	22	**13,290.21**	9,524.99
Other income	23	**363.91**	223.96
Total Income		**13,654.12**	9,748.95
Expenses			
Purchase of stock-in-trade	24a	**2,086.91**	1,807.24
Changes in inventories of stock in trade	24b	**(166.22)**	(125.43)
Employee Benefit Expenses	25	**3,299.34**	2,748.05
Finance cost	26	**407.30**	490.42
Depreciation and amortization expenses	27	**2,282.84**	1,633.59
Other expenses	28	**4,851.08**	2,867.97
Total Expenses		**12,761.25**	9,421.84
Profit before tax		**892.87**	327.11
Tax expense			
Current Tax	21(a)	**494.33**	292.56
Deferred Tax	21(b)	**(134.15)**	(44.54)
Short/(Excess) provision for previous years		**-**	(53.97)
Total tax expense		**360.18**	194.04
Profit after tax [A]		**532.69**	133.07
Other comprehensive income			
Item that will be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		**22.04**	(5.30)
Item that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations		**1.41**	(20.53)
Changes in fair value of equity investment at FVOCI		**(331.08)**	-
Income tax relating to these items	21(b)	**18.83**	23.81
Other comprehensive income for the year, net of tax [B]		**(288.80)**	(2.02)
Total comprehensive income for the year [A+B]		**243.89**	131.05
Profit for the year attributable to:			

-Owners of the Company		**494.10**	131.43
- Non-controlling interests		**38.59**	1.65
Other comprehensive income (net of tax) attributable to:			
-Owners of the Company		**(276.33)**	1.42
- Non-controlling interests		**(12.47)**	(3.44)
Total comprehensive income for the year attributable to:			
-Owners of the Company		**217.77**	132.84
- Non-controlling interests		**26.12**	(1.80)
Earnings per share of face value Rs. 10/- per share	29		
Basic earnings per share		**3.57**	1.00
Diluted earnings per share		**3.56**	1.00

Summary of material accounting policies	1 - 2
The accompanying notes form an integral part of the financial statements	3 - 41

As per our report of even date attached **For and on behalf of SoftTech Engineers Limited**

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration No.: 101118W/W100682

Vijay Gupta
Managing Director & CEO
DIN: 01653314

Priti Gupta
Director
DIN: 01735673

Abhijeet Bhagwat
Partner
Membership No.: 136835
Place: Pune
Date: 26 May 2026

Aadishri Apte
Company Secretary
Membership No. A60642
Place: Pune
Date: 26 May 2026

Deepak Bang
Chief Financial Officer

CONSOLIDATED STATEMENT OF CASH FLOWS

For The Period Ended 31 March 2026

Particulars	Year Ended March 31 2026	Year ended March 31 2025
Cash flow from operating activities		
Net profit before tax	**892.87**	327.11
Adjustments for		
Depreciation and amortisation expense	**2,282.84**	1,633.59
Provision for doubtful debts net of reversal/ debit balances written off	**1,297.67**	282.67
Provision for doubtful deposit	**-**	10.57
Fair value gain on investments classified at FVTPL	**(2.81)**	(22.13)
Gain on sale of investment	**(15.49)**	(29.38)
Profit on sale of asset	**-**	(0.67)
Unwinding of discount on security deposits	**(7.34)**	(2.91)
Interest income classified as investing cash flows	**(290.71)**	(151.73)
Finance cost	**407.30**	490.42
Share-based payment expense	**77.94**	133.52
Excess provision/credit balances written back	**-**	(1.60)
Net foreign exchange differences	**(29.17)**	(6.88)
Cash generated from operations before working capital changes	**4,613.10**	2,662.58
Change in operating assets and liabilities		
(Increase)/ Decrease in trade receivables	**560.18**	80.86
Increase/ (Decrease) in trade payables	**(712.87)**	1,054.66
(Increase)/Decrease in contract assets and inventory	**(1,271.83)**	(604.36)
(Increase)/ Decrease in other current asset	**(312.19)**	(28.61)
(Increase)/ Decrease in other financial assets	**(28.13)**	10.64
(Increase)/ Decrease in other non current assets	**(69.13)**	(35.08)
Increase/ (Decrease) in other financial liabilities	**119.86**	113.12
Increase/(Decrease) in provisions	**264.91**	42.14
Increase/(Decrease) in other current liabilities	**403.32**	(169.11)
Cash generated from operations	**3,567.24**	3,126.85
Income taxes paid	**(440.85)**	(331.31)
Net cash generated from operating activities	**3,126.39**	2,795.55
Cash flows from investing activities		
Payments for property, plant and equipment	**(206.98)**	(88.82)
Proceeds from sale of property, plant and equipment	**-**	1.17
Payments for intangibles development costs	**(3,049.89)**	(3,447.30)
Payment for acquisition of subsidiary	**(58.31)**	(0.96)
Net Investment in mutual funds	**150.00**	620.00
Interest income	**307.08**	60.34

Investment in fixed deposits with banks	**1,571.81**	(3,542.46)
Net cash (used in) investing activities	**(1,286.29)**	(6,398.04)
Cash flows from financing activities		
Proceeds from issues of shares	**3.50**	4,001.39
Proceeds from long-term borrowings	**934.96**	1,136.86
Repayment of borrowings	**(709.98)**	(729.90)
Net change in short term borrowings	**(494.50)**	(100.60)
Lease payments	**(179.12)**	(155.09)
Preference dividend	**(60.26)**	-
Interest paid	**(343.55)**	(428.05)
Net cash generated from financing activities	**(848.95)**	3,724.61
Net increase in cash and cash equivalents	**991.16**	122.12
Foreign currency translation reserve movement	**22.04**	(5.30)
Cash and cash equivalents at the beginning of the financial year	**257.31**	140.49
Cash and cash equivalents at end of the period	**1,270.51**	257.31

Refer note 19 for changes in liability arising from financing activity
Cash flow is prepared under Indirect Method as per Ind AS 3 "Cash Flow Statements"

As per our report of even date attached **For and on behalf of SoftTech Engineers Limited**

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration No.: 101118W/W100682

Vijay Gupta
Managing Director & CEO
DIN: 01653314

Priti Gupta
Director
DIN: 01735673

Abhijeet Bhagwat
Partner
Membership No.: 136835
Place: Pune
Date: 26 May 2026

Aadishri Apte
Company Secretary
Membership No. A60642
Place: Pune
Date: 26 May 2026

Deepak Bang
Chief Financial Officer

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the Period Ended March 31, 2026

A. Equity share capital

Particulars	Total
Balance as at March 31, 2024	1,281.91
Changes in equity share capital during the year	98.80
Balance as at March 31, 2025	1,380.71
Changes in equity share capital during the year	**3.50**
Balance as at March 31, 2026	**1,384.21**

B. Other equity

Particulars	Reserve and surplus			Other components of equity			Total attributable to Owners of the Company	Non Controlling Interest	Total Other Equity
	Securities premium account	Share option outstanding account	Retained earnings	Equity instruments through OCI	Money received against share warrants	Foreign Currency Translation Reserve			
Balance as at March 31, 2024	6,417.31	-	4,761.72	167.56	-	(19.75)	11,326.84	(100.46)	11,226.38
Profit for the year	-	-	131.43	-	-	-	131.43	1.65	133.07
Other comprehensive income	-	-	(15.36)	18.64	-	(1.86)	1.42	(3.44)	(2.02)
On account of acquisition of subsidiary								1.54	1.54
Premium on shares issued during the year	3,902.59	-	-	-	-	-	3,902.59	-	3,902.59
Employee stock option reserve	-	133.52	-	-	-	-	133.52	-	133.52
Balance as at March 31, 2025	10,319.90	133.52	4,877.79	186.20	-	(21.61)	15,495.80	(100.72)	15,395.08
Profit for the year	**-**	**-**	**494.10**	**-**	**-**	**-**	**494.10**	**38.59**	**532.69**
Other comprehensive income	**-**	**-**	**1.05**	**(286.96)**	**-**	**9.57**	**(276.33)**	**(12.47)**	**(288.80)**
Transferred during the year to Share premium/Share Capital	**130.11**	**77.94**	**-**	**-**	**-**	**-**	**208.05**	**-**	**208.05**

Account on account of allotment of shares/ Employee stock options reserve									
Utilisation of employee stock option reserve	-	**(130.11)**	-	-	-	-	**(130.11)**	-	**(130.11)**
Dividend paid	-	-	-	-	-	-	-	**(60.26)**	**(60.26)**
Balance as at March 31, 2026	**10,450.01**	**81.35**	**5,372.94**	**(100.76)**	-	**(12.04)**	**15,791.51**	**(134.85)**	**15,656.66**

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration No.: 101118W/W100682

Abhijeet Bhagwat
Partner
Membership No.: 136835
Place: Pune
Date: 26 May 2026

For and on behalf of SoftTech Engineers Limited

Vijay Gupta
Managing Director & CEO
DIN: 01653314

Priti Gupta
Director
DIN: 01735673

Aadishri Apte
Company Secretary
Membership No. A60642
Place: Pune
Date: 26 May 2026

Deepak Bang
Chief Financial Officer

NOTES

1. General information and background

The Consolidated Financial Statements present the Consolidated Accounts of SoftTech Engineers Limited with its following Subsidiaries:

Name	Country of incorporation	Proportion of ownership of interest	
		As at 31 March 2026	As at 31 March 2025
Foreign subsidiaries:			
SoftTech Engineers Inc.	United States of America	92%	92%
SoftTech Finland OY	Finland	100%	100%
*SoftTech Government Solutions Inc.	United States of America	93%*	93%*
AmpliNxt Private Limited	India	100%	100%
SoftTech Digital Pte. Ltd	Singapore	100%	100%
**SoftTech Digital Software LLC	Dubai	100%	100%
SoftTech Digital Solutions Limited	United Kingdom	100%	100%
Envee Information Technology Private Limited	India	80%	80%
SoftTech Digital AG	Germany	100%	NA

*Held by SoftTech Engineers Inc

**Held by SoftTech Digital Pte Ltd

The Holding company is an information technology and software development services organisation, delivering end to end solution in Architectural-Engineering-Construction (AEC) space, catering to property developers, municipal corporations, investors, real estate companies, contractors, architects and consultants.

These consolidated financial statements of the Group as at and for the year ended on 31 March 2026 were approved for issue in accordance with the resolution of the Board of Directors on May 26, 2026.

2.Material Accounting Policies

This note provides a list of the material accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015 notified, as amended thereafter and other relevant provisions of the Act.

The consolidated financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Employee defined benefit plan
- Certain financial instruments (refer note 33)
- Employee stock option

The consolidated financial statements are presented in Indian Rupees (“INR”), which is also the Group functional currency and all values are rounded off to the nearest Lakhs, except when otherwise indicated. Wherever, an amount is presented as INR ‘0’ (zero) it construes value less than ₹ 1000.

All assets and liabilities have been classified as current or non-current as per the Group’s normal operating cycle and other criteria as set out in the Division II of Schedule III as amended to the Act.

Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities for product business.

2.2 A Significant accounting estimates, assumptions and judgements

The preparation of the consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities effected in future periods.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Critical estimates and judgements

The preparation of the Company’s standalone financial statements requires management to make estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the accompanying disclosures, and disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities effected in future period.

- Estimation of defined benefit plan

Employee benefit obligations are determined using independent actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual results in the future. These include the determination of discount rate, future salary increase, experience of employee departure and mortality rates. Due to the complexities involves in the valuation and its long-term nature, employee benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

- Fair value measurements of financial instruments

When fair value of financial assets and financial liabilities recorded in balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation technique including the Discounted Cash flow (“DCF”) model. The inputs to these models are

taken from observable markets where possible, but where there is not feasible, a degree of judgement is required in establishing their values. Judgement includes consideration of inputs such as credit risk and future projections. Changes in assumptions about these factors could affect the reported fair values of financial instruments.

- **Impairment of other non-financial assets i.e. Intangible Assets and Intangible Assets under Development**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less cost of disposal and its value in use. Significant judgement and estimate is required in determining recoverable amount.

- **Impairment of trade receivable and contract asset**

The Group use the simplified approach to calculate expected credit losses for impairment on trade receivables and contract asset. Judgement is involved in determining adjustments for forward looking adjustments and time value of money.

- **Revenue recognition for fixed-price contracts**

Revenue for fixed-price contracts is recognised over the period of time either using percentage-of-completion method or over straight-line basis depending upon the contractual terms. The multiple types of contracts with different terms requires significant judgement in determining whether to recognise revenue on straight-line basis or percentage of completion basis, identification of milestone (output) to measure the progress of work, determining accuracy of revenue to be recognised using different types of outputs.

- **Recognition of Intangible assets and its useful life**

For an intangible asset to be recognized, it must meet criteria such as identifiability, control over the resource, and expectation of future economic benefits. Judging whether these criteria are met requires professional judgment. Estimating the fair value of intangible assets often involves significant judgment, especially when market-based evidence is not readily available. This may require the use of valuation techniques like discounted cash flow (DCF) models, which rely on subjective assumptions about future cash flows, discount rates, and growth rates.

The Management reviews the estimated useful lives of intangible assets at the end of each reporting period. Factors such as changes in the expected level of usage and technological developments could significantly impact the economic useful lives of the asset, consequently leading to a change in the future amortization charge.

2.2B

(a) Principles of consolidation

(i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases. The acquisition method of accounting is used to account for business combinations by the Group.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

Changes in ownership interests:

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

(b) Revenue recognition

Sale of Products and Rendering of Services

1) Fixed-price contracts: Revenue for fixed-price contracts is recognised over the period of time using percentage-of-completion method. The percentage of completion is determined by the company using output method, which is measured by the number of units/plan approved by the customer, the number of transactions processed from the software etc.

The fixed price revenue contracts of the Company are by their nature complex given the significant judgements involved in estimation of efforts required to complete any particular project.

This estimate has a high inherent uncertainty as it requires consideration of progress of the contract, efforts input till date and efforts required to complete the remaining contract performance obligations, and the ability to deliver the contracts within planned timelines. The estimates involved are reviewed by the management on periodic basis.

Changes in the estimates as contract progresses can result in material adjustments to revenue recorded by the Company.

2) Operation and maintenance contract: Revenue related to these contracts is recognised based on time elapsed mode and revenue is straight-lined over the period of performance.

3) Sale of licenses: Revenue from licenses where the customer obtains a “right to use “the licenses is recognized at the time the license is made available to the customer. Revenue from licenses where the customer obtains a “right to access” is recognized over the access period. Revenue from sale of traded software licenses is recognised on delivery to the customer. Cost and earnings in excess of billings are classified as unbilled revenue while billings in excess of cost and earnings are classified as unearned revenue.

Due to the short nature of credit period given to customers, there is no material financing component in the contract.

(c) Property, plant and equipment

An item of property, plant and equipment (‘PPE’) is recognised as an asset if it is probable that the future economic benefits associated with the item will flow to the Group and its cost can

be measured reliably. These recognition principles are applied to the costs incurred initially to acquire an item of PPE, to the pre-operative and trial run costs incurred (net of sales), if any and also to the costs incurred subsequently to add to, replace part of, or service it and subsequently carried at cost less accumulated depreciation and accumulated impairment losses, if any.

The cost of PPE includes interest on borrowings directly attributable to the acquisition, construction or production of a qualifying asset. A qualifying asset is an asset that necessarily takes a substantial period of time to be made ready for its intended use or sale. Borrowing costs and other directly attributable cost are added to the cost of those assets until such time as the assets are substantially ready for their intended use, which generally coincides with the commissioning date of those assets.

An item of property, plant and equipment is derecognized upon disposal or when no future benefits are expected from its use or disposal. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised within other income/expenses in the statement of profit and loss.

The cost of internally generated computer software developed for providing services by integrating it with computer system is recognised as tangible asset. The cost of computer and computer software for providing such services are grouped as 'Service Cell System'.

Depreciation on property, plant and equipment is provided using the straight-line method based on the useful lives of assets as estimated by the management. Depreciation is charged on pro-rata basis for assets purchased/sold during the year.

The following assets are depreciated at a rate which are in line with Schedule II of the Companies Act, 2013 considering the estimated useful life of the assets and obsolescence except Service Cell System:

Class of assets	Useful life as followed by the Group (in Years)
Furniture, fixtures and fittings	10
Vehicles	8
Office equipment	5
Computers	3
Servers	6
Service cell system	5
Leasehold improvements	Over the lease period

(d) Intangible assets

- **Recognition and measurement**
  Internally generated Intangible assets (mainly software) are recognised when the asset is identifiable, is within the control of the Group, it is probable that the future economic benefits that are attributable to the asset will flow to the Group and cost of the asset can be reliably measured.
  Intangible assets acquired by the Group that have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses.

- **Research and development expenditure on new products:**

Expenditure on research is expensed under respective heads of account in the period in which it is incurred. Development expenditure on new products is capitalised as intangible asset, if all of the following can be demonstrated:

1. the technical feasibility of completing the intangible asset so that it will be available for use or sale;
2. the Group has intention to complete the intangible asset and use or sell it;
3. the Group has ability to use or sell the intangible asset;
4. the manner in which the probable future economic benefits will be generated including the existence of a market for output of the intangible asset or intangible asset itself or if it is to be used internally, the usefulness of intangible assets;
5. the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
6. the Group has ability to reliably measure the expenditure attributable to the intangible asset during its development.

Development expenditure that does not meet the above criteria is expensed in the period in which it is incurred. Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as Intangible assets under development.

- **Subsequent measurement**
  Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

- **Amortisation**
  Amortisation of the asset begins when development is complete and the asset is available for use. Internally generated intangible assets are amortised on a straight line basis over their estimated useful life of 4 years, and computer software are amortised on a straight line basis over their estimated useful life of five years.

The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

(e) Inventories

Inventories comprise software licenses purchased for resale and are carried at the lower of cost and net realizable value. Cost is determined using the FIFO method. Net realizable value is the estimated selling price in the ordinary course of business less selling expenses.

(f) Finance costs

Finance costs are interest and other costs that an entity incurs in connection with the borrowing of funds. It also includes exchange differences in relation to the foreign currency borrowings to the extent those are regarded as an adjustment to the borrowing costs.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are

assets that necessarily take a substantial period of time to get ready for their intended use or sale which is usually 12 months or more.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are expensed in the period in which they are incurred.

(g) Foreign currency transactions and balances

The functional currency of the Group (i.e. the currency of the primary economic environment in which the Group operates) is the Indian Rupee (Rs.). On initial recognition, all foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Monetary assets and liabilities, denominated in a foreign currency, are translated at the exchange rate prevailing on the Balance Sheet date and the resultant exchange gains or losses are recognised in the consolidated Statement of Profit and Loss. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

Foreign operations

Assets and liabilities of entities with functional currencies other than presentation currency have been translated to the presentation currency using exchange rates prevailing on the Balance Sheet date. The Statement of Profit and Loss has been translated using the average exchange rates. The net impact of such translation are recognised in OCI and held in foreign currency translation reserve ('FCTR'), a component of Equity.

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, a disposal involving loss of control, over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement that includes a foreign operation of which the retained interest becomes a financial asset), the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Group are reclassified to the consolidated Statement of Profit and Loss as part of the gain or loss on disposal.

In case of a partial disposal of interests in a subsidiary that includes a foreign operation that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are re-attributed to NCI and are not recognised in the consolidated Statement of Profit and Loss. For all other partial disposal (i.e. partial disposals of joint arrangements that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to the consolidated Statement of Profit and Loss.

(h) Financial instruments

A Financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets: Initial recognition and measurement

All financial assets except Trade Receivables are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVPL)
- Equity instruments measured at fair value through other comprehensive income (FVOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the consolidated Statement of Profit and Loss. The losses arising from impairment are recognised in the consolidated Statement of Profit and Loss. This category generally applies to trade and other receivables.

Debt instrument at FVOCI

A 'debt instrument' is classified as at the FVOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets; and

b) The asset's contractual cash flows represent SPPI. Debt instruments included within the FVOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified to the consolidated Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVPL

FVPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVOCI, is classified as at FVPL. In addition, the Group may elect to designate a debt instrument, which otherwise meets amortised cost or FVOCI criteria, as at FVPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVPL category are measured at fair value with all changes recognised in the consolidated Statement of Profit and Loss.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which

Ind AS 103 applies are classified as at FVPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes

in the fair value. The Group makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable. If the Group decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the consolidated Statement of Profit and Loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity. Equity instruments included within the FVPL category are measured at fair value with all changes recognised in the consolidated Statement of Profit and Loss.

Impairment of financial assets

The Group recognizes loss allowance using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all financial assets with contractual cash flows other than trade receivable, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised as an impairment gain or loss in the consolidated Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Group balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Financial liabilities

Financial liabilities are classified and measured at amortised cost or FVPL. A financial liability is classified as at FVPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains

and losses are recognised in consolidated Statement of Profit and Loss. Any gain or loss on derecognition is also recognized in consolidated Statement of Profit and Loss.

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the drawdown occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the consolidated Statement of Profit and Loss.

Derivative financial instruments

The Group uses various types of derivative financial instruments to hedge its currency and interest risk etc. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the consolidated Balance Sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Fair value of financial instruments

In determining the fair value of its financial instruments, the Group uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value.

(i) Leases

The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a define period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an

identified assets, the Group assesses whether: (i) the contact involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

As a lessee, the Group recognises a right of use asset and a lease liability at the lease commencement date. The right of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the

commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right of use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right of use asset or the end of the lease term. The estimated useful lives of right of use assets are determined on the same basis as those of property and equipment. In addition, the right of use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group incremental borrowing rate. For leases with reasonably similar characteristics, the Group, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. Lease payments included in the measurement of the lease liability comprise the fixed payments, including in-substance fixed payments and lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option.

The lease liability is measured at amortised cost using the effective interest method. The Group has elected not to recognise right of use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term. The Group has applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

(j) Impairment of non-financial assets

The Group assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the assets' recoverable amount. An assets' recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset unless the asset does not generate cashflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and it is written down to its recoverable amount.

In assessing value in use, the estimated future cashflows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risk specific to the asset. In determining fair value less cost of disposal, recent market transactions are taken in account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share price for publicly traded entities or other available fair value indicators. For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment loss no longer exist or has decreased. If such indication exists, the Group estimates the assets' or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the assets' recoverable amount, since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would

have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

Such reversal is recognised in the consolidated Statement of Profit and Loss.

(k) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive), as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the consolidated Statement of Profit and Loss. net of any reimbursements.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase

in the provision due to the passage of time is recognized as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimates.

(l) Employee benefits

Employee benefits consist of provident fund, superannuation fund, gratuity fund, long service awards, post-retirement medical benefits, directors' retirement obligations and family benefit scheme.

Post-employment benefit plans

Defined contribution plans

Payments to a defined contribution retirement benefit scheme for eligible employees in the form of provident fund and superannuation fund are charged as an expense as they fall due. Such benefits are classified as Defined Contribution Schemes as the Group does not carry any further obligations, apart from the contributions made.

Defined benefit plans

For defined benefit schemes in the form of gratuity fund, the cost of providing benefits is actuarially determined using the projected unit credit method, with actuarial valuations being carried out at each Balance Sheet date. The retirement benefit obligation recognised in the consolidated balance sheet represents the present value of the defined benefit obligation as reduced by the fair value of scheme assets. The present value of the said obligation is determined by discounting the estimated future cash outflows, using market yields of government bonds of equivalent term and currency to the liability. The interest income / (expense) are calculated by applying the discount rate to the net defined benefit liability or asset.

The net interest income / (expense) on the net defined benefit liability is recognised in the consolidated Statement of Profit and Loss. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling (if any), are recognised immediately in the consolidated Balance Sheet with a corresponding charge or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the consolidated Statement of Profit and Loss in subsequent periods. Changes in the present value of the defined benefit

obligation resulting from plan amendments or curtailments are recognised immediately in the consolidated Statement of Profit and Loss as past service cost.

Other long and short term employee benefits

The company encourages all its employees to consume their Earned Leaves (EL) during the yearly cycle itself. No earned leaves shall be carried forward or encashed w.e.f. 1st April, 2024, these should be consumed with in the same financial year. Therefore no liability arises for compensated absences from the current financial year.

(m) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

(n) Cash dividend

The Group recognizes a liability to make cash distributions to equity shareholders when the distribution is authorized and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders of the Group.

(o) Income taxes

Current income tax assets and liabilities are measured at the amounts expected to be recovered from or paid to the taxation authorities in accordance with the Income Tax Act, 1961. The tax rates and tax laws used to compute the amounts are those that are enacted or substantively enacted at the reporting date.

Current income tax relating to items recognized outside profit and loss is recognized outside profit and loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognized for all taxable temporary differences except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or in respect of taxable temporary differences associated with investment in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets on deductible temporary differences, the carry forward of unused tax credits and any unused tax losses are recognized to the extent that there is reasonably certainty that taxable profits will be available against which the deductible temporary differences and the carry forward of unused tax credits and tax losses can be utilized, except when the deferred tax asset relating to the deductible temporary difference arises from the

initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting period and is reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilized. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become reasonably certain that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset or liability is settled based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognized outside profit and loss is recognized outside profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

(p) Employee stock compensation cost

The stock options granted to employees in terms of the Holding Company's Stock Options Schemes, are measured at the fair value of the options at the grant date. The fair value of the options is treated as discount and accounted as employee compensation cost over the vesting period on a straight-line basis. The amount recognised as expense in each year is arrived at based on the number of grants expected to be vested. If a grant lapses after the vesting period, the cumulative discount recognised as expense in respect of such grant is transferred to the retained earnings. The share-based payment equivalent to the fair value as on the date of grant of employee stock options granted to key managerial personnel is disclosed as a related party transaction in the year of grant.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

(q) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purposes of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(r) Segment reporting

Based on the "Management approach" as defined in Ind AS 108: Operating Segments, the Chief Operating Decision Maker evaluates the Group performance and allocates resources based on an analysis of various performance indicators by business segments. Inter-segment sales and transfers are reflected at market prices.

(s) Contingent Liability and Contingent Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of economic resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

A contingent asset is not recognized unless it becomes virtually certain that an inflow of economic benefits will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the consolidated financial statements.

Contingent liabilities and contingent assets are reviewed at each balance sheet date.

(t) Business Combinations

The Group accounts for its business combinations under acquisition method of accounting. Acquisition related costs are recognised in the consolidated statement of profit and loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognised as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as capital reserve.

The interest of non-controlling shareholders is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the noncontrolling interests' share of subsequent changes in equity of subsidiaries.

Business combinations arising from transfers of interests in entities that are under common control are accounted at historical cost. The difference between any consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity is recorded in shareholders' equity. Acquisition that does not meet the definition of 'business' in accordance with Ind AS - 103 Business Combinations is treated as acquisition of assets.

Note 3: Property, Plant And Equipment

Particulars	Furniture and fixtures	Vehicles	Office equipment	Computers	Service cell systems	Leasehold improvements	Total
Gross carrying amount as at April 1, 2024	180.88	27.76	281.81	191.32	0.63	28.33	710.73
Additions during the year	1.60	-	7.43	83.08	-	-	92.11
Disposals during the year*	-	-	3.16	-	-	-	3.16
Gross carrying amount as at March 31, 2025	182.48	27.76	286.08	274.40	0.63	28.33	799.68
Accumulated depreciation as at April 1, 2024	59.36	16.96	173.49	105.77	0.63	9.17	365.38
Depreciation charge during the year	18.27	4.24	54.86	52.45	-	2.83	132.65
Accumulated depreciation on disposals during the year	-	-	2.65	-	-	-	2.65
Adjustment due to exchange differences	-						-

Gross accumulated depreciation as at March 31, 2025	77.63	21.20	225.69	158.22	0.63	12.00	495.37
Net carrying amount as at March 31, 2025	104.85	6.56	60.39	116.18	0.00	16.32	304.31

Particulars	Furniture and fixtures	Vehicles	Office equipment	Computers	Service cell systems	Leasehold improvements	Total
Gross carrying amount as at March 31, 2025	**182.48**	**27.76**	**286.08**	**274.40**	**0.63**	**28.33**	**799.68**
Additions during the year	**21.06**	**-**	**5.77**	**180.07**	**-**	**-**	**206.90**
Disposals during the year*	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Gross carrying amount as at March 31, 2026	**203.54**	**27.76**	**291.85**	**454.47**	**0.63**	**28.33**	**1,006.58**
Accumulated depreciation as at March 31, 2025	**77.63**	**21.20**	**225.69**	**158.22**	**0.63**	**12.00**	**495.37**
Depreciation charge during the year	**19.90**	**4.24**	**48.03**	**74.30**	**-**	**2.83**	**149.30**
Accumulated depreciation on disposals during the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Adjustment due to exchange differences	**-**	**-**	**0.03**	**0.04**			**0.07**
Gross accumulated depreciation as at March 31, 2026	**97.53**	**25.44**	**273.69**	**232.48**	**0.63**	**14.83**	**644.60**
Net carrying amount as at March 31, 2026	**106.01**	**2.32**	**18.16**	**221.99**	**0.00**	**13.50**	**361.98**

Refer Note 16 (c) for information on Property, plant and equipment provided as security by the Holding Company.
Refer Note 2.2B (c) for policy on depreciation.
Refer note 30 i) for disclosure of contractual commitments for the acquisition of Property, plant and equipment.
The Group does not hold any immovable property.

Note 3 (A): Other Intangible Assets

Particulars	Computer software	Internally generated software	Total
Gross carrying amount as at April 1, 2024	21.09	6,969.19	6,990.29
Additions during the year	2.20	3,256.01	3,258.21
Disposals during the year		-	-

Gross carrying amount as at March 31, 2025	23.29	10,225.20	10,248.50
Accumulated depreciation as at April 01, 2024	18.72	3,000.25	3,018.98
Amortization charge for the year	1.60	1,430.54	1,432.14
Accumulated amortization on disposals during the year	-	-	-
Gross accumulated amortization as at March 31, 2025	20.32	4,430.79	4,451.11
Net carrying value as at March 31, 2025	2.97	5,794.41	5,797.39

Particulars	Computer software	Internally generated software	Total
Gross carrying amount as at March 31, 2025	**23.29**	**10,225.20**	**10,248.49**
Additions during the year	**6.75**	**3,305.34**	**3,312.09**
Disposals during the year	**-**	**-**	**-**
Gross carrying amount as at March 31, 2026	**30.04**	**13,530.54**	**13,560.58**
Accumulated depreciation as at March 01, 2025	**20.32**	**4,430.79**	**4,451.11**
Amortization charge for the year	**1.27**	**2,042.96**	**2,044.23**
Accumulated amortization on disposals during the year	**-**	**-**	**-**
Gross accumulated amortization as at March 31, 2026	**21.59**	**6,473.75**	**6,495.34**
Net carrying value as at March 31, 2026	**8.45**	**7,056.79**	**7,065.24**

Refer Note 2.2B (d) for policy on amortization.

The Group is an information technology and software service organisation, delivering end to end solutions in architectural-Engineering-Construction (AE) space. The Group internally develops software to deliver aforesaid services. The software development cost and its upgradation cost is capitalised as internally generated software.

Note 3(B): Intangible Assets Under Development

Particulars	Internally generated software
Opening gross carrying amount as on April 1, 2024	1,666.21
Additions	3,203.85
Less: Capitalised during the year	(3,256.01)
Gross carrying amount as on March 31, 2025	1,614.06

Particulars	Internally generated software
Opening gross carrying amount as on April 1, 2025	**1,614.06**
Additions	**3,647.74**
Less: Capitalised during the year	**(3,305.34)**
Gross carrying amount as on March 31, 2026	**1,956.46**

Projects whose completion is overdue or has exceeded its cost compared to its original plan the year ended March 31, 2026 ₹ NIL (March 31, 2025 ₹ Nil)

There is significant management judgement and estimate involved in identifying the amount, nature of expenses to be allocated to an internally generated intangible asset (software).

As at March 31, 2026

Intangible assets under development	Amount in Intangible assets under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3years	Total
Projects in progress	**1,956.46**	**-**	**-**	**-**	**1,956.46**
Projects temporarily suspended	-	**-**	**-**	-	-
Total	**1,956.46**	**-**	**-**	**-**	**1,956.46**

As at March 31, 2025

Intangible assets under development	Amount in Intangible assets under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3years	Total
Projects in progress	1,397.84	184.14	-	32.08	1,614.06
Projects temporarily suspended	-	-	-	-	-
Total	1,397.84	184.14	-	32.08	1,614.06

Note 4 (A): Right-Of-Use Assets

Particulars	Amount
Gross carrying amount as at April 1, 2024	1,071.81
Add: Additions	122.86
Less: Disposals	
Gross carrying amount as at March 31, 2025	1,194.67
Accumulated depreciation as at April 1, 2024	379.47
Add: Depreciation charge on right-of-use assets*	116.36
Less: Disposals	-
Accumulated depreciation as at March 31, 2025	495.83
Net carrying amount as at March 31, 2025	698.83
Gross carrying amount as at March 31, 2025	**1,194.67**
Add: Additions	**69.15**
Less: Disposals	**-**
Gross carrying amount as at March 31, 2026	**1,263.82**
Accumulated depreciation as at March 31, 2025	**495.83**
Add: Depreciation charge on right-of-use assets*	**141.39**
Less: Disposals	**-**
Accumulated depreciation as at March 31, 2026	**637.22**
Net carrying amount as at March 31, 2026	**626.60**

*Includes INR 52.08 Lakhs (March 31, 2025: 47.56 lakhs) capitalised during the year.
The net depreciation expense on ROU assets is disclosed under depreciation and amortization expense in the statement of Profit and Loss.

Note 4 (B): Lease Liabilities

Particulars	31 March, 2026	31 March, 2025
Non-current	**572.96**	647.50
Current	**136.54**	100.87
Total	**709.50**	748.38

Interest expenses on lease liabilities

	31 March, 2026	31 March, 2025
Interest on lease liabilities	**71.09**	67.22

Expenses on short-term leases / low-value assets

	31 March, 2026	31 March, 2025
Short term leases	**3.85**	11.59

Amounts recognised in the statement of cash flow

	31 March, 2026	31 March, 2025
Total cash outflow for leases	**(179.12)**	(166.68)

Maturity analysis – contractual cash flows

	31 March, 2026	31 March, 2025
Less than one year	**136.54**	100.87
One to five years	**572.96**	647.50
More than five years	**-**	-
Total undiscounted lease liabilities at year end	**709.50**	748.37

Other Information:

The Group's leasing activities are restricted to leasing premises for their corporate and regional offices. These lease contracts provide for lease rentals to increase each year on account of inflation.

The Group does not face significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due. There are no variable lease payments and guaranteed residual value in existing lease agreements.

During the previous financial year, in accordance with Ind AS 116, the Holding Company has reassessed the lease term for the premises that it is currently occupying as it's corporate office, leading to a remeasurement of lease liability.

The Group has elected to apply the recognition exemption for short-term leases as permitted under Ind AS 116 – Leases. Short-term leases are leases with a lease term of 12 months or less from the commencement date and do not contain a purchase option.

Accordingly, the Group does not recognize right-of-use assets or lease liabilities for such leases. Lease payments associated with short-term leases are recognized as an expense in

the Statement of Profit and Loss on a straight-line basis over the lease term or another systematic basis if that basis is more representative of the pattern of the lessee's benefit.

Note 5: Non Current Investments

Particulars	As at March 31 2026	As at March 31 2025
Investment in equity instruments (fully paid-up)		
Unquoted		
Investments in other companies carried at cost		
Amplinxt Foundation (formerly known as SoftTech Care Foundation)	**0.90**	0.90
[9,000 (March 2025: 9,000) equity shares of Rs. 10 each fully paid up]		-
Sub-Total	**0.90**	0.90
Investments in others (fair value through profit and loss)		
The Mahesh Sahakari Bank Limited	**3.58**	3.58
[14,300 (March 2025: 14,300) equity shares of ₹ 25 each fully paid up]		
The Saraswat Co-operative Bank Limited	**0.25**	0.25
[2,500 (March 2025: 2,500) equity shares of ₹ 10 each fully paid up]		
Sub-Total	**3.83**	3.83
Total	**4.73**	4.73
Investments in equity shares of other companies at fair value through other comprehensive income (partly paid)		
Unquoted		
QI Square Pte. Ltd. Singapore	**129.05**	460.13
[150,054, SGD 5,78,244 paid and SGD 1,00,000 unpaid (March 2025 : 1,50,054, SGD 5,78,244 paid and SGD 1,00,000 unpaid) equity shares of SGD 0.01 each partly paid up]		
Gaudrika Digital Labour Chowk OPC Pvt. Ltd.	**22.39**	22.39
[400 (March 2025:400) equity shares of ₹ 10 each fully paid up]		
Expedian Builtdesign Private Limited	**72.13**	72.13
[400 (March 2025:400) equity shares of ₹ 5 each fully paid up]		
Vedansh Innvovations Private Limited	**0.00**	0.00
[40 (March 2025:400) equity shares of ₹ 10 each fully paid up]		
Skurecloud Infosec Private Limited	**0.00**	0.00
[200 (March 2025:200) equity shares of ₹ 10 each fully paid up]		
Salesclap IT Private Limited	**0.00**	0.00
[400 (March 2025:400) equity shares of ₹ 10 each fully paid up]		
AccountTax Online Private Limited	**0.00**	0.00

[200 (March 2025:200) equity shares of ₹ 1 each fully paid up]		
Sukekar Technologies Private Limited	**0.00**	0.00
[10 (March 2025:10) equity shares of ₹ 10 each fully paid up]		
Misire Technologies Private Limited	**0.00**	0.00
[200 (March 2025:200) equity shares of ₹ 10 each fully paid up]		
Lumieredeluciole Private Limited	**0.00**	0.00
[40 (March 2025:40) equity shares of ₹ 10 each fully paid up]		
Minkash nextgen Private Limited	**0.00**	0.00
[242 (March 2025:242) equity shares of ₹ 10 each fully paid up]		
Sub-Total	**223.57**	554.66
Total	**228.30**	559.38
Aggregate amount of unquoted investments	**228.30**	559.38
Aggregate amount of impairment in value of investments	-	-

Number of shares/ debentures are in full figures

A value of zero represents amounts below Rs. 1,000

The Holding company and its subsidiaries have complied with the number of layers of companies as prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

Refer Note 33(i) for Fair value measurements of financial assets and liabilities and refer Note 33(ii) for Fair value hierarchy disclosures for financial assets and liabilities.

Note 6: Other Non-Current Financial Assets

Particulars	As at March 31 2026	As At March 31 2025
Unsecured, considered good		
Bank deposits with maturity of more than 12 months (Refer note below)	**1,195.46**	1,360.47
Security deposits	**47.73**	38.65
Earnest money deposit	**28.10**	28.10
Total other non-current financial assets	**1,271.28**	1,427.22

Details of bank deposits pledged

Deposit of INR 622.38 lakhs (March 31, 2025: INR 689.88 lakhs) are pledged as security against the short-term borrowings.

Deposit of INR 267.14 lakhs (March 31, 2025: INR 144.56 Lakhs) are held against bank guarantees.

Deposit of INR 1.54 lakhs (March 31, 2025: INR 1.54 Lakhs) are held as security deposit.

Refer Note 33 (i) for Fair value measurements of financial assets and liabilities and refer Note 33 (ii) for Fair value hierarchy disclosures for financial assets and liabilities.

Note 7: Income Tax Assets (Net)

Particulars	As at March 31 2026	As At March 31 2025
Advance tax and tax deducted at source (net of provision)	**26.06**	31.62
Total Income-tax assets	**26.06**	31.62

Note 8: Other Non-Current Assets

Particulars	As at March 31 2026	As At March 31 2025
Balances with government authorities*	**27.36**	3.45
Prepaid expenses	**82.72**	37.50
Total other non- current assets	**110.08**	40.95

* This includes money paid under protest, refer note 30 ii) for details.

Note 9a: Inventories

Particulars	As at March 31 2026	As at March 31 2025
Stock-in-trade*	**291.65**	125.43
Total inventories	**291.65**	125.43

*The inventory includes purchases made for ArcGIS Software but remained unsold to the customer as on reporting date.

Note 9b: Current Investments

Particulars	As at March 31 2026	As At March 31 2025
Investments in Mutual Funds (measured at fair value through profit and loss)		
Quoted		
SBI Magnum Low Duration Fund	**96.71**	238.35
2,661.855 (March 2025 : 6,959.896) units		
HDFC Low Duration Fund	**7.78**	7.31
12,928.842 (March, 2025 : 12,928.842) units		
HDFC Medium Term Debt Fund	**175.97**	166.49
3,02,147.894 (March, 2025 : 3,02,147.894)		
Total current investments	**280.46**	412.16
Aggregate carrying value of quoted investments	**280.46**	412.16
Market value of quoted investments	**280.46**	412.16

Refer Note 33(i) for Fair value measurements of financial assets and liabilities and refer Note 33(ii) for Fair value hierarchy disclosures for financial assets and liabilities.

Note 10: Trade Receivables

Particulars	As at March 31 2026	As At March 31 2025
Trade receivables from contract with customers	**4,091.07**	4,670.47

Less: Provision for Expected Credit Loss	**(628.00)**	(312.48)
Total trade receivables	**3,463.07**	4,357.99
Break up of security details		
Trade receivables considered good - secured		
Trade receivables considered good - unsecured	**4,091.07**	4,670.47
Trade receivables - credit impaired	-	-
Total	**4,091.07**	4,670.47
Less: Provision for Expected Credit Loss	**(628.00)**	(312.48)
Total trade receivables	**3,463.07**	4,357.99

Ageing of trade receivables	**Outstanding for following periods as at June 30 2026**						
Particulars	**Not Due**	**Less than 6 months**	**6 months -1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade receivables – considered good	**-**	**2,148.71**	**284.49**	**931.31**	**229.24**	**497.32**	**4,091.06**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(iii) Undisputed Trade Receivables – credit impaired	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(iv) Disputed Trade Receivables–considered good	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(v) Disputed Trade Receivables – which have significant increase in credit risk	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(vi) Disputed Trade Receivables – credit impaired	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Less: Provision for Expected Credit Loss	**-**	**(75.98)**	**(15.23)**	**(119.86)**	**(56.98)**	**(359.95)**	**(628.00)**
Total	**-**	**2,072.73**	**269.26**	**811.45**	**172.26**	**137.37**	**3,463.06**

Ageing of trade receivables	Outstanding for following periods as at March 31 2026						
Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	-	2,448.15	467.15	1,057.59	187.93	509.65	4,670.47
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-

(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Less: Provision for Expected Credit Loss	-	(43.63)	(8.44)	(50.14)	(10.99)	(199.28)	(312.48)
Total	-	2,404.52	458.71	1,007.45	176.94	310.37	4,357.99

Movement in provision for expected credit loss:

Particulars	As at March 31 2026	As At March 31 2025
Balance at beginning of the year	**312.48**	169.61
Add: Provision made during the year	**315.52**	142.86
Less: Reversed / utilized during the year	-	-
Balance as at the end of the year	**628.00**	312.48

Trade receivables have been offered as security against the working capital facilities provided by the banks (refer note 16 (c)).

Refer Note 33 (i) for Fair value measurements of financial assets and liabilities and refer Note 33 (ii) for Fair value hierarchy disclosures for financial assets and liabilities.

Note 11(A): Cash And Cash Equivalents

Particulars	As At March 31 2026	As At March 31 2025
Balances with banks		
in current accounts	**1,269.63**	257.02
Cash on hand	**0.88**	0.28
Total Cash and cash equivalents	**1,270.51**	257.31

Refer Note 33 (i) for Fair value measurements of financial assets and liabilities and refer Note 33 (ii) for Fair value hierarchy disclosures for financial assets and liabilities.

Note 11(B): Bank Balance Other Than Above

Particulars	As At March 31 2026	As at March 31 2025
Unclaimed dividend account	**0.11**	0.21
Deposit with maturity with 3 to 12 months	**2,029.18**	3,435.88
Total	**2,029.29**	3,436.09

Note 12: Other Current Financial Assets

Particulars	As At March 31 2026	As At March 31 2025
Unsecured, considered good		
Expense reimbursement receivable from Related Parties*	**0.49**	(0.00)
Tender deposit	**71.17**	64.26
Security deposit	**40.00**	40.00

Earnest money deposit	**25.13**	6.13
Interest accrued on bank deposits	**45.63**	62.00
Total other current assets	**182.42**	172.38

Refer Note 33 (i) for Fair value measurements of financial assets and liabilities and refer Note 33 (ii) for Fair value hierarchy disclosures for financial assets and liabilities.

*Refer Note 31(b) for receivables from related parties

Note 13: Contract Assets

Particulars	As At March 31 2026	As At March 31 2025
Non-current		
Unbilled revenue - considered good	**72.79**	35.33
Unbilled revenue - credit impaired		
	72.79	35.33
Current		
Unbilled revenue - considered good	**6,416.21**	5,348.07
Unbilled revenue - credit impaired		
Total	**6,416.21**	5,348.07
Less: Provision for loss allowance	**(1,137.28)**	(203.52)
Total current unbilled revenue	**5,278.93**	5,144.55
Total Contract assets	**5,351.72**	5,179.87

Refer Note 33 (i) for Fair value measurements of financial assets and liabilities and refer Note 33 (ii) for Fair value hierarchy disclosures for financial assets and liabilities.

Movement in provision for expected credit loss:

Particulars	As At March 31 2026	As At March 31 2025
Balance at beginning of the year	**203.52**	67.53
Add: Provision made during the year	**933.76**	135.99
Less: Reversed / utilized during the year	-	-
Balance as at the end of the year	**1,137.28**	203.52

Note 14: Other Current Assets

Particulars	As At March 31 2026	As At March 31 2025
Prepaid expenses	**81.60**	46.52
Advance to suppliers	**284.80**	39.27
Travel advance to employees	**33.24**	24.91
Balance with Government Authorities (GST)	**23.24**	-
Total other current assets	**422.89**	110.70

Note 15(A): Equity Share Capital

a) Details of Authorised share capital:

Particulars	No. of Shares	Amount
Authorised Share Capital		
Equity shares of Rs. 10/- each		
As at March 31 2024	15,000,000	1,500.00
Increase during the year	-	-
As at March 31 2025	15,000,000	1,500.00
Increase during the year	**-**	-
As at March 31 2026	**15,000,000**	**1,500.00**

b) Details of Issued, subscribed and fully paid up share capital:

Particulars	No. of Shares	Amount
Issued, subscribed and fully paid up:		
Equity shares of Rs. 10/- each		
As at March 31 2024	12,819,140	1,281.91
Issued during the year	987,998	98.80
As at March 31 2025	13,807,138	1,380.71
Issued during the year	**35,000**	**-**
As at March 31 2026	**13,842,138**	**1,380.71**

c) Reconciliation of the number of shares and amount outstanding at the beginning and at the year end

Particulars	No. of Shares	Amount
Issued, subscribed and fully paid up:		
Equity shares of Rs. 10/- each		
As at March 31 2024	12,819,140	1,281.91
Increase during the year	987,998	98.80
Exercise of options proceeds involved through ESOP	-	
As at March 31 2025	13,807,138	1,380.71
Increase during the year	**-**	**-**
Exercise of options proceeds involved through ESOP	**35,000**	**-**
As at March 31 2026	**13,842,138**	**1,380.71**

On December 23, 2024 the company allotted 987,998 equity shares through a preferential issue at face value of 10 each, with a premium of Rs. 395 per share. The total proceeds of Rs. 40,01,39,190 were raised to support business expansion and for general corporate purpose.

d) Rights, preferences and restrictions attached to equity shares

The Holding Company has only one class of equity shares, having par value of ₹ 10 per share. Each holder of equity share is entitled for one vote per share and has a right to receive dividend as recommended by the Board of Directors subject to the necessary approval from the shareholders. In the event of liquidation of the Holding Company the holders of equity share will be entitled to receive remaining assets of the Holding Company, after distribution of all

preferential amounts in proportion to their shareholding. The distribution will be in proportion to the numbers of equity shares held by the shareholder.

e) Details of share holders holding more than 5% shares in the Group

Particulars	March 31 2026		March 31 2025	
	No. of shares	% holding	No. of shares	% holding
Vijay Gupta	2,436,252	17.60%	2,431,234	17.61%
East India Udyog Limited	976,552	7.05%	1,005,275	7.28%
Pratik Babubhai Patel	-	0.00%	-	0.00%
Florintree Technologies LLP	-	0.00%	2,246,998	16.27%
Elimath Advisors Private Limited	2,246,998	16.23%	-	0.00%
Einstein Work Pte. Limited	3,241,000	23.41%	3,241,000	23.47%
Total	8,900,802	64.30%	8,924,507	64.64%

f) Details of shares held by Promoter

Particulars	March 31 2026	March 31 2025
Promoter Name		
Vijay Gupta		
No of shares	2,436,252	2,431,234
Percentage of total shares	17.60%	17.61%
Percentage Change	-0.01%	-11.11%
Chirag Vijay Gupta		
No of shares	94,400	94,400
Percentage of total shares	0.68%	0.68%
Percentage Change	0.00%	-0.05%
Priti Vijay Gupta		
No of shares	65,583	64,700
Percentage of total shares	0.47%	0.47%
Percentage Change	0.01%	-0.04%
Covisible Solutions India Private Limited		
No of shares	17,538	17,538
Percentage of total shares	0.13%	0.13%
Percentage Change	0.00%	-1.96%

(g) Aggregate number of shares issued for consideration other than cash

Particulars	March 31 2026		March 31 2025	
	No. of shares	% holding	No. of shares	% holding
Shares issued through ESOP	35,000	0.25%	-	0.00%

Employee stock compensation (ESOP 2017 Scheme)

The Holding Company had instituted Employees' Stock Option Plan "ESOP 2017" under which the stock options have been granted to the employees. The scheme was approved by the shareholders at the annual general meeting held on 22 September 2017. During the current financial year 35000 ESOP exercised by employees.

The details of activities under the ESOP 2017 scheme are summarised as follows:

Particulars	March 31 2026		March 31 2025	
	No. of options	WAEP*	No. of options	WAEP*
Outstanding at the beginning of the year	**60,000**	**-**	-	-
Granted during the year	**-**	**10**	60,000.00	10
Adjusted for bonus	**-**	**-**	-	-
Lapsed during the year	**-**	**-**	-	-
Exercised during the year	**35,000**	**-**	-	-
Outstanding at the end of the year	**25,000**	**10**	60,000.00	10.00
Exercisable at the end of the year	**25,000**	**-**	-	-

* WAEP denotes weighted average exercise price in Rupees.

The weighted average fair value of the options granted during the earlier year was ₹ 381.75 per share option issued. Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	As At	As At
	March 31 2026	March 31 2025
Dividend yield (%)	**0.00%**	0.00%
Expected volatility	**71.80**	71.80
Risk free interest rate	**7%**	7%
Exercise price	**10.00**	10.00
Expected life of options (in years)	**1-2 Years**	1-2 Years

The expected life of the options is based on historical data and current expectations and is not necessarily indicative of the exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may differ from the actuals.

Expected volatility has been determined based on closing price of the shares of the company over a period equivalent to expected life.

Note 15(B): Other Equity

Particulars	As at	As at
	March 31, 2026	March 31, 2025
i. Retained earnings		
Opening Balance	**4,877.79**	4,761.72
Profit for the year	**494.10**	131.43
Remeasurements of post employment benefit obligations (net of tax)	**1.05**	(15.36)
Closing Balance	**5,372.94**	4,877.79
ii. Share option outstanding account		
Opening Balance	**133.52**	-
Employee Stock Option Scheme	**77.94**	133.52

Less: Transferred during the year to Share premium/Share Capital Account	**(130.11)**	-
Closing Balance	**81.35**	133.52
iii. Securities premium		
Opening Balance	**10,319.90**	6,417.31
Exercise of option proceeds received		
Premium on shares issued during the year	**130.11**	3,902.59
Utilisation for share issue expenses		
Closing balance	**10,450.01**	10,319.90
iv. Foreign Currency Translation Reserve		
Opening balance	**(21.61)**	(19.75)
Addition during the year	**9.57**	(1.86)
Closing balance	**(12.04)**	(21.61)
v. Equity instruments through OCI		
Opening Balance	**186.20**	167.56
Other comprehensive income (net of tax)	**(286.96)**	18.64
Closing balance	**(100.76)**	186.20
Total Reserves and surplus	**15,791.51**	15,495.80
Total Other Equity	**15,791.51**	15,495.80

On December 23, 2024 the company allotted 987,998 equity shares through a preferential issue at face value of 10 each, with a premium of Rs. 395 per share. The total proceeds of Rs. 40,01,39,190 were raised to support business expansion and for general corporate purpose.

Nature and purpose of reserves

a. Share options outstanding account represents the balance that would be utilised for allotting the shares under the Stock option scheme.
b. Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.
c. The fair value change of the investment in equity instruments measured at fair value to other comprehensive income is recognised in equity instruments through OCI.

Note 16 (A): Non-Current Borrowings

Particulars	**As At**	As At
	March 31 2026	March 31 2025
Secured (Refer notes 16 (c))		
Term loans		
From banks	**99.88**	187.16
HDFC Bank ECGL	**67.87**	90.18
ICICI Bank	**32.01**	96.98
From financial institutions	**123.92**	373.92

Tata Capital Limited	**123.92**	373.92
Unsecured		
Term loans from others	**302.74**	378.01
Loan from directors	**302.74**	378.01
Less: Current maturities of long term borrowings	**(179.71)**	(336.69)
Total non-current borrowings	**346.83**	602.39

The Group has used the borrowings taken for the specific purposes for which it was taken.
The Group is regular in repaying its debt and is not a declared wilful defaulter by any bank or financial Institution or other lender.
The Indian Companies in the Group has registered all required charges with Registrar of Companies.

Note 16 (B): Current Borrowings

Particulars	As At March 31 2026	As At March 31 2025
Loans repayable on demand		
Secured (Refer note 16 (c))		
From banks - working capital loans	**2,292.91**	2,011.40
Unsecured (Refer note 16 (c))		
Capsave Finance Pvt Ltd	**350.00**	316.67
From others	**4.36**	176.18
Current maturities of long term borrowings	**179.71**	336.69
Total current borrowings	**2,826.98**	2,840.94

The statements of quarterly returns filed by the Holding Company with the banks are in agreement/reconciled with the books of account except below:

Particulars	Quarter	As per statement	Difference*	Total difference
Contract Assets	Jun-25	5,696.35	-216.26	-285.23
Book Debt		4,240.05	145.78	
Purchase		356.93	-	
Sales		2,363.82	-214.75	
Contract Assets	Sep-25	5,892.48	-105.56	-170.15
Book Debt		4,360.31	18.97	
Purchase		867.99	8.15	
Sales		5,057.97	-91.71	
Contract Assets	Dec-25	5,513.63	502.83	1,235.12
Book Debt		3,835.23	5.14	
Purchase		1,506.63	8.57	
Sales		8,776.98	502.24	
Closing Inventory		508.00	216.35	
Contract Assets	Mar-25	5,607.54	-881.46	-1,595.01
Book Debt		4,093.02	10.46	

Purchase		1,864.62	-56.07	
Sales		11,945.65	-884.29	
Closing Inventory		508.00	216.35	

* The differences arise primarily because the quarterly returns/statements are compiled and submitted to the banks on a provisional basis prior to the closure and finalisation of the books of account for the respective quarter-ends, and the figures so submitted therefore do not give effect to the period-end/closing adjustments subsequently recorded in the books of account.

Note 16(C): Borrowings

(a) Nature of security and terms of repayment of secured loans

	Loan Amount, Nature of security		Terms of repayment
	Term loans from banks		
(i)	**ICICI Bank**		
	This Loan is towards renovation and interiors of holding company's new office at Baner. The sanction amount of this loan is Rs. 350 Lakhs only. The Holding Company has availed a loan of Rs. 324.81 Lakhs (As at 31st March 2026: Rs. 32.01 Lakhs, As at March 31, 2025: Rs. 96.98 Lakhs). Loan is secured against: i) the exclusive charge on assets to be financed for interiors and setup of new office (furniture, fixtures, networking systems etc); ii) personal guarantee by Mr Vijay S. Gupta and Priti V.Gupta. iii) pledge of fixed deposits of Rs. 106 Lakhs		Rate of interest is 10.25%. Principal amount shall be repaid in 60 equal monthly installments of Rs 5,41,364 starting from Sept-2021 to August-2026
(ii)	**HDFC Bank - ECLGS**		
	This loan is taken over from Axis Bank - ECLGS loan. This ECLGS loan has been sanctioned to meet liquidity mismatch arising out of COVID-19. Loan of Rs. 97 lakhs (as at 31st March 2026: Rs. 68.45 Lakhs, as at 31st March 2025: 90.18 Lakhs). Loan is secured against: i) Personal Residencial properties of Directors Vijay Gupta situated at Bibewadi and personal residential property of Priti Gupta situated at Wagholi. ii) Stock, Debtors and Fixed deposit in HDFC Bank iii) Personal Guarantee of Mr. Vijay Gupta and Mrs.Priti Gupta		Rate of interest is Reference Rate plus Spread of 2.45% p.a. Reference rate, which will reset at interval of 3 months. The current rate of interest is 7.70% p.a. (i.e. Reference rate of 5.25% + 2.45%). This loan of Rs 97 Lakhs is shifted to HDFC bank in Nov-24.
	Term loans from financial institutions		
(iii)	**Tata Capital Limited**		
	Loan obtained of Rs.500 Lacs for General Corporate Purpose / Capex/ Expansion Purposes / WC purposes (as at 31st March 2026: Rs. 123.91 Lakhs, as at 31st March 2025: Rs. 373.92 Lakhs). Loan is secured against: Security :Collateral Liquide Collateral equivalent to 15% of loan amount in the form of Security Deposit (SD) / Fixed Deposit Receipts (FD) / Debt Mutual Funds, as acceptable to TCL. In case of Security Deposit (in the nature of Non-interest bearing, Refundable) TCL shall be entitled to invoke and appropriate the same in case of event of default or breach. In case of Fixed Deposit (FD), should be with a Bank as acceptable to TCL, duly lien marked on Principal and Interest in favor of TCL. With nature of Deposit: Reinvestment of interest and Maturity Instruction of Auto renew Principal and Interest. In case of Debt Mutual Funds: Security Cover equal to 1.1x (of the security mentioned above) during the Tenure of the Loan. (The price of Mutual fund for the purpose of creation of Security shall be calculated based on NAV, If the Security Cover falls to or below cover, the Lender shall require the Borrower /Security Provider by notice to top up the security by shares or cash as acceptable to Lender within 3 working days from the date of such notice)		Rate of interest is Long term prime lending rate released (LTPLR) by Tata Capital Financial Services Limited Plus 2.70%. Floating Interest rate LTPLR 8.55%p.a + 2.70% = 11.25% p.a. Repayment in monthly installments of Rs.20,83,300 starting from 10th October 2024
(iv)	**Capsave Finance Private Limited**		

	Loan obtained of Rs.500 Lacs for General Corporate Purpose / Capex/ Expansion Purposes / WC purposes (as at 31st March 2026: Rs. 350 Lakhs, as at 31st March 2025: Rs. 316.67 lakhs). Loan is secured against: • NACH Mandate and 3 UDC for the amount equivalent to sanctioned amount from the Borrower. • Personal Guarantee of Mr. Vijay Gupta with 4 UDC from Mr. Vijay Gupta for the amount equivalent to outstanding amount, interest, overdue charges, etc. • Cash collateral for the amount equivalent to 10% of the sanction amount in the form on non-interest-bearing security deposit..		Rate of interest is CFPL Benchmark lending rate (BLR) less 10.54% Current BLR 21.04% - 10.54% = 11.25% p.a. Repayment in monthly installments of Rs.16,66,667 starting from 11th November 2024 and Repayment of WCDL is within 12 Months.

(b)	**Terms and conditions of Unsecured Loans**
(v)	**Loans from Directors**
	These includes loan availed from managing director Mr. Vijay Gupta of Rs 240.72 lakhs as at March 31, 2026 (Rs 316.09 lakhs as at March 31, 2025) and director Mrs Priti Gupta of Rs. 61.24 lakhs as at March 31, 2026 (Rs. 61.24 lakhs as at March 31, 2025). These loans do not have a repayment schedule and carry an interest rate of 10% p.a.

(c)	**Loan repayable on demand - Current Borrowings**		
	Secured		
	Working capital loan from banks		
(vi)	**Axis Bank**		
	Loan is secured against: i) First charge by way of hypothecation over entire current assets of the Holding Company, both present and future , Ranking Paripassu basis with HDFC Bank ii) First pari pasu charge by way of hypothecation over entire movable fixed assets of the Holding Company, both present and future, with TDB and Residual / sub-servient charge with HDFC iii) First charge over all the immovable assets of the Holding Company with residual / sub-servient charge with HDFC iv) Equitable mortgage on flat at Bibewadi, Pune, owned jointly in the name of Vijay Gupta and Priti Gupta v) Equitable mortgage on flat at Wagholi, Pune, owned jointly by Vijay Gupta and Priti Gupta vi) Lien on fixed deposits of Rs 36 lakhs and Rs 243 lakhs to be created. vii) Lien on recurring deposit of Rs 42 lakhs (Rs 1.75 lakhs p.m. for 24 months starting from March 2018) and Rs 120 lakhs (12 monthly instalments of Rs 10 lakhs p.m. started from March 2019) viii) Lien on fixed deposits of Rs. 25 Lakhs in the name of SoftTech Engineers Limited as on 15th Jan 2021. ix) Negative lien on the office premises (Unit 5C, 5th Floor, Pentagon) located at Swargate, Pune, owned jointly by Vijay Gupta and Priti Gupta. x) Personal guarantee from Vijay Gupta and Priti Gupta.		Current rate is 8.75% (repo rate + 2.50%)
(vii)	**Axis Bank DLOD**		
	Loan is secured against Primary: i) Hypothecation of entire current assets of the borrower, both present and future on exclusive basis: Collateral: i) Exclusive charge by way of hypothecation on the entire moveble fixed assets (Excluding assets financed by TDB) of the holding company - present and future ii) Exclusive charge on the movable fixed assets (excluding those funded out of term loan with ICICI bank) of the borrower, both present and future iii) Residential flat no-503, 5th floor, B-1 wing, Gangavihar Co-op Housing Society Ltd, S.No 612, Hissa No. 7, Plot no 2 to 17, near Gangadham, Bibewadi-Kondhwa road, Bibewadi, Pune standing jointly in the name of Vijay Gupta and Priti Gupta iv) Immovable property situated at Flat number 1211, 12th floor, Building No E-15, IVY Apartment, Gat no 690 to 710, Behind JSPM College, Off Nagar road, Wagholi (Avalwadi), Pune in the name of Vijay Gupta and Priti Gupta v) Liquid Collateral as under: -BG Margin: -25% for Rs.9 cr and 20% for Rs.2.66 cr (Totalling of Rs.2.78 crores) -Recurring Fixed Deposit of Rs.36.00 Lacs -FD of Rs.211 lakhs -FD of Rs. 25 lakhs -FD of Rs. 238 lakhs (For fresh Enhancement) v) Negative Lien and deposition of original Title deeds of property of Office premises at Unit no 5C, 5th Floor, The Pentagon, S.No. 42-A/3/1, F.P.No 477-A, TPS No. 3, CTS No 4616, Near Lotus court, Off Pune Satara Road, Parvati, Pune standing jointly in the name of Vijay Gupta and Priti Gupta		Rate of interest is repo plus 2.50% i.e 8.75% p.a.

(viii)	**ICICI Bank CC**		
	Loan is secured against: i) First paripassu charge on current assets ii) Immovable Fixed Deposits - Plot No 13/5, Rajiv Gandhi Infotech par, Hinjewadi Phase III, Pune Maharashtra, India-411057 iii) the exclusive charge on fixed deposit of Rs. 107 lakhs upfront iv) the exlcusive charge on movable fixed assets upfront		The Repo Rate component of the Interest Rate shall be reset after every 3 months. Current rate is 9.50% (repo rate 5.50% + 4.00%)
(ix)	**HDFC Bank CC**		
	Loan is secured against: i) Primary Security : Stock, Debtors, Fixed Deposit and Stock ii)Collatral Security : Personal Guarantee, Personal Residencial properties of Directors Vijay Gupta situated at Bibewadi and Personal residencial property of Priti Gupta situated at Wagholi.		Interest Rate : Reference Rate (LIBOR Rate) plus Floating Rate. Current LIBOR rate is 5.25% and Floating rate is 2.50% i.e Interest Rate is 7.75% p.a.
(x)	**HDFC Bank - WCDL**		
	During the year WCDL loan is taken from HDFC Bank. This WCDL loan has been sanctioned to meet working capital requirement of the holding company. Loan of Rs. 500.00 Lakhs (as at 31st March 2026: Rs. 500.00 Lakhs as at 31st March 2025: Nil). Loan is secured against: i) Security - Primary : Debtors, Fixed Deposits and Stock. ii) Personal Residencial properties of Directors Vijay Gupta situated at Bibewadi and personal residential property of Priti Gupta situated at Wagholi.		Rate of interest is Current reference plus spread of 2.45% rate. The current rate of interest is 7.70% p.a. (i.e. CRR is 5.25% + 2.45%). The Tenure of This Loan is of 12 Months.
(xi)	**Unsecured loan repayable on demand - from others**		
	Loan of Rs. Nil as at March 31, 2026 (Rs. 167.77 Lakhs as at March 31, 2025) is taken from East India Udyog Limited for the purpose of making immediate payments of tender deposit amounts.		There is no repayment schedule. This is a non-interest bearing loan

Note 17 : Trade Payables

Particulars	As At March 31 2026	As At March 31 2025
Trade payables		
total outstanding dues of micro and small enterprises	**267.29**	120.37
total outstanding dues of creditors other than micro and small enterprises	**983.43**	1,840.41
total outstanding dues of related parties	**112.00**	114.81
Total Trade payables	**1,362.73**	2,075.59

Particulars	As At March 31 2026	As At March 31 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year*	**342.65**	315.13
- Principal amount outstanding (whether due or not) to micro and small enterprises.	**103.62**	51.63
- Interest due thereon.	**0.89**	1.13

The amount of interest paid by the Group in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	**1.98**	-
The amount of payment made to the supplier beyond the appointed day during the year.	**479.96**	701.85
Amount of interest due and payable on delayed payments.	**6.65**	53.94
Amount of interest accrued and remaining unpaid as at year end.	**7.55**	55.06
The amount of further interest remaining due and payable even in the succeeding year.	**82.37**	76.81

To comply with the requirement of The Micro, Small And Medium Enterprises Development Act, 2006 ('MSMED Act'), the Indian Companies in the Group requested its suppliers to confirm whether they are Micro, Small or Medium enterprise as defined in the said MSMED Act. Based on the communications received from such suppliers confirming their coverage as such enterprise, the Indian Company in the Group have recognised them for the necessary treatment as provided under the MSMED Act, from the date of receipt of such confirmations.

*Includes capital payable to MSE vendors of Rs. 75.36 lakhs (March 2025: 194.76 lakhs)

Ageing of Trade Payables	**Outstanding for following periods from due date of payment March 31, 2026**						
Particulars	**Unbilled**	**Not Due**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed trade payables							
Micro enterprises and small enterprises		**167.05**	**100.24**	**-**	**-**	**-**	267.29
Others	**695.64**	**101.03**	**233.03**	**60.45**	**0.25**	**5.04**	1,095.44
Disputed trade payables		**-**	**-**	**-**	**-**	**-**	-
Micro enterprises and small enterprises	-	**-**	**-**	**-**	**-**	**-**	-
Others	-	**-**	**-**	**-**	**-**	**-**	-
Total	**695.64**	**268.08**	**333.27**	**60.45**	**0.25**	**5.04**	**1,362.73**

Ageing of Trade Payables	Outstanding for following periods from due date of payment March 31, 2025						
Particulars	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade payables							
Micro enterprises and small enterprises		41.14	57.48	16.73	5.02	-	120.37
Others	598.65	1,143.52	207.64	0.25	0.19	4.97	1,955.22
Disputed trade payables		-	-	-	-	-	-

Micro enterprises and small enterprises	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
Total	598.65	1,184.66	265.12	16.98	5.21	4.97	2,075.59

Note 18: Provisions

Particulars	As At March 31 2026	As At March 31 2025
Non-current		
Gratuity (Refer note 32)	**388.18**	194.42
Non- current employee benefits obligations	**388.18**	194.42
Current		
Gratuity (Refer note 32)	**164.17**	94.43
Current employee benefits obligations	**164.17**	94.43

Includes INR 108.28 Lakhs (March 31, 2025: INR 24.91 lakhs) capitalised during the year.

The net gratuity expense is disclosed under employee benefit expense in the statement of Profit and Loss.

Note 19: Other Current Financial Liabilities

Particulars	As At March 31 2026	As At March 31 2025
Payable to employees	**417.93**	356.29
Interest accrued but not due on borrowings	**15.79**	23.14
Payable towards capital purchases	**1,343.01**	790.49
Unpaid dividend	**0.11**	0.21
Total other current financial liabilities	**1,776.85**	1,170.13

Changes in liability arrising from financing activity

Particulars	As at March 31 2026	As at March 31 2025
Non-current borrowings (Refer note 16(a))	**346.83**	602.39
Current borrowings (Refer note 16(a))	**2,826.98**	2,840.94
Interest accrued (Refer note 19)	**15.79**	23.14
Non-current Lease liabilities (Refer note 4(b))	**572.96**	647.50
Current Lease liabilities (Refer note 4(b))	**136.54**	100.87
Total	**3,899.11**	4,214.84

Particulars	As at March 31 2026	As at March 31 2025
Non cash adjustments:		
Reduction/ Increase in interest accrued	**(7.34)**	(4.85)

Interest on lease liabilities	**71.09**	67.22
Addition on account on new leases	**69.15**	122.86
Cash flows:		
Lease payment including interest thereon	**(179.12)**	(155.09)
Proceeds from non- current borrowings	**934.96**	1,136.86
Repayment of non-current borrowings	**(709.98)**	(729.90)
Net proceeds from current borrowings	**(494.50)**	(100.60)
Movement of liabilities arising from financing activities	**(315.73)**	336.50

Note 20(A): Other Non-Current Financial Liabilities

Particulars	As At March 31 2026	As At March 31 2025
Deferred income	**240.00**	-
Total other non-current financial liabilities	**240.00**	**-**

Note 20(B): Other Current Liabilities

Particulars	As At March 31 2026	As At March 31 2025
Statutory liabilities	**200.42**	168.59
Advance from customers	**139.11**	67.58
Deferred income	**60.00**	-
Total other current liabilities	**399.53**	236.17

Note 21 (A) - Income Tax Expense

Particulars	As at March 31 2026	As at March 31 2025
Current tax	**494.33**	292.56
Less: Deferred tax - Relating to origination and reversal of temporary differences	**(134.15)**	(44.54)
Add: Short tax provision of previous years	**-**	(53.97)
Income tax expense	**360.18**	194.04
Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:		
Profit before income tax expenses	**892.87**	327.11
Tax Rate	**25.17%**	25.17%
Tax at the Indian tax rate	**224.72**	82.33
Adjustments:		
Tax effect of amounts which are not deductible in calculating taxable income	**6.51**	18.63
Deferred tax asset not created on carry forward losses and tax rate difference	**8.02**	(0.39)
Non-creation of deferred tax on losses in subsidiaries	**120.94**	147.84
Total	**135.46**	165.69

Add: Short tax provision for previous years	-	(53.97)
Net current tax expenses recognised in statement of profit & loss	**360.18**	194.04

Note 21 (B): Deferred Tax (Net)

Particulars	As at March 31 2026	As at March 31 2025
Net Deferred tax assets/(liabilities)	**402.42**	249.44
Deferred tax assets/(liabilities) of Holding company arise from the following:	**402.42**	249.44
Deferred tax assets		
Gratuity and compensated absences	**96.51**	72.70
Provision for doubtful debts, doubtful deposits and capital advance	**117.06**	70.18
Property, plant & equipment and intangible assets	**115.13**	80.53
MSME Principal outstanding and due	**11.61**	11.00
Lease adjustment	**20.86**	12.47
Deferred tax on FVOCI gain	**29.79**	10.06
Others	**24.97**	-
	415.93	256.93
Deferred tax liability		
Other	**-**	(6.02)
	-	(6.02)
Deferred tax assets/(liabilities) of Indian subsidiary company arise from the following:		
Deferred tax on FVOCI loss/(gain)	**(13.51)**	(13.51)

Movement in deferred tax (assets)/ liabilities:	As at March 31 2026	As at March 31 2025
Opening deferred tax (assets) / liabilities	**(249.09)**	(180.74)
Movement in deferred tax (assets)/ liabilities:		
Gratuity and compensated absences	**(23.82)**	(15.77)
Provision for doubtful debts, doubtful deposits and capital advance	**(46.88)**	(10.50)
Property, plant & equipment and intangible assets	**(34.60)**	0.29
MSME Principal outstanding and due	**(0.61)**	0.84
Lease adjustment	**(8.39)**	(7.17)
Deferred tax on FVOCI gain	**(19.73)**	(26.46)
Other	**(18.96)**	(9.59)
Closing deferred tax (assets) / liabilities	**(402.08)**	(249.09)
Deferred tax expense / (income)	**(152.99)**	(68.35)
- Recognised in statement of profit and loss	**(134.15)**	(44.54)

- Recognised in statement of other comprehensive income	**(18.83)**	(23.81)

Note 22: Revenue From Operations

Particulars	2025-26	2024-25
Revenue from contracts with customers (refer note 38)		
Sale of services	**11,067.31**	7,603.09
Sale of products	**2,222.90**	1,921.90
Total revenue from operations	**13,290.21**	9,524.99

Note 23: Other Income

Particulars	2025-26	2024-25
Interest income on bank deposits	**290.71**	151.73
Net gain on sale of investments	**15.49**	29.38
Fair value gain on investment measured at FVTPL*	**2.81**	22.13
Total (A)	**309.01**	203.24
Other non-operating income		
Excess provision/credit balances written back	**-**	1.60
Unwinding of discount on security deposits	**7.34**	2.91
Profit/Loss on Sale of Asset	**-**	0.67
Interest on Income Tax Refund	**8.67**	3.11
Foreign currency (net) gains and losses	**29.17**	4.41
Miscellaneous Income	**9.72**	8.02
Total (B)	**54.90**	20.71
Total other income	**363.91**	223.96

* FVTPL stands for Fair Value through Profit and Loss

Note 24a: Purchase Of Stock-In-Trade

Particulars	2025-26	2024-25
Purchase of traded software	**2,086.91**	1,807.24
Total purchases of stock-in-trade	**2,086.91**	1,807.24

Note 24b: Changes In Inventories

Particulars	2025-26	2024-25
Inventories at the end of the year		
Stock in trade	**291.65**	125.43
Inventories at the beginning of the year		
Stock in trade	**125.43**	-
(Increase) / Decrease in inventories	**(166.22)**	(125.43)

Note 25: Employee Benefit Expenses

Particulars	2025-26	2024-25
Salaries, wages and bonus	**2,958.95**	2,496.47
Contribution to provident and other funds	**89.07**	78.92
Gratuity (Refer note 32)	**156.24**	23.54
ESOP expense	**77.94**	133.52
Staff welfare	**17.14**	15.59
Total employee benefit expense	**3,299.34**	2,748.05

Note 26: Finance Cost

Particulars	2025-26	2024-25
Interest cost on borrowings	**318.17**	341.69
Finance charges on lease liabilities (refer note 4(b))	**71.09**	67.22
Interest others	**9.05**	55.06
Other borrowing cost.	**8.99**	26.44
Total finance cost	**407.30**	490.42

Note 27: Depreciation And Amortisation Expenses

Particulars	2025-26	2024-25
Depreciation on property, plant and equipment	**149.30**	132.65
Depreciation on right-of-use assets	**89.31**	68.80
Amortization of intangible assets	**2,044.23**	1,432.14
Total depreciation and amortisation expenses	**2,282.84**	1,633.59

Note 28: Other Expenses

Particulars	2025-26	2024-25
Professional fees for technical consultants	**2,266.39**	1,418.20
Electricity charges	**23.94**	28.64
Rent	**3.85**	11.59
Repairs and maintenance	**15.96**	16.87
Insurance	**41.79**	18.94
Rates and taxes	**60.38**	53.03
Travelling and conveyance	**254.83**	255.80
Auditors' remuneration	**24.44**	23.25
Legal and professional expenses	**237.95**	221.59
Bank charges	**35.94**	25.12
Sales and promotion expenses	**153.52**	151.18
Printing and stationery	**5.15**	4.12
Office expenses	**22.28**	20.12
Postage and telephone	**19.22**	19.65
Internet charges	**101.60**	104.10

Subscription Fees	**136.69**	104.66
Royalty fees	**106.01**	66.04
Provision for expected credit loss on trade receivable and contract assets	**1,249.28**	278.86
Bad debts written off	**48.39**	3.81
Expenditure towards Corporate Social Responsibility (CSR) activities	**18.31**	18.65
Impairment of goodwill (Refer note 40)	**15.63**	-
Miscellaneous expenses	**9.53**	23.78
Total other expenses	**4,851.08**	2,867.97

Note 29: Earnings Per Share

Particulars	2025-26	2024-25
(i) Basic earnings per share (BEPS)		
Profit attributable to equity shareholders of the Company	**494.10**	131.43
Weighted average number of equity shares (Refer note below)	**13,826,412**	13,087,118
Basic earnings per share	**3.57**	1.00
(ii) Diluted earnings per share (DEPS)		
Profit attributable to equity shareholders of the Company	**494.10**	131.43
Weighted average number of equity shares including potential shares (Refer note below)	**13,885,690**	13,130,973
Diluted earnings per share	**3.56**	1.00
Weighted average number of shares used as denominator		

Particulars	2025-26	2024-25
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	**13,826,412**	13,087,118
Adjustments for calculation of diluted earning per share		
Share warrants (refer note 15 C)	**-**	-
Employee Stock Options Plan (ESOP)	**59,278**	43,855
Weighted average number of equity shares and potential shares used as the denominator in calculating diluted earnings per share	**13,885,690**	13,130,973

Note 30: Contingencies And Commitments

i) Capital commitments

Particulars	March 31 2026	March 31 2025
Estimated amount of contracts remaining to be executed on capital account (net of advances)	**-**	-

ii) Contingent liabilities (to the extent not provided for)

Particulars	March 31 2026	March 31 2025
a. Claims against the Holding Company not acknowledged as debts		
Goods & Service Tax demands	**139.10**	164.89
Income Tax demands	**363.09**	363.09
b. Other matters for which the Holding Company is contingently liable	**7.62**	7.62
Total	**509.81**	535.60

ai. During financial year 2023-24, holding company had received a demand order from Dy. Commission of sales tax under The Maharashtra Goods and Services Tax Act, 2017 aggregating to Rs. 76.06 Lakhs (Rs. 115.95 lakhs as on March 2025) (including interest and penalty) for FY 2018-20 pertaining to certain delay in filing tax returns and late payment of tax.

Holding company has filed appeal against the show cause notices stating that the relevant tax, interest and penalty has already been paid by the company at the time of filing of returns of respective periods.

aii. During the year 2024-25, holding company has received the demand order from Sales tax officer under The Maharashtra Goods & Service tax Department amounting to Rs. 48.95 Lakhs (including interest and penalty) against excess ITC claimed while filing the GSTR 3B for FY 2022-23.

Holding company has filed reply against the same stating that no excess credit been availed for the same year and hence company is not liable to pay the same.

aiii. During the current financial year, holding company received a demand order from the Sales Tax Officer under the Maharashtra Goods and Services Tax Department amounting to Rs. 14.09 lakhs for financial year 2023 to 2024. The demand pertains to short payment of tax as per GSTR 9 as compared to GSTR 1, excess input tax credit availed, and interest on delayed payment of GSTR 3B.

The holding company has submitted its response to the said notice to the relevant authority.

aiv. During the year 2023-24, holding company has received notice u/s.148A for reopening the assessment for AY 2018-19 by Assessing officer raising demand of Rs. 274.62 lakhs. The Company has filed the appeal to the Joint Commissioner (Appeals)/ Commissioner of Income-tax (Appeals).

av. During the year 2024-25, holding company has received notice u/s. 148A for reopening the assessment for AY 2018-19 by Assessing officer raising demand of Rs. 88.47 lakhs. The holding company has filed the appeal to the Joint Commissioner (Appeals)/ Commissioner of Income-tax (Appeals).

Management of the Holding Company is confident that none of the above contingent liabilities will result in material cash outflow.

Note 31 (A): Related Party Disclosures

a) Names of related parties and their relationships

Name of the Related party	Nature of Relationship
Key Management Personnel (KMP)	
Vijay Gupta	Managing director
Priti Gupta	Executive Director
Pratik Patel	Executive Director
Kamal Agrawal	Chief Financial Officer (Resigned w.e.f September 16, 2025)
Deepak Bang	Chief Financial Officer (Appointed w.e.f September 17, 2025)
Shalaka Khandelwal	Company Secretary (Resigned w.e.f March 18, 2026)
Aadishri Apate	Company Secretary (Appointed w.e.f May 26, 2026)
Sridhar Pillalamari	Independent Director
Sundararajan Srinivasan	Independent Director
Dr. Rakesh Kumar Singh	Independent Director
Yogeshkumar Mangubhai Desai	Independent Director
Close members of KMP	
Sunilbhai Kanjibhai Patel	Relative of a Director
Other related parties	
SoftTech Care Foundation	Subsidiary (Section 8 company formed for CSR purpose)

Note 31 (B): Related Party Transactions

Nature of transactions and amounts

Nature of transactions	Key Management Personnel (KMP)		Relatives of KMP		Subsidiaries		Entities over which KMP and their relatives are able to exercise significant Influence	
	March 31 2026	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025
Salaries and allowances								
Kamal Agrawal	**(9.29)**	(65.00)	**-**	-	**-**	-	**-**	-
Shalaka Khandelwal	**(7.87)**	(7.46)	**-**	-	**-**	-	**-**	-
Deepak Bang	**(47.45)**	-	**-**	-	**-**	-	**-**	-
Aadishri Apte	**(0.24)**	-	**-**	-	**-**	-	**-**	-
Directors remuneration								

Vijay Gupta	**(81.00)**	(152.02)	**-**	-	**-**	-	**-**	-
Priti Gupta	**(15.00)**	(15.00)	**-**	-	**-**	-	**-**	-
Pratik Patel	**(80.71)**	(14.46)	**-**	-	**-**	-	**-**	-
Post employee benefit								
Vijay Gupta	**-**	-	**-**	-	**-**	-	**-**	-
Priti Gupta	**(2.82)**	(0.22)	**-**	-	**-**	-	**-**	-
Pratik Patel	**(1.12)**	(0.30)	**-**	-	**-**	-	**-**	-
Kamal Agrawal	**-**	(1.08)	**-**	-	**-**	-	**-**	-
Shalaka Khandelwal	**-**	(0.09)	**-**	-	**-**	-	**-**	-
Deepak Bang	**(0.91)**	-	**-**	-	**-**	-	**-**	-
Aadishri Apte	**-**	-	**-**	-	**-**	-	**-**	-
Loan obtained								
Vijay Gupta	**-**	267.80	**-**	-	**-**	-	**-**	-
Priti Gupta	**-**	28.00	**-**	-	**-**	-	**-**	-
Loan repaid								
Vijay Gupta	**(75.37)**	(152.64)	**-**	-	**-**	-	**-**	-
Priti Gupta	**-**	(3.00)	**-**	-	**-**	-	**-**	-
Directors sitting fees								
Sridhar Pillalamari	**(1.20)**	(1.20)	**-**	-	**-**	-	**-**	-
Sundararajan Srinivasan	**(1.20)**	(1.20)	**-**	-	**-**	-	**-**	-
Rakesh Kumar Singh	**(1.20)**	(0.60)						
Yogesh Desai	**(1.20)**	(0.90)						
Interest expense								
Vijay Gupta	**(29.81)**	(26.59)	**-**	-	**-**	-	**-**	-
Priti Gupta	**(6.13)**	(5.39)	**-**	-	**-**	-	**-**	-
Travel expense reimbursements								
Sundararajan Srinivasan	**-**	0.92	**-**	-	**-**	-	**-**	-
Deepak Bang	**5.71**	-	**-**	-	**-**	-	**-**	-
Kamal Agrawal	**3.44**	-	**-**	-	**-**	-	**-**	-
Non-compete fees								
Vijay Gupta	**(62.22)**	(62.22)	**-**	-	**-**	-	**-**	-
Rent expense								
Sunilbhai Kanjibhai Patel	**-**	-	**(10.80)**	(10.80)	**-**	-	**-**	-
Priti Gupta	**(1.63)**	-	**-**	**-**	**-**	-	**-**	-

Expense reimbursement (net):								
Amplinxt Foundation	**-**	-	**-**	**-**	**(0.49)**	0.31	**-**	-
Total	**(417.21)**	(212.65)	**(10.80)**	(10.80)	**(0.49)**	0.31	**-**	-

Note: Figures in brackets are outflows.

Outstanding receivable/(payable) balances

Nature of transactions	Key Management Personnel (KMP)		Relatives of KMP		Subsidiaries		Entities over which KMP and their relatives are able to exercise significant Influence	
	March 31 2026	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025
Remuneration payable								
(i) Short term employee benefit								
Vijay Gupta	**(6.75)**	(10.84)	-	-	-	-	-	-
Priti Gupta	**(1.25)**	(1.25)	-	-	-	-	-	-
Pratik Patel	**29.29**	(1.21)	-	-	-	-	-	-
Kamal Agrawal	**-**	(5.00)	-	-	-	-	-	-
Shalaka Khandelwal	**(0.25)**	(0.61)	-	-	-	-	-	-
Deepak Bang	**(4.09)**	-	-	-	-	-	-	-
Aadishri Apte	**(0.24)**	-	-	-	-	-	-	-
(ii) Post employee benefit								
Vijay Gupta	**(20.00)**	(20.00)	-	-	-	-	-	-
Priti Gupta	**(6.52)**	(3.69)	-	-	-	-	-	-
Pratik Patel	**(2.07)**	(0.95)	-	-	-	-	-	-
Kamal Agrawal	**-**	(2.76)	-	-	-	-	-	-
Shalaka Khandelwal	**-**	(0.12)	-	-	-	-	-	-
Deepak Bang	**(0.91)**	-	-	-	-	-	-	-
Aadishri Apte	**-**	-	-	-	-	-	-	-
Loan payable								
Vijay Gupta	**(240.72)**	(316.76)	-	-	-	-	-	-
Priti Gupta	**(61.24)**	(61.24)	-	-	-	-	-	-
Interest payable								
Vijay Gupta	**(1.56)**	(15.85)	-	-	-	-	-	-
Priti Gupta	**(0.47)**	(1.46)	-	-	-	-	-	-
Travelling advance								
Vijay Gupta	**-**	0.10	-	-	-	-	-	-

Expense reimbursement receivable								
Amplinxt Foundation	-	-	-	-	**0.49**	-	**-**	-
Directors expense reimbursement payable								
Sundararajan Srinivasan	**-**	0.91	**-**	-	**-**	-	**-**	-
Directors sitting fees Payable								
Sridhar Pillalamari	**-**	(0.27)	-	-	-	-	-	-
Sundararajan Srinivasan	**-**	(0.27)	-	-	-	-	-	-
Rakesh Kumar Singh	**-**	(0.27)	-	-	-	-	-	-
Yogesh Desai	**-**	(0.27)	-	-	-	-	-	-
Investment in share capital								
SoftTech Care Foundation	-	-	-	-	**0.90**	0.90	-	-
Non-Compete Fees								
Vijay Gupta	**(112.00)**	(112.00)	**-**	-	**-**	-	**-**	-
Rent expense								
Sunilbhai Kanjibhai Patel	**-**	-	**(0.81)**	(0.81)	**-**	-	**-**	-
Priti Gupta	**(1.46)**	-	**-**	-	**-**	-	**-**	-
Total	**(430.24)**	(553.81)	**(0.81)**	(0.81)	**1.39**	0.90	**-**	-

Terms and conditions:

Management is of the view that all transactions with related parties are in ordinary course and on an arm's length basis.

All outstanding balances are unsecured and payable in cash.

Note 32: Employee Benefit Obligations

A Defined contribution plans (Refer Note 25)

The Holding Company's state governed provident fund, employee state insurance scheme and labour welfare are defined contribution plan. The contribution paid/payable under the schemes is recognised during the period in which the employee renders the service. During the year, the Holding Company has contributed Rs. 89.07 Lakhs (March 31, 2025 Rs. 78.92 Lakhs) to these schemes.

B Defined benefit plans

The Holding Company provides for gratuity benefit under a defined benefit retirement scheme (the "Gratuity Scheme") as laid out by the New Wage Code of India covering eligible employees. The Gratuity Scheme provides for a lump-sum payment to employees who have completed at least five years of service with the Holding Company, based on salary and tenure

of employment. Liabilities with regard to the Gratuity Scheme are determined by actuarial valuation carried out using the Projected Unit Credit Method by an independent actuary. The Gratuity Scheme is a non-funded scheme and the Holding Company intends to discharge this liability through its internal resources.

(a) Movements in the present value of the defined obligation are as follows:

Particulars	Year ended March 31 2026	Year ended March 31 2025
Obligation at the beginning of the year	**288.85**	226.18
Adjustments to the opening	**8.68**	-
Past Service Cost	**190.50**	-
Current service cost	**60.85**	31.88
Interest expense	**21.00**	16.08
Benefits paid	**(16.13)**	(5.81)
Actuarial losses (gains) arising from experience adjustments	**(1.41)**	20.53
Liability at the end of the year	**552.35**	288.85

(b) The Plan has not been funded as on the balance sheet date.

(c) The net liability disclosed above relates to funded and unfunded plans are as follows:

Particulars	Year ended March 31 2026	Year ended March 31 2025
Present value of funded obligations	**552.35**	288.85
Fair value of plan assets	**-**	-
Deficit of Gratuity Plan	**552.35**	288.85
Current / Non Current Bifurcation		
Current liability	**164.17**	94.43
Non-current liability	**388.17**	194.42
Total	**552.35**	288.85

(d) Expenses recognized in the Statement of Profit and Loss under employee benefit expenses.

Particulars	Year ended March 31 2026	Year ended March 31 2025
Service cost	**60.85**	31.88
Net interest (income)/expense	**21.00**	16.08
Past Service Cost	**190.50**	-
Expected return on plan assets	**-**	-
Settlement cost/(credit)	**(7.83)**	-
Less: Capitalised during the year in Intangible asset under development	**(108.28)**	(24.41)
Net gratuity cost	**156.24**	23.54

(e) Expense recognized in statement of other comprehensive income:

Remeasurement	Year ended March 31 2026	Year ended March 31 2025
Remeasurement for the year - obligation (Gain)/Loss	**(1.41)**	20.53
Total Remeasurement Cost/(Credit) for the year recognised in OCI	**(1.41)**	20.53

(f) Significant estimates: actuarial assumptions and sensitivity
The significant actuarial assumptions were as follows:

Particulars	Year ended March 31 2026	Year ended March 31 2025
Mortality rate	**Indian Assured Lives Mortality (2012-14) Ult.**	Indian Assured Lives Mortality (2012-14) Ult.
Discount rate	**6.60%**	6.50%
Rate of growth in compensation level	**10.00%**	10.00%
Expected average remaining working lives of employees (in years)*	**3.25**	3.25
Retirement Age	**58.00**	58.00
Withdrawal Rate:	**30.00%**	30.00%

* It is actuarially calculated term of the liability using probabilities of death, withdrawal and retirement.

(g) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Change in Assumption	Defined benefit obligation	
	2025-26	2024-25
(i) 1% decrease in discount rate	**17.65**	8.82
(ii) 1% increase in discount rate	**(16.60)**	(8.28)
(iii) 1% increase in rate of salary escalation	**10.09**	5.77
(iv) 1% decrease in rate of salary escalation	**(9.87)**	(5.62)
(v) 1% increase in rate of withdrawal	**(1.81)**	(1.28)
(vi) 1% decrease in rate of withdrawal	**1.89**	1.34

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by 1%, keeping all other actuarial assumptions constant. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method(present value of defined benefit obligation calculated with the projected unit credit method at the end of reporting period) has been applied while calculating the defined benefit liability recognised in the balance sheet. The methods and types of assumptions used in preparing the sensitivity analysis does not change compared to the prior period.

(h) The following payments are expected contributions to the defined benefits plan in future year if the Holding Company decides to invest in these funds:

Particulars	Year ended March 31 2026	Year ended March 31 2025
Year 1	**186.61**	94.43
Year 2	**118.77**	57.51
Year 3	**115.36**	50.05
Year 4	**94.42**	48.66
Year 5	**91.19**	43.97
Year 6 to 10	**286.1**	153.68

(i) Average Duration

Weighted average duration of the plan (based on discounted cash flows using mortality, withdrawal rate and interest rate) is 3.70 years

(j) Risk Exposure And Asset Liability Matching

Provision of a defined benefit scheme poses certain risks, some of which are detailed hereunder, as companies take on uncertain long term obligations to make future benefit payments.

1. Liability Risks

a. Discount Rate Risk

Variations in the discount rate used to compute the present value of the liabilities may seem small, but in practise can have a significant impact on the defined benefit liabilities.

b. Future Salary Escalation and Inflation Risk

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this increasing risk.

Note 33: Fair Value Measurements

i) Financial instruments by category

Particulars	March 31 2026			March 31 2025		
	Fair value through Profit & Loss	**Fair Value through Other Comprehensive income**	**Amortised cost**	Fair value through Profit & Loss	Fair Value through Other Comprehensive income	Amortised cost
Financial assets						
Non- current financial assets						
Non-current investments*	**3.83**	**223.57**	**-**	3.83	554.66	-
Other non-current financial assets						

Term deposits with maturity more than 12 months from reporting date	-	-	1,195.46	-	-	1,360.47
Security deposits	-	-	47.73	-	-	38.65
Earnest money deposit	-	-	28.10	-	-	28.10
Current financial assets						
Trade receivables	-	-	3,463.07	-	-	4,357.99
Current investments	280.46	-		412.16	-	-
Cash and cash equivalents	-	-	1,270.51	-	-	257.31
Bank balance other than above	-	-	2,029.29	-	-	3,436.09
Other current financial assets	-	-	182.42	-	-	172.38
Total financial assets	284.28	223.57	8,216.57	415.98	554.66	9,650.99
Financial liabilities						
Non-current financial liabilities						
Non-current borrowings	-	-	346.83	-	-	602.39
Lease liabilities	-	-	572.96	-	-	647.50
Other financial liabilities	-	-	-	-	-	-
Current financial liabilities						
Current borrowings	-	-	2,826.98	-	-	2,840.94
Lease liabilities	-	-	136.54	-	-	100.87
Trade payables	-	-	1,362.73	-	-	2,075.59
Other current financial liabilities	-	-	1,776.85	-	-	1,170.13
Total financial liabilities	-	-	7,022.89	-	-	7,437.42

***Note:**

- Equity instruments designated as measured at fair value through OCI.
  a) These are designated as such upon initial recognition in accordance with paragraph 5.7.5 of Ind AS 109. This presentation is required as the asset is a strategic non-held for trading investment and fails the SPPI test.
  b) There are no dividends recognised during the period for this investment
  c) There have been no transfer of cumulative gain/loss within equity during the period for this investment
- The management assessed that the fair value of cash and cash equivalents, trade receivables, trade payables, investments in equity shares of others at FVTPL and other current financial assets and liabilities approximate their carrying amounts, largely due to the short term nature of these balances.
- The fair value of the financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.
- The management assessed that the carrying amounts of its financial instruments are reasonable approximations of fair values.

ii) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

As at March 31, 2026

Financial assets and liabilities measured at fair value	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial Investments at Fair value through Profit & Loss				
Non-current investments	**-**	**-**	**3.83**	**3.83**
Current investments	**280.46**	**-**	**-**	**280.46**
Financial Investments at Fair value through Other Comprehensive Income				
Non-current investments	**-**	**-**	**223.57**	**223.57**
Current investments	**-**	**-**	**-**	**-**
Total financial assets	**280.46**	**-**	**227.40**	**507.86**

As at March 31, 2025

Financial assets and liabilities measured at fair value	Level 1	Level 2	Level 3	Total
Financial assets				
Financial Investments at Fair value through Profit & Loss				
Non-current investments	-	-	3.83	3.83
Current investments	412.16	-	-	412.16
Financial Investments at Fair value through Other Comprehensive Income				
Non-current investments	-	-	554.66	554.66
Current investments	-	-	-	-
Total financial assets	412.16	-	558.48	970.64

There are no transfers between Level 1, Level 2 and Level 3 during the year ended March 31, 2025, March 31, 2026.

Level 1: The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of derivatives is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model

based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

iii) Valuation inputs used in Level 3 and sensitivity of inputs to fair value:

Particulars	As at 31st March 2026	As at 31st March 2025	Valuation technique adopted	Significant unobservable inputs	As at March 2026	As at March 2025	Sensitivity of Input to FV
Non Current Investments - Investment in equity shares of others at FVTPL	**3.83**	3.83	Purchase cost	NA	**NA**	NA	NA
Non Current Investments - Investment in equity shares of QI Square Pte. Ltd. Singapore at FVOCI	**129.05**	460.13	DCF technique	Discounting factor	**Increase by 10% : (Rs. 16.47 Lakhs) Decrease by 10% : Rs. 21.69 Lakhs**	Increase by 10% : (Rs. 35.30 Lakhs) Decrease by 10% : Rs. 39.16 Lakhs	Increase/ (decrease) in the rate would decrease/ (increase) the fair value.
Non Current Investments - Investment in equity shares of others at FVOCI	**94.52**	94.52	DCF technique	Discounting factor	**Immaterial impact if change in discounting factor by 10%**	Immaterial impact if change in discounting factor by 10%	Increase/ (decrease) in the rate would decrease/ (increase) the fair value.

iv) Fair value of financial assets and liabilities measured at amortised cost

The fair value of all financial instruments carried at amortised cost are not materially different from their carrying amounts, since they are either short-term in nature or the interest rate applicable are equal to the current market rate of interest.

Note 35: Capital Management

(a) Risk Management

For the purpose of the Group's capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the Group. The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating in order to support its business activities and maximize brand value.

The Group manages its capital and makes adjustments to it in light of the changes in economic and market conditions.

The Group monitors capital gearing ratio, which is net debt divided by total capital. Net debt comprises of long term and short term borrowings less cash and bank balances, equity includes equity share capital and reserves that are managed as capital. The gearing at the end of the reporting period was as follows.

Particulars	March 31 2026	March 31 2025
Total Borrowings	**3,173.81**	3,443.33
Cash and bank balances	**(3,299.80)**	(3,693.40)
Net debt	**(125.99)**	(250.07)

Shareholders' funds		
Equity share capital	**1,384.21**	1,380.71
Reserves and surplus	**15,791.51**	15,495.80
Total equity	**17,175.72**	16,876.51
Net debt to equity ratio	**(0.01)**	(0.01)

(b) Dividend

Particulars	March 31 2026	March 31 2025
(i) Equity shares		
Final dividend for the year ended 31 March 2025 of ₹ Nil (31 March 2024 of ₹ Nil)	**13,842,138**	13,807,138
(ii) Dividend not recognised at the end of the reporting period		
The directors have recommended the payment of a final dividend of ₹ NIl (31 March 2025 : ₹ Nil)	**-**	-

Note 36: Issue Of Equity Shares On Preferential Allotment Basis

On October 8, 2021 and October 5, 2022, holding company had made private placement by way of equity shares, compulsory convertible debenture and share warrants the proceeds of which are Rs 1000 lakhs, 828.90 lakhs and 2500 lakhs respectively for expanding its business and general corporate purpose. During the year 2024, compulsory convertible debenture and share warrants were converted into equity shares.

On December 23, 2024, holding company has made Preferential issue of 987,998 Equity shares at face value of 10 Each on premium of Rs. 395 per share. The total proceeds of Rs. 40,01,39,190 were raised to support business expansion and for general corporate purposes. Following are the details of utilization of proceeds from private placement raised on October 8, 2021 and October 5, 2022 & December 23, 2024 done till March 31, 2026.

Particulars	March 31 2026	March 31 2025
Received from private placement as on reporting date	**8,330.29**	8,330.29
Less: Utilised as on reporting date	**(6,854.34)**	(4,629.23)
Closing unutilised	**1,475.95**	3,701.07
Purpose for which proceeds are used		
1. To support the expansion of business in Indian and Overseas market	**5,576.69**	3,351.57
2. General corporate purposes	**1,277.66**	1,277.66
Total	**6,854.34**	4,629.23

There is no deviation in use of proceeds from the objects stated in the resolution done till year end. The remaining funds of Rs. 1,475.95 lakhs (March 25: 3,701.07 lakhs) have been invested in mutual funds & short term fixed deposits (Refer note 9).
(March 26: Rs 115.07 lakhs in mutual funds & Rs. 1,360.88 lakhs in short term fixed deposits; March 25: Rs. 265.18 lakhs in mutual funds & Rs. 3,435.89 lakhs in short term fixed deposits.)

Note 37: Segment Information

The business segment have been identified on the basis of the nature of products and services, the risks and returns, internal organisation and management structure and the internal performance reporting systems.
In accordance with Indian Accounting Standard 108 - Segment Reporting, the Group has determined its single business segment as "design, development, installation and servicing of information technology related resource". Operating segments are reported in a manner consistent with the internal reporting provided to the board of directors based in India regarded as the Chief Operating Decision Maker ("CODM"). Since the entire Group's business is from information technology related resource there are no other primary reportable segments. Thus, the segment revenue, segment results, total carrying value of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, total amount of charge of depreciation and amortisation during the year are all as reflected in the financial statements as at and for the year ended March 31, 2026 and March 31, 2025.

Information about products and services:

(a) Refer note 38 to the financial statement for products and services.

Information about geographical areas:

(a) Revenue as per geographical areas:

Revenue from operations	**2026-27**	2025-26
India	**13,077.65**	9,256.21
Outside India	**212.56**	268.77
Total	**13,290.21**	9,524.98

(b) The Group does not have any material non-current assets located in any foreign country.
Revenues from transactions with a single external customer exceeding 10% of total revenue:

Particulars	**2026-27**	2025-26
No. of customers exceeding 10% of total revenue	**2**	-
Amount of Revenue	**2,611.87**	-

Note 38: Disclosure Pursuant To Ind AS 115 "Contracts With Customer"

a. Disaggregation of revenue

Revenue Break-Up	**2025-26**	2024-25
One Time License Model	**9,792.07**	7,323.59
Pay Per Use / SaaS	**3,172.32**	1,994.20
BIM / GIS Services	**325.82**	207.19
Total	**13,290.21**	9,524.99

The Group is an information technology and software services organisation, delivering end to end solution in Architectural-Engineering-Construction (AEC) space, catering to Government bodies, municipalities, property developers, investors, real estate companies, contractors, architects and consultants.

1. Background :

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Group expects to receive in exchange for those products or services. To recognise revenues, the Group applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognise revenues when a performance obligation is satisfied. When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved.

2. Performance Obligations :

At contract inception, the Group assesses its promise to transfer products or services to a customer to identify separate performance obligations. The Group applies judgement to determine whether each product or service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised product or service is combined and accounted as a single performance obligation. A performance obligation is typically satisfied as services are rendered and in some cases upon the completion of service.

The Group allocates the transaction price to separately identifiable performance obligations based on their relative stand-alone selling price.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

3. Revenue Recognition

1) Fixed-price contracts: Revenue for fixed-price contracts is recognised over the period of time using percentage-of-completion method. The percentage of completion is determined by the Group using output method, which is measured by the number of units/plan approved by the customer, the number of transactions processed from the software etc.
2) Operation and maintenance contract: Revenue related to these contracts is recognised based on time elapsed mode and revenue is straight-lined over the period of performance.
3) Sale of licenses: Revenue from licenses where the customer obtains a “right to use “the licenses is recognized at the time the license is made available to the customer. Revenue from licenses where the customer obtains a “right to access” is recognized over the access period. Revenue from sale of traded software licenses is recognised on delivery to the customer. Cost and earnings in excess of billings are classified as unbilled revenue while billings in excess of cost and earnings are classified as unearned revenue.

4. Contract Assets

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms. Unearned and deferred revenue ("contract liability") is recognised when there is billings in excess of revenues.

a. Movement of contract balances during the year

Particulars	March 31 2026	March 31 2025
Opening balance	**5,179.87**	4,836.94
Amount recognised in revenue during the reporting year	**7,410.59**	5,404.51
Billing completed during the reporting year	**6,304.98**	4,925.58
Gross closing balance	**6,285.48**	5,315.87
Provision for expected credit loss recognised during the year	**(933.76)**	(135.99)
Net closing balance	**5,351.72**	5,179.87

b. Bifurcation of contract asset

Particulars	March 31 2026	March 31 2025
Current	**5,278.93**	5,144.55
Non Current	**72.79**	35.33
Total	**5,351.72**	5,179.87

c. Cost to obtain the contract

(i) Amount of amortisation recognised in Profit and Loss during the year Rs. Nil. (March 25: Rs. Nil)

(ii) Amount recognised as assets as at 31st March, 2026: Rs. 53.22 lakhs (March 25: Rs. 34.22 lakhs)

d. Reconciliation of contracted price with revenue during the year

Particulars	March 31 2026	March 31 2025
Contract Price	**11,067.31**	7,603.09
Adjustment for : Contract Liabilities: Discounts, Incentives & Late delivery Charges	-	-
Revenue from contracts with customers	**11,067.31**	7,603.09

e. Remaining performance obligations: As on 31st March, 2026, the Group has unsatisfied performance obligation of Rs. 11,463.99 lakhs (March 25: Rs. 8,201.12 lakhs) which is related to unfulfilled performance obligation.

Note 39: Additional Information Pursuant To Schedule III Of The Companies Act, 2013

Statement of Net Assets and Profit or Loss Attributable to Owners and Non-controlling Interests

For the year ended 31 March 2026

Name of Entities	Net Assets		Share in profit or loss		Other comprehensive income (OCI)		Total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated P&L	Amount	As % of consolidated OCI	Amount	As % of consolidated Total comprehensive Income	Amount
Parent								
SoftTech Engineers Limited	109.73%	18,699.71	179.75%	957.49	108.51%	(313.37)	264.10%	644.12
Subsidiaries								
Indian								
SoftTech Finland OY	-0.38%	(64.22)	0.00%	-	3.26%	(9.41)	-3.86%	(9.41)
SoftTech Engineers Inc.	-0.05%	(7.92)	-0.90%	(4.78)	1.61%	(4.65)	-3.87%	(9.43)
SoftTech Government Solutions Inc.	-6.69%	(1,140.74)	-24.09%	(128.33)	30.21%	(87.24)	-88.39%	(215.57)
AmpliNxt Private Limited	0.20%	34.08	-8.67%	(46.20)	0.00%	-	-18.94%	(46.20)
Envee Information Technology Pvt. Ltd.	0.32%	54.80	15.13%	80.61	-0.88%	2.53	34.09%	83.14
SofTech Digital Pte Ltd.	-0.48%	(81.46)	-15.46%	(82.36)	2.64%	(7.63)	-36.90%	(89.99)
SoftTech Digital Software LLC	-1.28%	(218.09)	-7.64%	(40.70)	6.10%	(17.62)	-23.91%	(58.32)
SoftTech Digital Solutions Ltd.	0.00%	0.12	0.00%	-	0.00%	0.01	0.01%	0.01
SoftTech Digital AG	6.20%	1,057.22	-11.83%	(63.01)	-3.72%	10.75	-21.43%	(52.26)
	-8.35%	(366.21)	-53%	(284.76)	42.94%	(113.26)	-141.77%	(398.02)

Non-controlling interests in all subsidiaries	**-0.79%**	**(134.85)**	**7.24%**	**38.59**	**4.32%**	**(12.47)**	**10.71%**	**26.12**
Adjustment arising out of Consolidation	**-0.59%**	**(1,157.79)**	**-33.53%**	**(178.62)**	**-55.76%**	**150.30**	**-33.05%**	**(28.33)**
Total after elimination on account of consolidation	**100.00%**	**17,040.87**	**100.00%**	**532.69**	**100.00%**	**(288.80)**	**100.00%**	**243.89**

For the year ended 31 March 2025

Name of Entities	Net Assets		Share in profit or loss		Other comprehensive income (OCI)		Total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated P&L	Amount	As % of consolidated OCI	Amount	As % of consolidated Total comprehensive Income	Amount
Parent								
SoftTech Engineers Limited	107.14%	17,974.15	311.11%	414.00	238.45%	(4.83)	312.24%	409.18
Subsidiaries								
Indian								
SoftTech Finland OY	-0.33%	(54.81)	0.00%	-	63.03%	(1.28)	-0.97%	(1.28)
SoftTech Engineers Inc.	0.01%	1.51	-18.16%	(24.17)	-461.62%	9.34	-11.31%	(14.83)
SoftTech Government Solutions Inc.	-5.51%	(925.16)	-137.99%	(183.62)	1433.10%	(29.01)	-162.25%	(212.63)
AmpliNxt Private Limited	0.48%	80.28	-32.31%	(42.99)	-400.68%	8.11	-26.62%	(34.88)
Envee Information Technology Pvt. Ltd.	0.14%	23.38	35.76%	47.59	0.00%	-	36.31%	47.59
SofTech Digital Pte Ltd.	0.05%	8.53	-50.53%	(67.24)	-27.14%	0.55	-50.89%	(66.69)
SoftTech Digital Software LLC	-0.95%	(159.77)	-65.92%	(87.72)	140.85%	(2.85)	-69.11%	(90.57)
SoftTech Digital Solutions Ltd.	0.00%	0.11	0.00%	-	0.00%	-	0.00%	-
	-6.12%	(1,025.94)	-269.15%	(358.17)	747.53%	(15.13)	-284.85%	(373.30)
Non-controlling interests in all subsidiaries	-0.60%	(100.72)	1.24%	1.65	170.04%	(3.44)	-1.37%	(1.80)

Adjustment arising out of Consolidation	-0.43%	(71.70)	56.80%	75.59	-1056.02%	21.37	73.99%	96.96
Total after elimination on account of consolidation	100.00%	16,775.80	100.00%	133.07	100.00%	(2.02)	100.00%	131.05

Note 40: Group Information:

Particulars of subsidiaries which have been considered in the preparation of the Consolidated Financial Statements:

Entity name	Country of incorporation	Nature of business	% Equity interest	
			March 31 2026	March 31 2025
SoftTech Finland OY	Finland	Delivering end to end solution in Architectural-Engineering Construction (AEC) space, catering to property developers, municipal corporations, investors, real estate companies, contractors, architects and consultants.	**100.00%**	100.00%
SoftTech Engineers Inc.	United States of America		**92.00%**	92.00%
SoftTech Government Solutions Inc.*	United States of America		**93.00%**	93.00%
Amplinxt Foundation (previously known as - SoftTech Care Foundation)	India		**100.00%**	100.00%
SoftTech Digital Pte. Ltd.	Singapore		**100.00%**	100.00%
AmpliNxt Private Limited	India		**100.00%**	100.00%
Envee Information Technology Pvt. Ltd.	India		**80.00%**	80.00%
SoftTech Digital Solutions Limited	United Kingdom		**100.00%**	100.00%
SoftTech Digital Software LLC**	Dubai		**100.00%**	100.00%
SoftTech Digital AG	Germany		**100.00%**	NA

The Group has not consolidated its subsidiary, Amplinxt Foundation as it is a Section 8 company formed for CSR purpose.
During the FY 24-25 the Holding company has acquired Envee information Technology Limited, as a subsidiary on November 1, 2024.
During the year, the Company acquired 100% shareholding in SoftTech Digital AG on July 1, 2025, thereby making it a wholly owned subsidiary.
*Held by SoftTech Engineers Inc.
** Held by SoftTech Digital Pte Ltd

Business Combinations:

For the year ended March 2026
Acquisition of SoftTech Digital AG (Germany)

On July 1, 2025 the Holding Company has acquired 100% shares in SoftTech Digital AG, a company based in Germany, making it a wholly owned subsidiary. The management of holding company has completed purchase price allocation in current year itself and recognised net identifiable assets and liabilities on acquisition date which are as follow:

Particulars	Amount
Non current assets	-
Current assets	42.68
Total assets	**42.68**
Non current liabilities	-
Current liabilities	-
Total liabilities	**-**
Total identifiable net assets	42.68
Purchase consideration transferred (whole amount in cash)	58.31
Goodwill recognised	15.63
Impairment of Goodwill*	(15.63)
Net Goodwill	-

* Goodwill recognised on the acquisition of SoftTech Digital AG (arising on consolidation) is allocated to that cash-generating unit (CGU), being the unit expected to benefit from the business combination. In accordance with Ind AS 36, goodwill is not amortised but is tested for impairment annually, and whenever there is an indication that it may be impaired.

SoftTech Digital AG was acquired during the year to enable the Group to commence operations in Germany. As at the acquisition date it had not established a revenue-generating business, and its operations are expected to reach maturity over an initial gestation period of approximately three years. Having regard to the early-stage nature of the CGU, the absence of established operations and the consequent uncertainty over its future cash flows, the recoverable amount of the CGU was assessed to be lower than its carrying amount.

Accordingly, an impairment loss of Rs. 15.63 lakhs, being the entire amount of the goodwill, has been recognised in the consolidated statement of profit and loss, resulting in full impairment of the goodwill. The carrying amount of goodwill as at the reporting date is Rs. Nil. From the date of acquisition, SoftTech Digital AG has contributed Rs. Nil lakhs of revenue from operation and Rs. 63.01 lakhs to the loss before tax of the Group.

If the above business combinations had taken place at the beginning of year:
If the above business combinations had taken place at the beginning of the year, revenue from operations would have been Rs. Nil lakhs and the loss before tax for the Group would have been Rs. 72.40 lakhs.

For the year ended March 2025
Acquisition of Envee Information Technology Pvt Ltd.
On November 1, 2024 the Holding Company has acquired 80% shares in Envee Information Technology Pvt Ltd, a company based in India, making it a partly owned subsidiary. The management of holding company has completed purchase price allocation in current year itself and recognised net identifiable assets and liabilities on acquisition date which are as follow:

Particulars	Amount
Non current assets	12.02
Current assets	123.23
Total assets	135.25
Non current liabilities	-
Current liabilities	132.75
Total liabilities	132.75
Total identifiable net assets	2.50
Non controlling interest	1.54
Purchase consideration transferred (whole amount in cash)	0.96

From the date of acquisition, Envee has contributed Rs. 177.59 lakhs of revenue from operation and Rs. 59.93 lakhs to the profit before tax of the Group.

If the above business combinations had taken place at the beginning of year:
If the above business combinations had taken place at the beginning of the year, revenue from operations would have been Rs. 436.66 lakhs and the profit before tax for the Group would have been Rs. 60.82 lakhs.

Material partly owned subsidiaries:
Following is the summarised financial information for each subsidiary that has non-controlling interests that are material to the group. The amounts disclosed for each subsidiary are before inter-company eliminations:

Proportion of equity interest held by non-controlling interests (NCI):

Name	Country of operation	March 31 2026	March 31 2025
SoftTech Engineers Inc.	United States of America	**8.00%**	8.00%
SoftTech Government Solutions Inc.	United States of America	**14.44%**	14.44%
Envee Information Technology Pvt. Ltd.	India	**20.00%**	20.00%

Summarised Balance Sheet

Particulars	SoftTech Engineers Inc.		SoftTech Government Solutions Inc.		Envee Information Technology Pvt. Ltd.	
	March 31 2026	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025
Non current assets	**6.43**	6.43	**9.74**	9.18	**13.90**	13.58
Current assets	**1,196.85**	1,052.39	**25.25**	27.39	**152.54**	68.26
Total assets	**1,203.28**	1,058.82	**34.99**	36.57	**166.44**	81.83
Non current liabilities	**1,095.38**	1,056.44	**-**	941.53	**35.67**	-
Current liabilities	**115.84**	0.87	**1,175.73**	20.20	**75.97**	58.45
Total liabilities	**1,211.22**	1,057.32	**1,175.73**	961.73	**111.64**	58.45

Net assets	**(7.94)**	1.50	**(1,140.74)**	(925.16)	**54.80**	23.38
Add: Preference shares	**-**	-	**-**	-	**1.30**	1.30
Add: Dividend payable	**-**	-	**-**	-	**18.64**	27.17
Accumulated NCI	**(0.63)**	0.12	**(164.86)**	(133.72)	**30.64**	32.88

Summarised statement of profit and loss

Particulars	SoftTech Engineers Inc.		SoftTech Government Solutions Inc.		Envee Information Technology Pvt. Ltd.	
	March 31 2026	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025
Revenue from operations	**-**	-	**6.25**	-	**424.68**	177.59
Profit for the year	**(4.78)**	(24.17)	**(128.33)**	(183.62)	**80.61**	47.59
Other comprehensive income	**(4.65)**	9.34	**(87.24)**	(29.01)	**2.53**	-
Total comprehensive income	**(9.43)**	(14.83)	**(215.57)**	(212.63)	**83.14**	47.59
Total comprehensive income allocated to NCI	**(0.75)**	(1.19)	**(31.14)**	(31.86)	**58.01**	31.25
Dividend paid to NCI	**-**	-	**-**	-	**60.26**	-

Summarised statement of cashflows

Particulars	SoftTech Engineers Inc.		SoftTech Government Solutions Inc.		Envee Information Technology Pvt. Ltd.	
	March 31 2026	March 31 2025	**March 31 2026**	March 31 2025	**March 31 2026**	March 31 2025
Cash flow from operating activities	**(0.71)**	(1.06)	**(96.15)**	(169.75)	**84.41**	34.01
Cash flow from investing activities	**(180.60)**	(192.41)	**(0.06)**	(0.93)	**0.09**	402.33
Cash flow from financing activities	**100.53**	233.01	**178.93**	176.31	**(65.30)**	(422.42)

Note 41: Other notes:

1. As per the information available with the Indian companies in the group, no transactions have been entered with any company struck off under section 248 of the Companies Act, 2013 during the year.
2. The Holding Company and Indian Subsidiaries does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

3. The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
4. On 21 November 2025, the Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020, thereby consolidating 29 existing labour laws. The Group has applied the revised definition of wages under the new Labour Codes while measuring employee benefit provisions. Pending the notification of the final Central and State Rules and related legal guidance, the Group has estimated the related obligations based on current legal interpretations and actuarial valuations.

For the year ended 31 March 2026, the resultant impact recognised under Employee Benefit Expenses towards gratuity amounted to Rs. 190.50 lakhs (net of capitalisation to intangible asset under development of Rs. 82.22 lakhs).

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

For P G BHAGWAT LLP
Chartered Accountants
Firm Registration No.: 101118W/W100682

Abhijeet Bhagwat
Partner

Membership No.: 136835
Place: Pune
Date: May 26, 2026

For and on behalf of SoftTech Engineers Limited

Vijay Gupta
Managing Director & CEO
DIN: 01653314

Priti Gupta
Director
DIN: 01735673

Aadishri Apte
Company Secretary

Membership No. A60642
Place : Pune
Date: May 26, 2026

Deepak Bang
Chief Financial Officer

Notes