SAKSOFT
your digital transformation partner

Innovate. Modernise. Operate.

Annual Report 2025-26

Contents

Click here to know more about our Annual General Meeting

Corporate Information

BOARD OF DIRECTORS

Chairman & Managing Director
Aditya Krishna

Executive Whole Time Director
Avantika Krishna

Non- Independent Non-Executive Directors
Ajit Thomas
Kanika Krishna

Independent and Non-Executive Directors
VVR Babu
Kavitha Vijay
Suresh Subramanian
Mahesh Ramakant Muzumdar
Vaidyanathan Sreenivasan

EXECUTIVE COMMITTEE

Chairman & Managing Director
Aditya Krishna

Whole Time Director
Avantika Krishna

Chief Operating Officer and Chief Financial Officer
Niraj Kumar Ganeriwal

Chief Customer Officer
Dhiraj Kumar Mangla

Senior Vice President – Go To Market Strategy
Venkatesh Agarwal

Business Head- Emerging Verticals
Venkatram Ramoo

Chief Growth Officer - USA
Shankar Harihara Iyer

COMPANY SECRETARY & COMPLIANCE OFFICER
Meera Venkatramanan

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EMAIL ID
info@saksoft.com
complianceofficer@saksoft.com
investorqueries@saksoft.com

STATUTORY AUDITORS
R.G.N.Price & Co.,
Chartered Accountants, Simpson's Buildings, 861, Anna Salai, Chennai 600 002

BANKERS
RBL Bank Limited
HDFC Bank Limited

REGISTERED AND CORPORATE OFFICE
Global Infocity Park, Block A, 2nd Floor, #40, Dr. MGR Salai, Kandanchavadi, Perungudi, Chennai - 600 096
Ph: +91 44 24543500
Fax: +91 44 24543510

SUBSIDIARIES
Saksoft Inc, US
Dreamorbit Inc, US
Solveda LLC, US
Ceptes Software Inc, US
Saksoft Solutions Limited, UK
Acuma Solutions Limited, UK
Solveda Limited UK
Saksoft Pte Limited, Singapore
MC Consulting Pte Limited, Singapore
MC Consulting Malaysia SDN Bhd
Solveda Software India Private Limited
Augmento Labs Private Limited
Ceptes Software Private Limited
Zetechno Products and Services Private Limited

REGISTRAR AND SHARE TRANSFER AGENT
Cameo Corporate Services Limited
Subramanian Building, No. 1, Club House Road, Chennai - 600 002
Ph: +91 44 28460390
Fax: +91 44 28460129

DEVELOPMENT CENTERS

INDIA

Chennai
Global Infocity Park, Block A, 2nd Floor, #40, Dr. MGR Salai, Kandanchavadi, Perungudi, Chennai - 600 096

Noida
B 35-36, Sector 80, Phase II, Noida - 201305

Gurgaon
504, Iris Tech Park, Sohna Road, Sector 48, Gurgaon, Haryana - 122002

Bengaluru
1st Floor, AMR Techpark, Block -2, HOSUR Rd, Hongsandra, Bangalore - 560 068

91 Springboard, 4th floor, Trifecta Adatto, 21, ITPL Main Rd, Garudachar Palya, Mahadevapura, Bengaluru, Karnataka 560048

Pune
11th floor, A wing Amar Business zone Swati Park, Veerbhadra Nagar, Baner, Pune, Maharashtra 411045

Mumbai
Emgeen Chambers II floor, 10, Vidyanagari Marg CST Road, Kalina Santacruz (East) Mumbai - 400 098

Hyderabad
S3, Podium Cyber Towers, Hi-Tech City, Madhapur, Serilingampally, Ranga Reddy District, Hyderabad, Telangana 500081

UK

Stockport
Applicon House, Exchange Street, Stockport, United Kingdom, SK3 0EY

Singapore
2 Kallang Avenue #07-20 CT Hub Singapore 339407

Malaysia
#03-01 Afiniti Wellness No. 3 Jalan Medini Utara 1 Bandar Medini Iskandar Malaysia 79200, Iskandar Puteri, Johor

USA

New Jersey
Suite 1240, 30 Montgomery Street, Jersey City, NJ 07302

Innovate. Modernise.Operate.

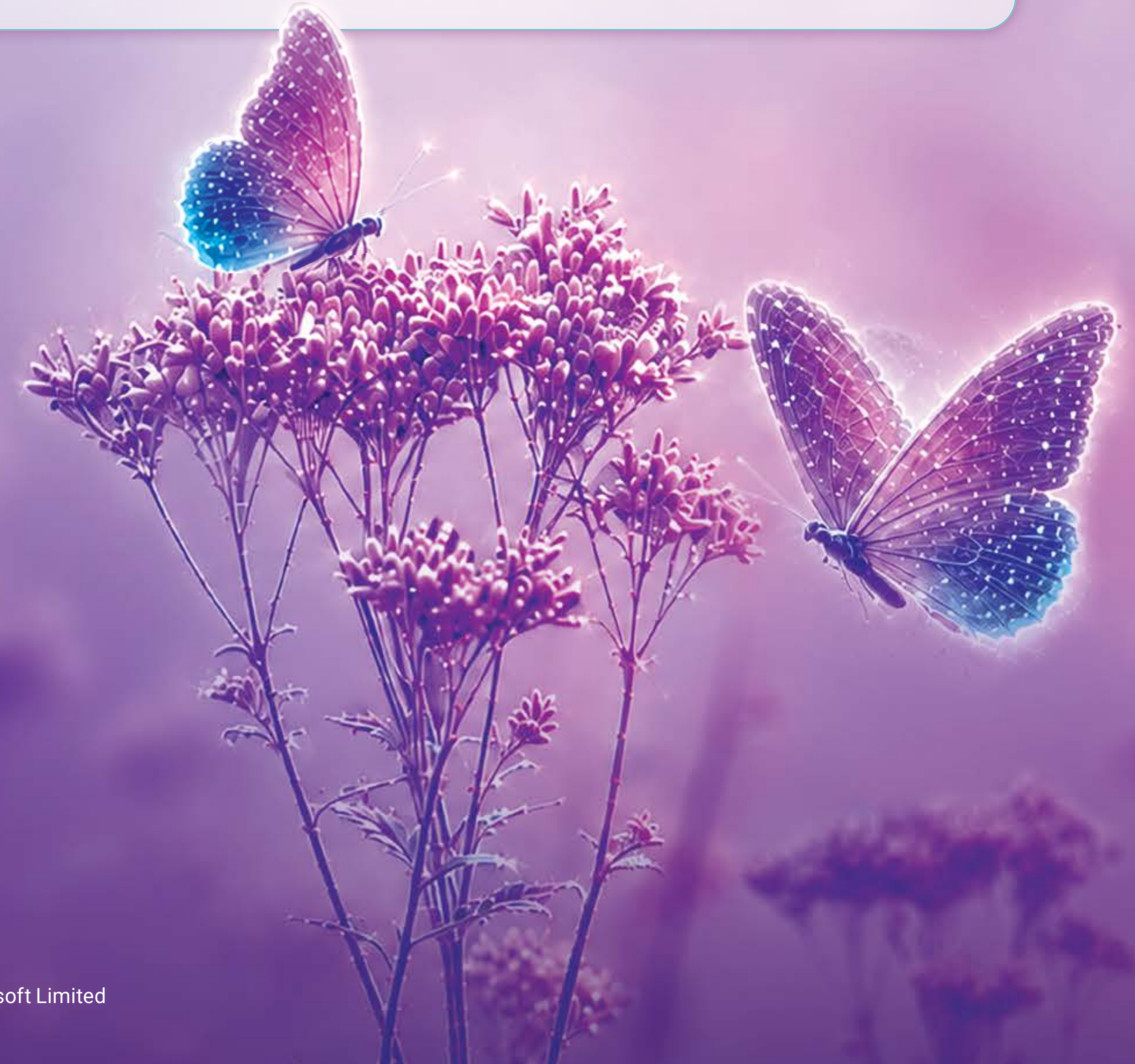
At Saksoft, these three words define how we create lasting enterprise value.

We **Innovate** by building AI-powered solutions for our customers, intelligent platforms, and digital experiences that open new revenue streams and sharpen competitive edge.

We **Modernise** by transforming legacy systems into secure, scalable digital cores, reducing technical debt while strengthening the foundation for what comes next.

We **Operate** by running enterprise platforms with precision, AI-driven governance, and a relentless focus on performance and resilience.

These reflect our commitment to being more than just a technology partner. With 25-plus years of engineering depth and a presence across four continents, we combine strong foundations with intelligent execution to help enterprises move faster, scale smarter, and thrive continuously.



KEY HIGHLIGHTS

A Year of Measured Momentum

~INR 10,072 Mn
Revenue

2+ Decades
Listed on Indian Stock Exchange

~INR 1,871 Mn
EBITDA

~ 23%
Women Workforce

~INR 1,333 Mn
PAT

16 Offices
Worldwide

16 Clients
At USD 1 million+ revenue

10
Development Centres

Vision
2030
USD 500 Mn revenue

ABOUT SAKSOFT

Creating Impact in an AI-led World

Founded over 25 years ago, Saksoft has grown from its roots as a software services company into something more purposeful. It is a trusted, AI-led engineering partner to global enterprises navigating the demands of a rapidly changing digital world.

300+
Global Customers over 25+ years

25+
Years of Experience

Global Delivery

Outcome-Driven Partnerships

Headquartered in Chennai and operating across 16 offices in the US, UK, India, Singapore, Saksoft today serves 300+ customers across Banking and Financial Services, Logistics, Digital Commerce, and Emerging Verticals (comprising Hi-Tech, Utilities and Telecom). Its 2,600+ professionals work across 10 development centres, delivering not just technology, but outcomes for some of the world's largest financial institutions, logistics providers, commercial ISVs, hitech, telecom and utility companies.

What sets us apart is our commitment to engineering depth paired with genuine partnership. With 15+ year relationships spanning most of its top twenty customers, we have built a reputation for being agile enough to care and capable enough to scale. Backed by a purposeful acquisition strategy that has brought together specialists in Salesforce, ServiceNow, and digital product engineering, Saksoft enters this year as a more complete, more connected, and more capable organisation than ever before.

Values

At Saksoft, we believe in a culture of Innovation, Customer Focus, Openness, Respect and Enterprising (iCORE). It forms the foundation of the organisation and is reflected in everything that we do.

What We Do?

Saksoft partners with enterprises to design, build, modernise, and manage intelligent digital solutions and scalable platforms that are resilient and ready for continuous change. We bring together the rigour of deep engineering with the sharpness of intelligent execution, empowering the enterprises we work with to move faster, operate smarter, and grow with lasting confidence. We combine AI-led engineering, platform modernization, and intelligent operations to help enterprises unlock measurable value.

Innovate

Create new digital capabilities and AI-powered value streams.

Modernize

Strengthen the digital core to enable scale, security, and agility.

Operate

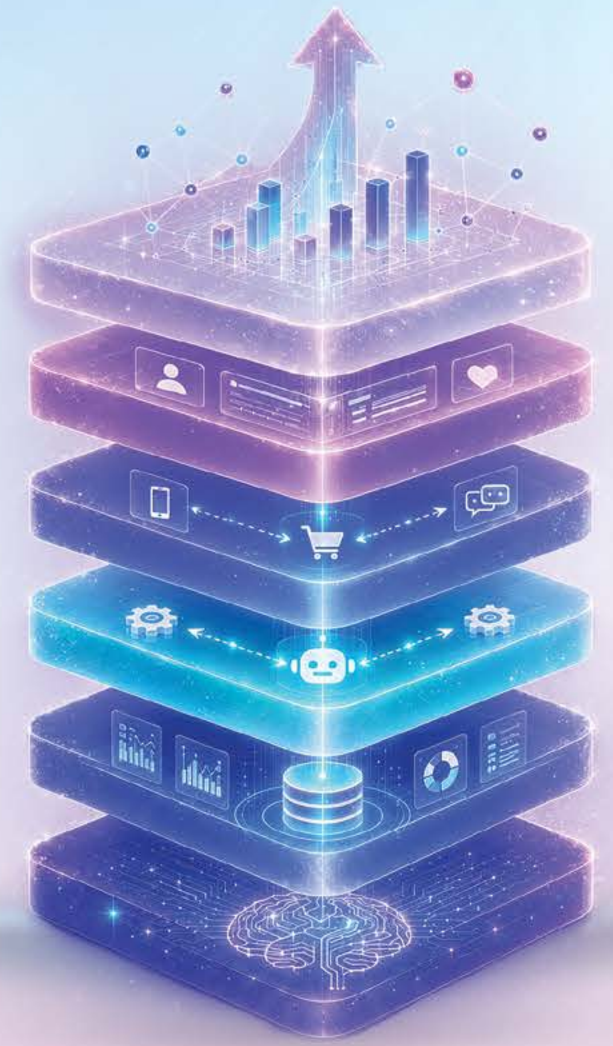
Run, optimize, and continuously enhance enterprise platforms.

Innovate

Build AI-driven products, platforms, and digital experiences for our customers.

Saksoft's innovation practice helps organisations create entirely new digital capabilities, from AI-powered products to intelligent automation that unlocks new revenue streams and faster growth cycles. Our work here spans:

- AI Innovation Lab
- DigitalProduct Engineering
- Agentic AI and Intelligent Solutions
- Data and Advanced Analytics
- Digital Commerce Platforms
- Salesforce Customer Transformation
- AI-assisted Quality Engineering



Modernise

Transform legacy systems into secure, scalable digital cores.

Saksoft works alongside enterprises to shed the weight of outdated architecture and build a digital core that is resilient, secure, and ready for what comes next, reducing technical debt while creating the agility to scale.

- Application Modernisation
- Cloud and Platform Engineering
- Data Platform Modernisation
- AI-assisted Code Transformation
- Salesforce and ServiceNow Platform Modernisation
- Cybersecurity and DevSecOps
- Enterprise DataOps

Operate

Run enterprise platforms with AI-driven operations and governance.

Saksoft's managed operations practice ensures that enterprise platforms run with predictability, cost efficiency, and continuous improvement built in. The Company brings intelligence to operations so its clients can focus on what they do best.

MILESTONES OVER THE YEARS

25 Years*
One Compounding Story...

2015
Widened services from traditional services to digital transformation services

2016
Entered the space of logistics, transportation and IoT; acquired DreamOrbit

2017
Became a vertical-focused service provider, enhancing specialisation

2018
Entered the healthcare space following the acquisition of Faichi

2020
Emerged as a digital transformation partner for Aegon Life Insurance Company

2021
Launched domain-specific technology solutions to modernise, automate and manage

2022
Acquired MC Consulting Pte. in Singapore. (in February)

Acquired Terafast Networks in Chennai (in October)

2023
Inroads into "Digital Commerce" Vertical by acquiring Solveda Group in August 2023

2024
Acquired Augmento Labs, digital transformation specialist with a large clientele in June 2024

Inroads into Salesforce Ecosystem capability by acquiring Ceptes Software

2025
Inroads into ServiceNow ecosystem and capability by acquiring Zetechno in January 2025

2026
AI-first digital services partner

*Last twelve year's journey

BUSINESS OVERVIEW

Domain-led. Technology Delivered.

Saksoft delivers an integrated portfolio of digital transformation solutions designed to innovate, modernise, optimise and sustain enterprise IT ecosystems. Its capabilities extend across domain-driven technology solutions, strategic consulting, analytics, IoT and mobility solutions, application development, robotic process automation, digital commerce, digital testing, and technology training.

Logistics and Transportation

Modern supply chains demand intelligence, resilience, and the ability to move with precision across an increasingly complex ecosystem of partners, platforms, and data. Saksoft's logistics practice is built to deliver exactly that: helping carriers, providers, shippers, ports, and ISVs build operations that are connected, future-ready, and engineered for the speed the business demands.

400+
Logistics Domain Specialists

~ INR 141 Cr
Revenue FY26

What Our Clients Achieve

- Improved end-to-end shipment visibility
- Faster order-to-delivery cycles
- Reduced manual intervention across planning and execution
- Better coordination across multi-party ecosystems
- Data-driven operational decisions

Core Capabilities

- Cloud and Logistics Platform Modernisation
- Digital and Product Engineering for Logistics
- Supply Chain Platform Modernisation and Integration
- Supply Chain Visibility and Operations Intelligence
- Automation and Process Optimisation
- Analytics, AI and Decision Intelligence
- Customer Experience and Digital Engagement
- Testing and Quality Engineering for Logistics Platforms

Solutions and Accelerators

LEAP
Real-time operational visibility and predictive insights across transportation, finance, and supply chain data.

Voice BOT
Conversational AI for shipment tracking, booking inquiries, exception handling, and internal support.

Unite
Unified automation framework delivering continuous validation across logistics platforms.

SakMod
AI-driven modernisation of legacy logistics applications with automated assessment, refactoring, migration, and validation.

Who We Support

Third-party Logistics

- Automate tariff, dispatch, and billing workflows
- Streamline carrier onboarding and freight audit
- Unified dashboards across sales, ops, and finance

Freight Carriers

- Booking and dispatch automation
- Driver mobility + telematics integration
- Rate analytics and partner EDI

Shippers

- End-to-end TMS/ WMS enablement
- Carrier and lane performance analytics
- Multi-source shipment visibility

Ports and Terminals

- Terminal operating system modernisation
- Container and yard optimisation
- IoT-based tracking and automated gate systems

Retail and Commerce Logistics

- E-commerce fulfillment platforms
- Last-mile delivery tracking
- Exception management and fraud detection

Logistics ISVs

- Product engineering and QA
- Cloud migration and modernisation
- API and integration services

~ 14%
Revenue Share

Banking and Financial Services

The financial services landscape is evolving at a pace that rewards those who modernise with purpose and penalises those who hesitate. Regulatory demands are intensifying, customer expectations are rising, and the margin for operational inefficiency is narrowing. Saksoft partners with banks, financial institutions, and fintechs to meet this momentum, modernising core platforms, automating operations, and delivering intelligent, secure customer experiences that are built to scale.

We bring together deep BFS domain expertise, AI-led engineering, and data intelligence to help organisations accelerate their modernisation journey, strengthen compliance posture, and create personalised experiences that earn lasting customer trust.

900+
BFS and Fintech Specialists

~ INR 313 Cr
Revenue FY26

Saksoft empowers financial institutions to modernise legacy ecosystems, streamline intelligent operations, and redefine customer engagement through AI-led digital transformation solutions that create measurable impact across the BFSI value chain.

Modernisation of Core Platforms

Enable next-generation banking, payments, and fintech ecosystems through cloud-native architectures that enhance agility, scalability, and operational resilience while reducing technical complexity.

Customer Experience

Design secure, seamless, and omnichannel digital journeys that elevate customer satisfaction, deepen engagement, and enhance long-term customer value.

Data and Analytics

Convert complex financial data into actionable intelligence that strengthens risk management, improves regulatory visibility, and enables highly personalised customer experiences.

Risk and Compliance

Strengthen governance frameworks with automated controls, analytics-led monitoring, and intelligent regulatory reporting that improve compliance readiness and operational confidence.

Core Capabilities

- Cloud and Financial Platform Modernisation
- Data, Analytics and AI-innovation
- Risk, Compliance and Decision Intelligence
- Digital and Customer Experience Engineering
- Automation and Process Optimisation
- Quality Engineering for Financial Platforms

Solutions and Accelerators

Intelligent Automation Framework

AI-powered automation and RPA capabilities designed to streamline exception handling, reconciliation processes, and document-intensive workflows, improving efficiency, accuracy, and operational agility.

AI-Led Fraud and Risk Detection

Advanced analytics and machine learning models that enable real-time anomaly detection, strengthen fraud prevention, and enhance enterprise-wide risk intelligence.

SakCare – Intelligent Customer Service

An AI-driven customer support platform that accelerates incident resolution across fraud management, payments, and lending operations while enhancing responsiveness and service experience.

UNITE – Intelligent Test Automation

An integrated test automation platform with embedded security validation capabilities, enabling faster releases, improved quality assurance, and resilient digital operations.

SakMod – AI-Led Application Modernisation

AI-enabled legacy application assessment and cloud migration framework designed to accelerate modernisation, improve scalability, and simplify enterprise transformation at scale.

Voice-Assisted Banking

Intelligent voice-enabled banking solutions seamlessly integrated with core banking systems and CRM platforms to deliver secure, intuitive, and personalised customer interactions.

Who We Support

Banks

- Core modernisation and cloud migration
- Real-time payments enablement
- Digital onboarding with KYC/ AML automation
- Retail & commercial banking integration

Wealth and Capital Management

- Portfolio analytics and reporting
- Digital advisory platforms
- Compliance and regulatory automation
- Rate analytics and partner EDI

Regtech

- Client and counterparty onboarding
- AML/KYC automation
- Transaction monitoring
- Third-party risk management
- Basel compliance

Cards and Payments

- Issuing/ Acquiring Platforms
- Cross-border payments
- Secure payment infrastructure
- Loyalty and experience platforms

Credit Bureau

- Dispute management
- Credit scoring platforms
- Account aggregation
- Micro-financing systems

~ 31%
Revenue Share

Digital Commerce

Saksoft partners with brands to build exactly this: connected, intelligent commerce platforms where AI, automation, and deep platform expertise come together to drive higher conversions, sharper personalisation, and operations that hold up at scale.

The Company helps organisations move from monolithic architectures to composable, cloud-native commerce platforms, ones built for faster experimentation, consistent omnichannel delivery, and measurable revenue growth across B2C, B2B, D2C, and D2P models.

From Implementation to Measurable Impact

- Accelerate commerce innovation with releases that are 30–40% faster, giving enterprises the agility to experiment and bring new experiences to market with confidence.
- Evolve legacy commerce platforms into cloud-ready, composable digital cores built for the demands of modern, high-velocity commerce.
- Optimise commerce operations and achieve up to 25% lower run costs through smarter automation and leaner platform management.
- Gain real-time enterprise visibility across customer, order, inventory, and experience data, enabling sharper conversion performance, more accurate forecasting, and stronger operational outcomes.

Core Capabilities

Commerce Platform Modernisation and Engineering

Evolve legacy commerce systems into scalable, cloud-native platforms engineered for continuous innovation and long-term growth

Headless and Composable Commerce

Build API-first architectures that decouple experience from backend systems, enabling omnichannel consistency and significantly faster releases

Omnichannel Experience Engineering

Deliver seamlessly connected customer journeys across web, mobile, marketplaces, B2B portals, and D2C storefronts, personalised at scale

Commerce Operations Intelligence

Gain real-time visibility across orders, inventory, fulfilment, performance, and customer experience to drive sharper, faster operational decisions

Analytics, AI and Decision Intelligence

Transform commerce data into actionable intelligence that strengthens demand forecasting, lifts conversion performance, and drives operational excellence

Quality Engineering and Continuous Assurance

Ensure performance, reliability, and seamless customer journeys through automation-led testing across every device and channel

300+
Specialists

~ INR 87 Cr
Revenue FY26

Who We Support

B2C, B2B, D2C Commerce

- Platform modernisation and cloud migration
- Omnichannel storefront engineering
- Intelligent order orchestration

Digital Commerce Operations

- Commerce command centre
- Business and IT KPI led visibility
- Performance and conversion analytics

Digital Experience Platforms

- Customer journey
- Headless frontend development
- Mobile and PWA commerce

Commercial ISVs and Product Companies

- Product engineering and QA
- Cloud migration and modernisation
- API and integration services

Solutions and Accelerators

Helsinki

An AI-powered commerce orchestration platform that brings intelligence and coordination to every layer of the commerce experience.

Salesforce Commerce Starter Store

A purpose-built accelerator that compresses time to market and gives enterprises a proven, configurable foundation to launch on.

Oslo

An omnichannel commerce experience accelerator built on a headless framework, enabling seamless API-led integration between front-end experiences and backend systems.

Vue Storefront

A composable, Vue-based PWA storefront accelerator delivering high-performance, omnichannel experiences across web and mobile with the flexibility composable architecture demands.

API and Integration Suite

Pre-built connectors that integrate commerce platforms with ERP, OMS, CRM, PIM, and fulfilment systems, accelerating time to value and reducing integration complexity.

Unite

A unified automation framework delivering continuous validation across frontend, APIs, integrations, and backend commerce systems, ensuring every release is release-ready.

VoiceBOT

Conversational AI that elevates customer engagement through intelligent order tracking, responsive support, and personalised shopping assistance.

Commerce Command Centre Framework

A centralised operations console that brings together performance monitoring, exception management, and fulfilment optimisation in one unified view.

~ 8%
Revenue Share

Emerging Verticals

As digital transformation accelerates across industries, Saksoft continues to expand its expertise into emerging verticals where technology can drive meaningful, lasting change. Beyond its established domains, Saksoft brings the same depth of engineering capability, data intelligence, and platform modernisation to sectors experiencing rapid disruption and growing demand for scalable, outcome-driven solutions. This expanding footprint reflects Saksoft's commitment to staying ahead of market evolution and delivering relevant, high-impact partnerships across a broader spectrum of industries.

~ INR 466 Cr
Revenue FY26

~ 47%
Revenue Share

1000+
Specialists

Hi-Tech and SaaS

Hi-Tech and SaaS companies face relentless pressure to innovate faster, modernise platforms, and deliver differentiated digital experiences, all while navigating mounting technical debt and growing engineering complexity. Saksoft partners with product companies, ISVs, and digital-native enterprises to turn these challenges into a competitive advantage, modernising platforms, embedding intelligence across engineering workflows, and accelerating product velocity. The result is a clear, measurable shift from fragmented experimentation to scalable, outcome-driven innovation.

Read more on our Saksoft website.

Telecom

Telecom providers today operate in an environment where network complexity, legacy infrastructure, and rising customer expectations demand more than incremental improvement. Saksoft modernises BSS/OSS platforms, automates operations, and delivers AI-driven digital experiences that meaningfully improve service reliability, accelerate innovation, and unlock new revenue streams. Across network operations, service assurance, customer engagement, and monetisation, Saksoft enables a decisive shift from siloed, reactive environments to connected, intelligent ecosystems, driving measurable outcomes across the entire telecom value chain.

Read more on our Saksoft website.

Utilities

Utility companies operate at the intersection of operational complexity and rising stakeholder expectations, balancing asset management, field operations, customer engagement, and regulatory compliance, all while driving cost efficiency and service quality. Saksoft enables utility organisations to move from siloed, legacy systems to connected, data-driven platforms that deliver tangible, measurable impact. Predictive insights and automation strengthen service reliability, while real-time operational intelligence accelerates incident response and field dispatch. Automation-led process optimisation reduces operating and maintenance costs, as digital self-service platforms elevate the customer experience. Advanced analytics and governance frameworks ensure sustained regulatory confidence, empowering utility companies to perform with greater agility, accountability, and resilience.

Read more on our Saksoft website.

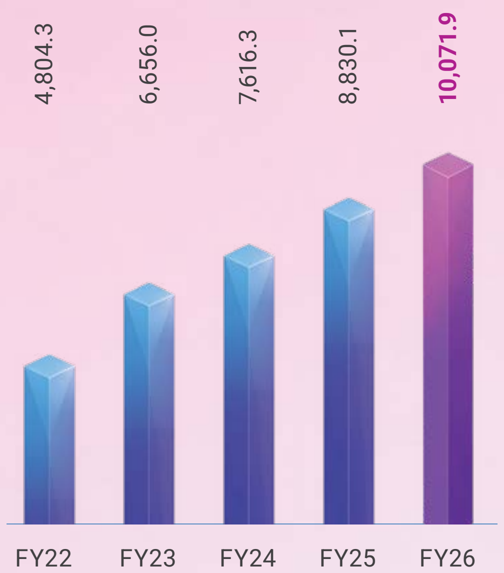
KEY PERFORMANCE INDICATORS

Markers of Momentum

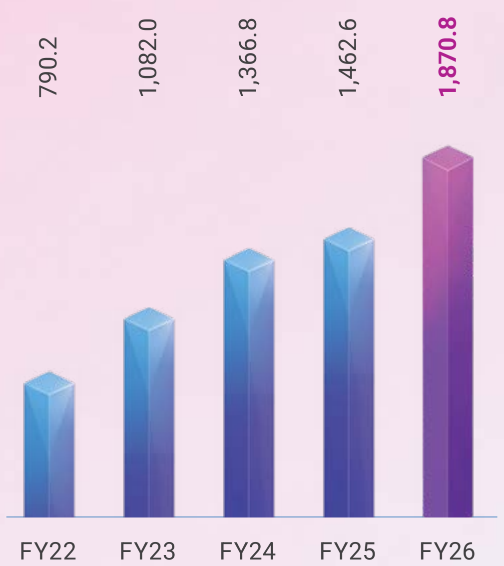
How We Have Grown Over the Years

Growth Metrics

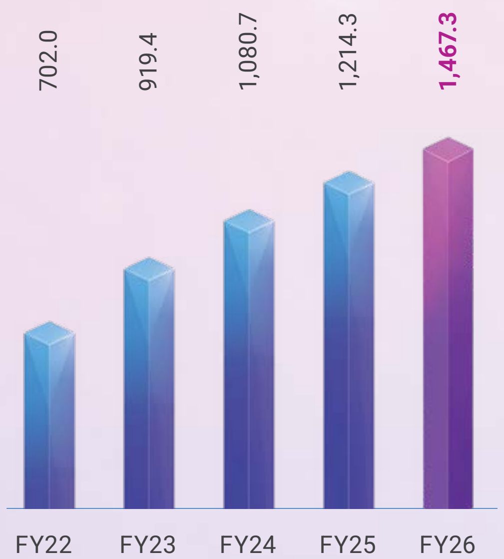
Revenue from Operations (INR Million)



Operating Profit / EBITDA (INR Million)

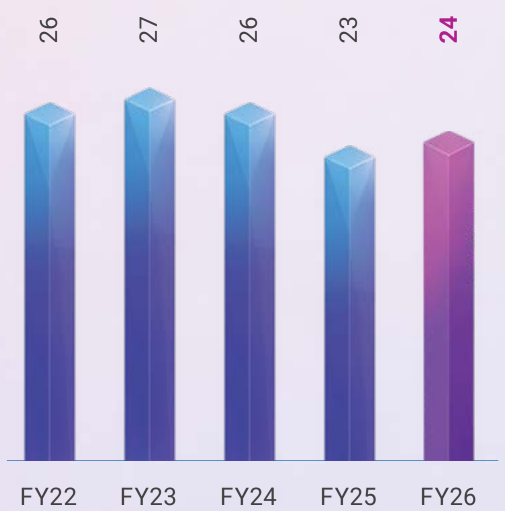


Cash Profit / PAT+Depreciation (INR Million)*



*Rounded Off

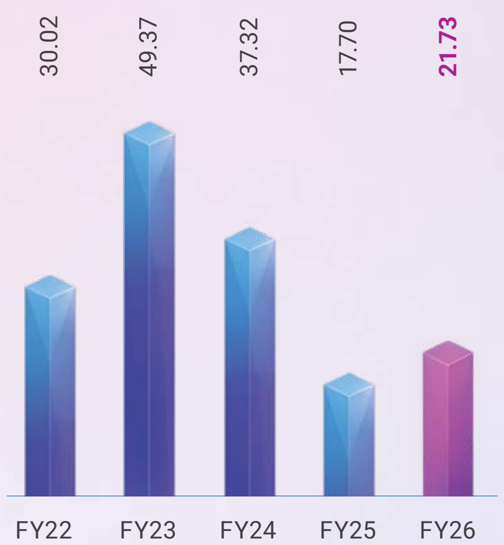
Return on Capital Employed (%)*



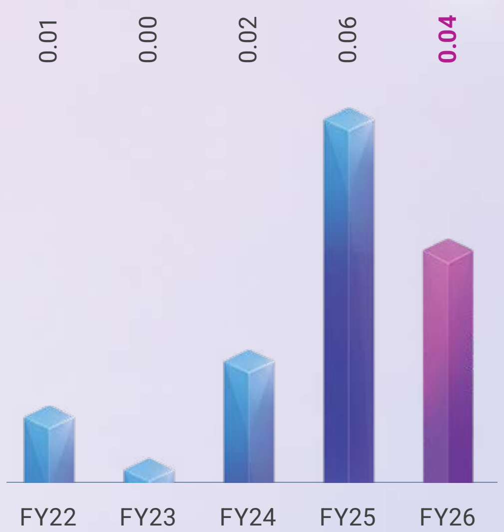
*Rounded Off

Financial Health

Interest Cover (x)

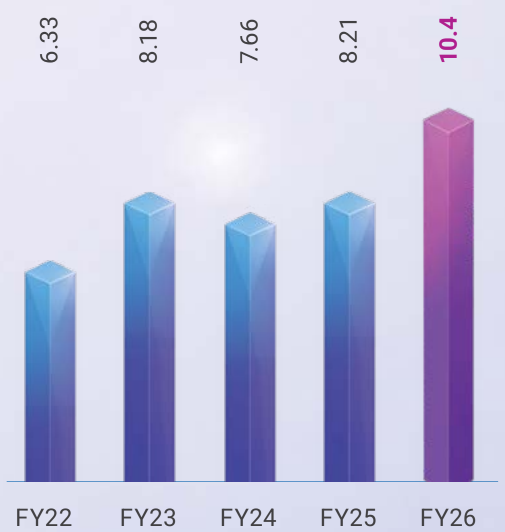


Debt-Equity Ratio (x)

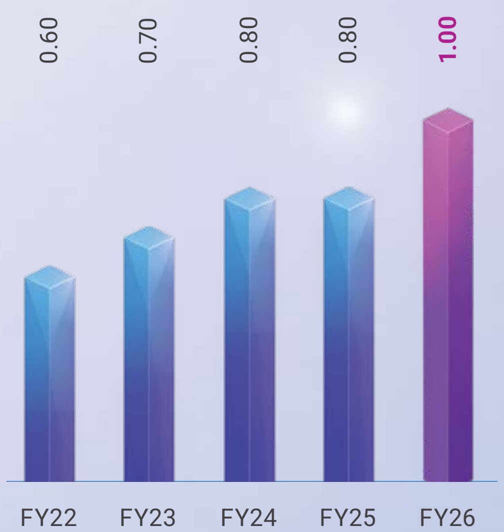


Per Share Data

Earnings Per Share (INR)*



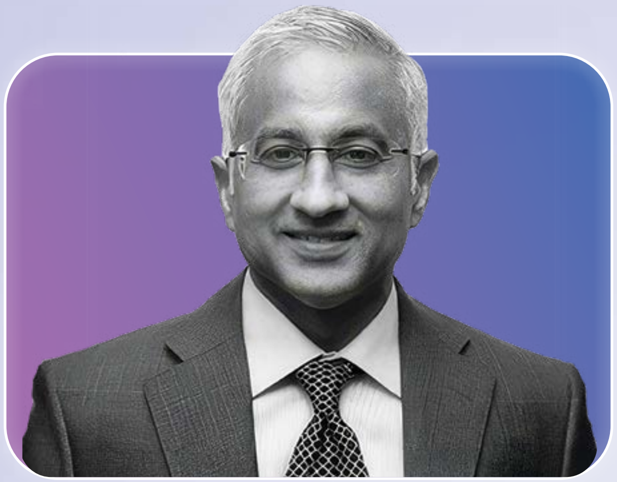
Dividend Per Share (INR)



*EPS figures are post split and post bonus as per respective year's corporate actions

CHAIRMAN AND MANAGING DIRECTOR'S MESSAGE

Reimagining Possibilities in an Era of Intelligence



Dear Stakeholders,

Over the past twenty-five years, I have witnessed multiple waves of technological change reshape our industry. The emergence of the internet transformed connectivity. Cloud computing redefined scalability. Data analytics changed the way organisations make decisions. Yet, in my view, none of these developments compares to the transformative potential of Artificial Intelligence.

Today, we find ourselves at the beginning of a shift that is unlike anything our industry has experienced before. For the first time in decades, technology has fundamentally altered the competitive landscape, creating opportunities for organisations of all sizes to innovate, differentiate and create value. In many ways, Artificial Intelligence has levelled the playing field.

From Technology Adoption to Business Transformation

The conversation around AI has evolved rapidly. Every organisation is exploring its potential, every technology company is evaluating its impact, and every industry is seeking ways to harness its capabilities. Large enterprises today operate within highly complex technology environments comprising enterprise applications, customer platforms, knowledge systems and decades of accumulated processes. Integrating AI into these ecosystems is not a simple undertaking. While the opportunities are substantial, successful adoption requires careful planning, strong governance and a deep understanding of business context. We believe that the next phase of value creation will emerge from helping organisations navigate this complexity and unlock measurable outcomes from their AI investments.

A Defining Shift
AI represents a fundamental shift in how organisations build, operate and innovate.

Building an AI-First Organisation

Over the past year, we have accelerated our efforts to embed AI across the organisation. Our objective is clear: to evolve Saksoft into an AI-first enterprise that leverages intelligence not only in the solutions we deliver but also in the way we operate.

We have adopted a Customer Zero philosophy, applying Artificial Intelligence across our own workflows, processes and internal systems before taking these capabilities to clients. From digital experiences to operational processes, we are continually exploring opportunities to improve productivity, enhance decision-making and create greater efficiency through the responsible use of AI.

This journey is equally about people. Technology alone does not create transformation. The differentiator lies in how effectively individuals and organisations harness its potential. We have therefore embarked on a comprehensive reskilling initiative designed to equip our teams with the capabilities required to thrive in an increasingly AI-enabled world.

At the same time, we recognise the importance of responsible adoption. Establishing appropriate guardrails, protecting confidential information and ensuring ethical deployment remain essential considerations as organisations integrate Artificial Intelligence into their operations.

Creating the Next Generation of Growth Opportunities

Innovation has always been central to Saksoft's evolution. As the technology landscape evolves, we remain committed to identifying and nurturing opportunities that align with emerging customer priorities and long-term market shifts. Over the past year, this thinking has been formalised through **Six Big Bets** that reflect our conviction in the future of enterprise transformation.

Read more about our Six Big Bets on Page 28

These bets span areas such as AI-led operating models, intelligent engineering, legacy modernisation, autonomous quality assurance, data-driven decision making and secure AI adoption. While each addresses a distinct customer challenge, together they represent a common objective: helping organisations optimise current operations while building the foundations required for scalable, AI-enabled growth.

Our investments in accelerators, frameworks and specialised capabilities continue to strengthen our ability to deliver measurable business outcomes, reduce time to value and deepen our role within customer transformation journeys. More importantly, they position Saksoft to participate in larger strategic conversations and create enduring relevance in an increasingly AI-driven world. We approach these opportunities with a long-term perspective. Not every initiative will evolve into a large business. However, sustained innovation requires the willingness to explore new possibilities, learn continuously and invest ahead of demand. This philosophy has served us well over the years and continues to guide our approach.

Innovation with Intent
Every year, we pursue a new set of strategic opportunities designed to strengthen our capabilities, expand our relevance and position Saksoft for the future.

Strengthening a Culture of Entrepreneurship

As organisations scale, maintaining agility becomes increasingly important. One of our enduring priorities has been to preserve the entrepreneurial spirit that has shaped Saksoft's journey from the beginning.

Our approach to acquisitions reflects this philosophy. We have never viewed acquisitions purely as a means of adding revenue. Instead, we seek capabilities, talent and entrepreneurial leadership that can strengthen our organisation and expand our ability to serve customers. The founders and teams who join Saksoft bring valuable perspectives, specialised expertise and a culture of innovation that enriches the broader organisation.

Similarly, our operating model continues to emphasise ownership, accountability and alignment. Through a consistent cadence of engagement across business units and leadership teams, we remain focused on ensuring that every part of the organisation is working towards common objectives while retaining the flexibility needed to respond to changing market dynamics.

Purpose Beyond Business

Our commitment to creating value extends beyond business performance. Through our Corporate Social Responsibility initiatives, we continue to focus on two areas that we believe can generate meaningful and lasting impact: women's empowerment and healthcare. We approach these initiatives with the same discipline and diligence that guide our business decisions, supporting organisations that demonstrate purpose, transparency and the potential to create sustainable change.

Within our own workforce, increasing representation and creating opportunities for women remains an important priority. The technology industry has a unique ability to provide flexibility and access, enabling more individuals to participate meaningfully in the workforce. We remain committed to building an environment where talent can thrive irrespective of circumstance. Our sustainability journey continues to evolve as well. As we progress towards our long-term environmental objectives, we remain focused on creating meaningful impact through responsible and sustainable practices.

Looking Forward

The opportunities before us have never been greater. The market we serve continues to expand as organisations accelerate investments in digital transformation, data modernisation and Artificial Intelligence.

I would like to thank our clients, employees, partners, shareholders and the Board for their continued trust and support. Together, we will continue shaping the next chapter of Saksoft's journey with purpose and optimism.

Warm regards,

Aditya Krishna
Chairman and Managing Director

COO AND CFO'S MESSAGE

Building Scale with Discipline

At Saksoft, we have always believed that enduring value creation stems from a careful balance of growth, profitability and prudent capital allocation. FY26 was a year that reaffirmed this belief. Against a backdrop of evolving client priorities, rapid technological advancements and increasing interest in artificial intelligence-led transformation, we remained focused on executing our strategy with discipline, strengthening our capabilities and creating sustainable value for all stakeholders.

Our approach throughout the year was guided by a clear objective: to continue investing in the future while preserving financial strength and enhancing the quality of our earnings. The progress achieved during the year reflects the resilience of our business model, the strength of our client relationships and the commitment of our teams across geographies.

Delivering Growth and Performance with Quality

FY26 marked an important milestone in Saksoft's journey, as annual operating income crossed INR 1,000 crore for the first time. This represents a growth of 14.1% over the previous year and underscores the continued relevance of our digital transformation offerings across industries.

More significantly, profitability grew at a faster pace than revenue. EBITDA increased by 27.9% to INR 187.1 crore, while profit after tax rose by 22.5% to INR 133.3 crore. EBITDA margins expanded by 201 basis points to 18.6%, and PAT margins improved to 13.2%, reflecting the benefits of operational discipline, efficient resource utilisation and a sustained focus on higher value engagements.

The margin expansion achieved during the year was not incidental. It is the direct outcome of how we have managed our operations, maintaining consistent utilisation levels, keeping delivery costs disciplined, and ensuring that revenue growth translates meaningfully into bottom-line gains. Operational efficiency, in this sense, has been as much a driver of our financial performance as top-line growth itself.

The strength of our performance was further reflected in the improvement of key financial metrics. Return on Capital Employed increased to 23.9%, demonstrating our continued focus on capital efficiency and value creation. Equally important was the continued strengthening of our financial position. We concluded the year with a net cash surplus of approximately INR 223 crore and maintained an interest coverage ratio in excess of 21 times.

~ INR 1,333 Mn
Profit After Tax

~ INR 2,233 Mn
Net Cash Position

~ 24%
RoCE

Operating with Consistency and Resilience

Behind our financial performance lies a set of operational fundamentals that have remained stable and robust. Utilisation levels have been consistent over the past several years, reflecting the inherent efficiency of our delivery model and our ability to generate healthy margins across business cycles.

Equally encouraging has been the stability of our attrition levels. Despite a dynamic external environment marked by market uncertainty and the rapid emergence of artificial intelligence, our attrition has remained broadly steady year on year. This is a direct reflection of the strength of our people culture, the effectiveness of our retention programmes and the sense of purpose and belonging that employees feel within the Saksoft ecosystem. In an industry where talent is both the primary asset and the primary risk, we regard this consistency as a meaningful competitive differentiator.

These operational metrics validate that our business is not only growing but doing so on a foundation of genuine delivery, health and organisational resilience.

Investing in Capabilities for the Next Phase of Growth

As technology continues to evolve, organisations are increasingly seeking partners capable of delivering innovation, productivity enhancement and measurable business outcomes. We view this shift as a significant opportunity and have continued to invest accordingly.

During the year, we strengthened our investments in talent development, leadership capabilities and specialised Centres of Excellence. Particular emphasis was placed on building competencies in artificial intelligence, automation and emerging digital technologies that are shaping the future of enterprise transformation.

To sustain our growth trajectory across geographies, we have also made deliberate investments in expanding our sales and go-to-market capabilities, including senior leadership additions in key markets globally. These investments are integral to building the commercial foundation that will underpin Saksoft's next phase of scale.

Our talent strategy remains equally focused on building long-term organisational capability. Through structured training programmes, investments in fresh talent and selective leadership hiring, we are creating a stronger and more scalable organisation capable of supporting future growth ambitions while maintaining delivery excellence.

Realising Value Through Successful Integration

Alongside organic growth, FY26 was an important year in our acquisition journey as we focused on integrating the businesses acquired during the previous year.

The successful integration of three acquired companies represented a significant organisational achievement. Bringing together teams, capabilities, operating processes and cultures across businesses requires sustained effort and disciplined execution. We are proud of the progress achieved in aligning these organisations within the broader Saksoft ecosystem while preserving the entrepreneurial strengths that contributed to their success.

While integration remained a key focus during the year, we continue to evaluate opportunities that align with our long-term strategic objectives and enhance our capabilities across priority markets and technologies.

Strengthening the Foundations of Long-Term Value Creation

Disciplined capital allocation remains central to our financial philosophy. Throughout the year, we maintained a balanced approach that enabled us to invest in growth initiatives, support integration efforts and continue rewarding shareholders through consistent dividend distributions.

> *"Strong cash generation, a net cash surplus and a robust balance sheet provide the foundation to invest in future capabilities, pursue strategic opportunities and continue creating long-term shareholder value."*

Our shareholders' equity increased to INR 779 crore during the year. At the same time, our strong liquidity position and healthy cash reserves have enabled us to pursue strategic priorities without compromising financial flexibility.

The combination towards strong and debt-free balance sheet, cash generation and disciplined execution positions us favourably as we enter the next phase of growth.

Looking Ahead

The opportunities before us remain substantial. The global market for digital transformation services continues to expand as enterprises accelerate investments in data, cloud, artificial intelligence and modernisation initiatives. Against this backdrop, Saksoft remains a relatively small participant in a large and growing addressable market, providing significant headroom for future expansion.

I would like to express my sincere gratitude to our clients for their continued trust, our employees for their dedication and commitment, and our shareholders for their unwavering support.

Warm regards,

Niraj Kumar Ganeriwal
COO & CFO

CHIEF SALES OFFICER'S MESSAGE

Selling Smarter in the Age of AI Noise

> *"The question our customers were asking was not whether to invest in AI. It was who they could trust to help them do it well."*

16
Clients at USD 1Mn+

58%
Revenue from top 10 clients

~14%
Revenue growth year on year

FY26 arrived with a distinctive and unmistakable energy. AI had moved from boardroom aspiration to active enterprise agenda, and customers across every vertical we serve were leaning forward, eager to understand how it could reshape their operations and meaningfully strengthen their competitive position.

Sales Performance — A Year of Deepening and Expanding

FY26 affirmed what a decade of disciplined execution has steadily built. A 16% revenue CAGR and a 23% profit CAGR over ten years speak to the durability of our model. This year, 16 clients crossed the USD 1Mn revenue mark, with 10 more in the USD 0.5 to 1Mn bracket. Our top 10 clients contributed 58% of revenue, and our top 20 delivered 70%, a reflection of relationship depth rather than simple concentration. Emerging Verticals led at 47%, followed by BFS at 31%, Logistics at 14%, and Commerce at 8%. Geographically, the USA contributed 50%, Europe 29%, and APAC 21%, with our offshore mix strengthening to 56%.

How We Are Built to Grow

Vertical specialisation across BFS, Logistics, Commerce, and Emerging Verticals, with interrelated competences across service lines, creates a compounding advantage that rewards sustained commitment to a domain. Our solutions span custom development, legacy modernisation, quality assurance, data analytics, and cloud and cyber security, each one a substantive answer to a challenge our clients are already navigating, delivered by a team with a referenceable track record of successful digitalisation-driven transformation.

Multiyear contracts with well-known brands anchor our revenue visibility and reflect the confidence clients place in us over the long term. Cross-selling and upselling across Digital Engineering, QA & Testing, Data Analytics, and Cloud, Infrastructure & Security continues to deepen wallet share organically, a testament to the breadth of capability we bring to each relationship. In Europe, our nearshore talent strategy has given mid-market enterprises the best of both worlds: the efficiency of offshore delivery and the assurance of a partner who operates in their time zone and intimately understands their business context.

The Door Is Open, and AI is Opening It

The nature of customer conversations has fundamentally changed. Where engagements once began with a specific delivery requirement, today they begin with a question about AI, what it can do, how quickly it can be adopted, and who has genuinely done it before. That shift has worked in our favour in ways that are both measurable and meaningful.

Our pipeline today is the strongest it has ever been. The volume of conversations we are part of, the seniority of the stakeholders we are engaging with, and the strategic nature of the mandates being discussed, all of these reflecta market that is actively seeking credible AI partners, not just vendors. We are earning a seat at those discussions because we come with something most cannot offer: real deployments, real outcomes, and a track record that our existing clients can vouch for.

Three clients during the year placed particular trust in us, inviting Saksoft into the heart of their AI transformation journey. These are not proof-of-concept experiments. They represent live, production-grade AI engagements, and the learnings from them now shape how we approach every new conversation.

Our approach to AI is deliberate and two-tracked. With existing clients, we examine live project deliveries and identify where AI integration can meaningfully improve productivity and strengthen margin outcomes. We demonstrate depth of experience rather than simply describing capability. With new clients, dedicated teams engage different stakeholders, bringing relevant use cases from the right domains, built on deployments that are already in production. Enterprises are also navigating a more immediate challenge: platforms they have already invested in, Salesforce, for instance, are now AI-enabled, and they need a partner who can help them unlock and accelerate those features in practical, measurable ways. This is where our domain depth and platform expertise give us a distinct and timely advantage.

On AI Improving Productivity and Margins

The integration of AI within existing client engagements carries a dual dividend. As we identify and implement AI-led improvements across live project deliveries, we are simultaneously enhancing our own delivery productivity and improving the margin profile of those engagements. This is a deliberate outcome of how we have chosen to operationalise AI within our delivery model.

Enabling the Team to Sell Differently

The sharpest strategy is only as effective as the team executing it. This year, we invested deliberately in building that capability. Weekly AI fluency sessions kept our people ahead of a rapidly evolving conversation. A purpose-built AI sales agent placed the full depth of our case study library and customer context at every account manager's fingertips. A structured exercise mapped each of our six bets to the right customers and decision-makers, bringing focus and intentionality to every pursuit. Together, these investments produced a measurable shift: sharper qualification, more purposeful deal progression, and a team that walks into every conversation knowing precisely why Saksoft is the right partner for that client, at that moment.

Becoming What We Sell

Our credibility in conversations is grounded in something more substantive than a go-to-market position. Saksoft is itself in active pursuit of AI-led transformation, embedding AI across delivery models, domain practices and internal operations. It is this combination of practitioner-level experience and genuine organisational commitment that earns us a place in conversations that others are simply observing from the outside.

Way Forward

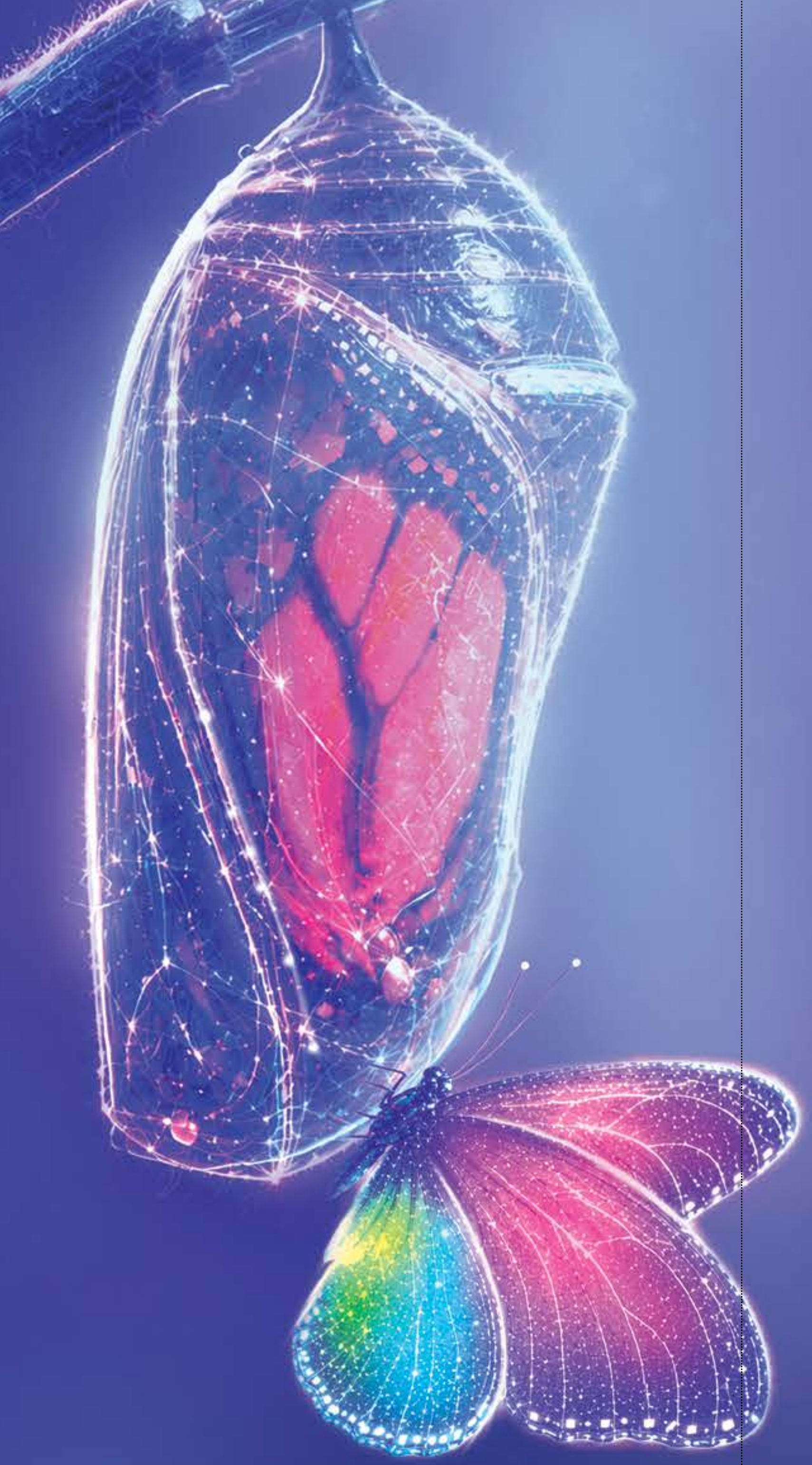
An experienced management team, a diversified Board, and commitment to digitalisation-driven transformation give us the foundation to advance with genuine confidence. The pipeline is strong, the relationships are deep, and the team is energised and ready.

> *"FY27 will belong to those who can prove AI outcomes and not just promise them. We intend to be in that conversation, early and credibly."*

Avantika Krishna
Chief Sales Officer

AI INFLECTION

Cornerstones of Growth



In 25 years of navigating technology cycles, Saksoft has witnessed many shifts. None comes close to what AI represents today. It is the biggest disruptor the IT services industry has seen, and for firms with the agility and conviction to embrace it – it is also the greatest opportunity.

That levelling is precisely what makes this moment so compelling. Where scale once determined competitive advantage, intelligence now does. Larger organisations, burdened by legacy systems, entrenched processes, and slower decision cycles, find themselves at a structural disadvantage. Agile, capability-led firms can move faster, experiment more freely, and deliver value with a sharpness that size alone cannot replicate.

Customer Zero: Walking the Talk

Saksoft's AI conviction is not merely philosophical. The Company has made itself its own first client, embedding AI across internal workflows, from an AI-enabled website and automated invoicing to process-level intelligence across operations. This Customer Zero approach ensures that every capability Saksoft brings to its clients has already been tested, refined, and validated from within.

The Complexity of Enterprise AI

The path to AI-led value is rarely straightforward, particularly in large enterprise environments. Most organisations carry a complex mix of ERP, CRM, and knowledge management systems, and integrating AI meaningfully across this landscape remains a genuinely hard problem. Greenfield applications offer the clearest runway, but the largest opportunity and the most pressing need lies in legacy modernisation.

Older systems, often undocumented and deeply embedded in business-critical operations, represent both a significant challenge and a compelling opportunity. AI is already making a measurable difference here, accelerating the modernisation of platforms where traditional approaches would have taken years.

> Saksoft has identified six strategic bets for the near term. Legacy modernisation sits at the centre of this thinking, alongside Data Ops, QA Ops, and Infrastructure, with the expectation that two to three of these will emerge as significant growth drivers.

Accelerators Reimagined

Saksoft's investment in proprietary frameworks across data, QA, and infrastructure has consistently delivered faster time to market and stronger client conviction. These accelerators are now being re-engineered with AI at their core, sharpening the ability to deliver outcomes with greater speed, precision, and efficiency.

Responsible Adoption

Enthusiasm for AI must be balanced with discipline. Data confidentiality, governance guardrails, and responsible adoption are non-negotiable considerations for both Saksoft and its clients. The risk of over-restriction is equally real as the risk of over-exposure, and the Company actively works to help clients navigate this balance thoughtfully.

Reskilling for the AI Era

Capability without people is incomplete. Saksoft has embarked on an enterprise-wide AI reskilling programme, ensuring every member of the organisation is equipped to harness AI effectively. In a landscape where the tool is universally accessible, it is the people behind it, their judgment, creativity, and domain expertise, that ultimately determine the outcome.

The AI inflection point is here, and Saksoft is meeting it with intent, investment, and a workforce that is ready.

VALUE CREATION MODEL

Value at Every Level. Impact at Every Step.

Saksoft's integrated value creation model reflects how we operate every day: purposefully, responsibly, and with a relentless focus on delivering meaningful outcomes for every stakeholder we serve.

Our Strategic Framework

Six Strategic Pillars

Strategic Focus

Process differentiation as a competitive advantage. Our 'more from less' philosophy drives efficiency and productivity, delivering highly customised, business-aligned outcomes for every client.

Responsible People Practices

A committed corporate citizen, investing in community development and ESG practices. INR 20 Million (approximately) invested across CSR activities in FY 2025-26.

Cost Leadership

Specialisation has strengthened Saksoft's unique market recognition. Continued investment in technology expertise and strategic acquisitions to deepen client relationships.

Innovate and Excel

A talented workforce of around 2,600 plus professionals, fostered through continuous learning, recognition, and clear accountability, the engine behind every breakthrough we deliver.

Responsible Corporate Citizenship

Strategic offshore delivery model combining cost efficiency, scalability, and specialisation in digital transformation to drive operational and cost advantages.

Service Provider of Choice

Saksoft adds value for all stakeholders. Its projects drive the growth of customers' businesses and the advancement of employee careers.

The Capitals We Leverage

Financial Capital

Resources raised from investors and promoters through net worth and accruals. We minimise reliance on debt, focusing on sustainable growth without borrowing.

Human Capital

A workforce of around 2,600 plus professionals including management and employees who add significant value through their experience, expertise, and competence.

Manufactured Capital

Service-oriented assets, technologies, and equipment essential for delivering our services efficiently across distributed operations.

Social & Relationship Capital

Relationships with communities, vendors, suppliers, and customers that shape our identity as a responsible corporate citizen and generate long-term sustainable value.

Intellectual Capital

Proprietary knowledge, frameworks, and accelerators that enhance operational excellence, foster innovation, and drive value creation across the organisation.

Natural Capital

Our indirect consumption of natural resources underscores our commitment to sustainable practices and environmental responsibility across all operations.

Our Value Creation Philosophy

At Saksoft, value creation extends far beyond financial performance. Our integrated model reflects how we generate, sustain, and distribute value across every stakeholder, from employees and customers to communities and the broader environment. As a digital transformation partner operating at the AI inflection point, our ability to create meaningful and lasting impact is anchored in six interconnected capitals and a clear strategic framework.

Value Created for Stakeholders

Customers

- Driving business transformation through AI-enabled digital initiatives
- Wide range of frameworks and solutions designed for end-to-end digital services
- Strong presence in the US, UK, and APAC regions
- Preferred global partner for enterprises seeking AI-driven transformation

Investors

- Consistent dividend distribution and market capitalisation growth
- Transparent financial reporting anchored in conservative accounting
- Strategic acquisition-led growth with a clear USD 500 Million revenue ambition by 2030
- Superior returns on capital through margin-boosting performance

Communities

- Consistent CSR investment in women empowerment and healthcare
- Support for children's education, vocational training, and medical care
- Holistic and integrated approach to long-term community development
- Focused on sustainable, measurable social impact

Employees

- Competitive remuneration and performance-linked rewards
- Continuous learning, knowledge enhancement, and career advancement
- Flexible work arrangements including remote work options
- An inclusive, diversity-driven culture with equal opportunities

Government and Regulators

- Tax contributions to the national exchequer
- Employment generation catalysing local communities
- Full regulatory and compliance alignment
- Commitment to UNGC principles and responsible governance

Vendors and Partners

- Stable, long-term procurement partnerships
- Collaborative and transparent engagement model
- Preference for partners aligned with Saksoft's values and ESG commitments
- Opportunities for shared growth as Saksoft scales globally

Value Scorecard FY26

~ INR 5,116 Million
Employee Value
Salaries & Benefits FY26

~INR 10,072 Million
Customer Value
Total Revenues FY26

~ INR 14,540 Million
Shareholder Value
Market Capitalisation
As at 31 March 2026

~ INR 2,627 Million
Vendor Value
FY26

~ INR 20 Million
Community Value
FY26

~ INR 484 Million
Exchequer Value
FY26

SIX BIG BETS

The Strategic Choices That Will Define Saksoft's Next Chapter

Saksoft is helping customers optimise today while preparing for future growth, creating stronger relationships, larger opportunities, and sustainable long-term value expansion by combining AI-led frameworks, accelerators, managed outcomes, and deep customer engagement.

AI-Led Adms & Vendor Consolidation

Across customer engagements, we are seeing enterprises balancing two priorities simultaneously, remaining competitive in an AI-led market while optimising ongoing technology spend.

Saksoft is engaging customers early in their operating model evolution by introducing AI-led delivery frameworks, engineering accelerators, SRE practices, DevOps, and intelligent managed services models. The focus is on simplifying application landscapes, reducing operational overhead, improving delivery productivity, and creating capacity to fund future transformation initiatives.

Consolidation and operating model transformation continue to open broader strategic conversations, creating opportunities to expand wallet share, improve recurring and annuity-led revenue streams, strengthen customer ownership, and increase participation in larger multi-year transformation programs.

- Engaging customers early in operating model evolution
- AI-led delivery frameworks, SRE practices, DevOps, and intelligent managed services
- Simplifying application landscapes and reducing operational overhead
- Expanding wallet share and improving annuity-led revenue streams
- Increasing participation in larger multi-year transformation programmes

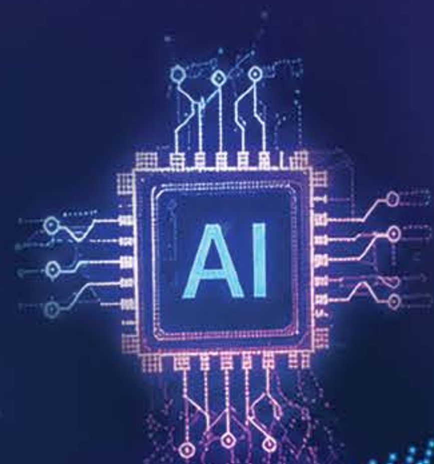
AI-Powered Shared Services & Unified Command Centre Operations

Customers are increasingly moving away from fragmented support functions toward centralised and AI-enabled operating models that improve responsiveness, optimise run costs, and create capacity for business growth and innovation.

Saksoft is helping customers reimagine enterprise operations through Unified Command Centre models that bring together service management, infrastructure visibility, cloud operations, observability, automation, and intelligent decisioning into a single operating layer. This creates a shift from reactive operations toward predictive, automated, and outcome-driven service delivery.

Integrated operations conversations are expanding beyond support into broader managed outcomes and enterprise operating models, strengthening account stickiness, improving recurring revenue opportunities, and increasing Saksoft's strategic relevance across customer landscapes.

- Unified Command Centre bringing together service management, cloud operations and observability
- Shift from reactive operations to predictive, automated, outcome-driven service delivery
- Expanding beyond support into broader managed outcomes and enterprise operating models
- Strengthening account stickiness and improving recurring revenue opportunities



AI-First Digital Engineering & Future Development Engineering (FDE)

AI is redefining software engineering economics and creating pressure to deliver faster innovation cycles while improving productivity and controlling engineering investment.

Saksoft is helping customers accelerate product and platform transformation through AI-assisted engineering, automation accelerators, reusable engineering assets, and human-assisted delivery models. By combining engineering excellence with intelligent automation, customers are able to improve throughput, shorten release cycles, and scale innovation more effectively.

Engineering-led conversations are increasingly expanding into broader transformation and modernisation programs, improving account penetration, creating cross-service opportunities, and strengthening Saksoft's participation in larger strategic initiatives.

- AI-assisted engineering, automation accelerators, and reusable engineering assets
- Human-assisted delivery models improving throughput and shortening release cycles
- Scaling innovation more effectively through engineering excellence and intelligent automation
- Expanding into broader transformation and modernisation programs
- Improving account penetration and creating cross-service opportunities

Legacy Modernisation & AI-Readiness Transformation

Many enterprises are recognising that legacy environments limit their ability to operationalise AI at scale while increasing operational cost and reducing agility. Modernisation is increasingly becoming a strategic prerequisite for future growth.

We are helping customers modernise with purpose using automation-led transformation frameworks, API enablement, architecture modernisation, cloud migration accelerators, and AI-readiness assessments to optimise current operating models while preparing technology foundations for scalable AI adoption.

Modernisation initiatives continue to unlock adjacent opportunities across cloud, data, AI, and managed services, creating stronger customer ownership and increasing participation in larger enterprise transformation programmes.

- Automation-led transformation frameworks, API enablement and architecture modernisation
- Cloud migration accelerators and AI-readiness assessments
- Optimising current operating models while preparing foundations for scalable AI adoption
- Unlocking adjacent opportunities across cloud, data, AI and managed services
- Creating stronger customer ownership through larger enterprise transformation programmes

Autonomous QA Ops & AI-Led Quality Engineering

As release velocity and customer expectations increase, organisations are seeking operating models that improve software quality and reliability without proportionally increasing testing effort and operational cost.

Saksoft is helping customers evolve from traditional testing models to automation-first QA operations through intelligent test engineering, predictive quality insights, reliability frameworks, and AI-enabled quality accelerators that improve release confidence and engineering effectiveness.

Quality transformation programmes continue to evolve into broader engineering and managed assurance engagements, creating differentiated AI-led positioning, stronger recurring revenues, and deeper customer integration.

- Automation-first QA operations through intelligent test engineering
- Predictive quality insights and reliability frameworks
- AI-enabled quality accelerators improving release confidence and engineering effectiveness
- Evolving into broader engineering and managed assurance engagements
- Differentiated AI-led positioning and stronger recurring revenues

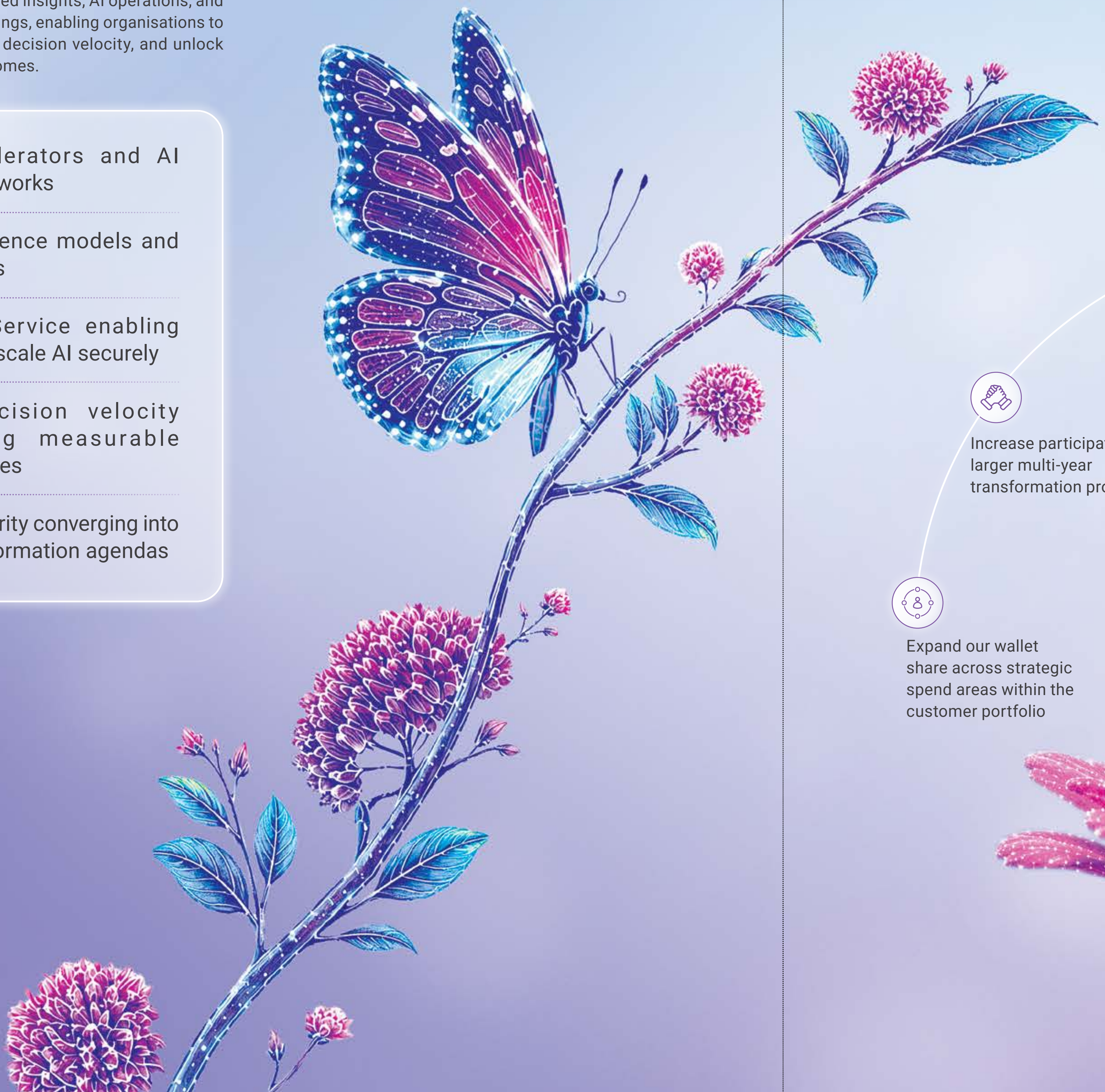
Dataops, Data, AI & Security as a Service

Across enterprise AI discussions, organisations are balancing rapid AI adoption with governance, security, trust, and optimisation of ongoing operational spend. Data and security foundations are becoming central to maintaining competitiveness in an AI-first world.

Saksoft is helping customers operationalise AI through DataOps accelerators, AI innovation frameworks, decision intelligence models, managed insights, AI operations, and Security-as-a-Service offerings, enabling organisations to scale AI securely, improve decision velocity, and unlock measurable business outcomes.

Data, AI, and Security initiatives are increasingly converging into enterprise transformation agendas, creating opportunities for larger strategic programs, stronger customer penetration, improved recurring revenue mix, and deeper participation in enterprise growth initiatives.

- DataOps accelerators and AI innovation frameworks
- Decision intelligence models and managed insights
- Security-as-a-Service enabling organisations to scale AI securely
- Improving decision velocity and unlocking measurable business outcomes
- Data, AI and Security converging into enterprise transformation agendas



Overall Outlook

Across these six strategic bets, Saksoft's approach reflects a shift from execution-led engagements to broader transformation ownership, helping customers optimise their current operating models while creating capacity for AI-led growth.

This is helping us create larger opportunities to:

- Expand our wallet share across strategic spend areas within the customer portfolio
- Increase participation in larger multi-year transformation programs
- Improve annuity and recurring revenue mix
- Strengthen customer ownership and account stickiness
- Expand platform, cloud, AI, and managed services opportunities
- Further position Saksoft as an AI-first transformation and managed outcomes partner

OUR ACCELERATORS

Built on Experience. Powered by AI.

Saksoft's accelerator and frameworks reflect our belief that sustainable differentiation comes from combining deep engineering experience with reusable AI-led frameworks. Each accelerator has been shaped through customer engagements, refined through delivery experience, and designed to help clients move faster—from strategy to execution, and from experimentation to scalable outcomes.

SakMod

Enterprise Modernisation Accelerator

Enterprises across banking, logistics, and manufacturing continue to operate mission-critical platforms built on decades-old architecture, systems so deeply embedded in business operations that modernising them demands a structured, low-risk, and intelligence-led approach. SakMod delivers exactly that.

Using AI-assisted code discovery, automated documentation generation, and proven migration patterns, SakMod enables Saksoft's engineering teams to map, understand, and modernise legacy environments with speed and precision. The AI layer does the investigative work that would otherwise consume months of human effort, surfacing dependencies, generating documentation from existing code, and identifying the most efficient migration path before a single line is rewritten.

Our Promise
Reduce modernisation risk, accelerate time-to-value, and create AI-ready enterprise foundations.

Legacy modernisation accounts for an estimated USD 100 billion in annual enterprise technology spend globally. SakMod positions Saksoft at the centre of one of the most urgent and high-value problems in IT services today.

SakVerse

Shift Left. Test Smarter. Release Faster.

Consumer expectations have been permanently and irrevocably elevated. Enterprises must deliver customer experience platforms that are intelligent, personalised, and seamlessly connected across every channel, and they must deliver them at a pace that markets demand.

SakVerse is Saksoft's accelerator for building and scaling exactly these platforms, drawing on deep expertise in digital commerce, Salesforce transformation, and AI-driven engagement. Pre-built frameworks, integration patterns, and embedded AI capabilities allow client teams to move from concept to production with speed and confidence. The results are tangible: SakVerse has already enabled a leading commercial retailer to unify eCommerce and point-of-sale search, delivering a 20% increase in order volumes and measurably improved cross-channel customer experience.

Our Promise
Generate tests faster, improve release quality, reduce manual effort, and enable end-to-end autonomous testing across the QA lifecycle.

Headless 360

AI is the Interface. APIs Power the Experience.

Headless 360 helps organisations move from application-led interactions to AI-led experiences by decoupling customer and employee engagement from underlying enterprise systems. Through conversational interfaces, intelligent search, voice, copilots, and API orchestration, Headless 360 enables connected, contextual, and real-time experiences across CRM, ERP, service, data, and enterprise platforms.

Our Promise
Accelerate customer experience transformation without large-scale system replacement and create one connected experience across the enterprise.

SakPilot

Enterprise Data Readiness for AI

Enterprise AI ambitions are only as strong as the data infrastructure supporting them. Fragmented pipelines, inconsistent governance, and infrastructure requiring modernisation create a gap between the AI strategy organisations articulate and the outcomes they deliver. SakPilot closes that gap decisively.

Saksoft's enterprise AI readiness accelerator brings together AI-powered automation, enhanced impact analysis, real-time code security, and managed AI services into a single, cohesive framework. Across the software development lifecycle, SakPilot improves requirement analysis accuracy, accelerates defect identification and resolution, and strengthens collaboration between development and business teams, making it one of Saksoft's most versatile and commercially relevant assets.

Our Promise
Reduce engineering effort, accelerate release velocity, improve quality, and increase software delivery productivity at scale.

As AI adoption becomes a board-level imperative, data readiness is a strategic priority. SakPilot ensures Saksoft's clients arrive at that conversation fully prepared and ahead of the curve.

VoicePilot

Move from Automation to Autonomous Execution

The enterprise AI conversation has shifted decisively from automation to agency. Agentic AI systems reason, plan, and act across complex, multi-step workflows, and the organisations building toward that reality today will hold a structural advantage as the market matures. Gartner projects that agentic AI will autonomously resolve 80% of common enterprise service interactions by 2029, making early, deliberate investment in this space a clear competitive imperative.

VoicePilot is Saksoft's purpose-built, enterprise-ready agentic AI solution, embedding conversational and autonomous AI capabilities into the operational fabric of client organisations. From intelligent voice interfaces and workflow orchestration to agentic systems capable of navigating end-to-end enterprise processes, VoicePilot is the most forward-looking asset in Saksoft's portfolio and the one that most directly reflects where enterprise AI is heading.

Our Promise
Increase productivity, reduce operational effort, and unlock autonomous enterprise operations.

DataOps AI Studio

Activate Data. Operationalise Intelligence.

DataOps AI Studio accelerates enterprise adoption of analytics, AI, and decision intelligence by combining modern data foundations, reusable AI patterns, observability, and managed insight delivery. It helps organisations move from fragmented data initiatives to scalable intelligence operations.

Our Promise
Turn enterprise data into trusted insights, faster decisions, and scalable AI outcomes.

Security360

Secure Transformation at Enterprise Scale.

Security360 helps customers strengthen resilience through AI-assisted vulnerability management, remediation intelligence, observability, and continuous governance. Designed for AI-first environments, it enables organisations to innovate securely while optimising operational risk.

Our Promise
Accelerate secure adoption of AI while improving trust, compliance, and operational resilience.

CSR

Investing Where Impact is Irreversible

At Saksoft, Corporate Social Responsibility is an extension of our commitment to creating meaningful and measurable value beyond business.

Guided by a Board-approved CSR Policy, our community initiatives focus on addressing critical social needs through strategic partnerships with credible implementation agencies. By investing in education, healthcare, skill development and community welfare, we strive to create opportunities that empower individuals, strengthen communities and contribute to inclusive and sustainable development.

Our CSR approach is built on three guiding principles—creating long-term impact, partnering with trusted organisations and ensuring responsible governance. Every initiative is selected to address genuine community needs while enabling sustainable outcomes through transparent implementation and effective monitoring

FY 2026 CSR At a Glance

~INR 20 Mn	~INR 19 Mn	8	8
Total CSR expenditure	CSR obligation for FY 2026	Community initiatives supported	Implementation partners

CSR Activities

Throughout the year, the Company fulfilled its CSR commitments through focused interventions implemented across multiple geographies in India, reinforcing its belief that sustainable growth must be accompanied by meaningful community development.

Educational Scholarships

Implementation Partner: Sugun Thomas Foundation

Recognising that financial constraints should never limit potential, Saksoft supported scholarship programmes for deserving students from economically disadvantaged backgrounds. The initiative enables students to pursue higher education with greater confidence while creating opportunities for long-term academic and professional success.

Cyber Safe School Programme

Implementation Partner: National STEM Education Foundation

As digital technologies become increasingly embedded in everyday life, cyber awareness has become an essential life skill. Saksoft supported the Cyber Safe School Programme to educate school students on cyber hygiene, responsible digital behaviour, online safety and emerging cyber threats, helping them become responsible digital citizens.

Early Childhood Education, Nutrition, Health and Childcare

Implementation Partner: Diya Ghar

The Company partnered with Diya Ghar to provide early childhood education and holistic care for children from migrant worker families. By creating safe and nurturing learning environments during the formative years, the initiative contributes to improved educational readiness and overall child development.

NEET Coaching Support

**Implementation Partner:
Aatrupadai Foundation**

To promote equitable access to professional education, Saksoft supported specialised coaching for economically disadvantaged students preparing for the National Eligibility cum Entrance Test (NEET). The programme helps talented students strengthen their academic preparedness and pursue careers in medicine despite financial constraints.

Congenital Heart Surgery Support

**Implementation Partner:
Tiara Haemophilia and Cancer Foundation**

Through financial assistance for congenital heart surgeries, Saksoft helped children from economically weaker families access timely and life-saving medical treatment. The initiative seeks to reduce financial barriers to specialised healthcare while giving children the opportunity to lead healthier lives.

Vocational Skills for Neurodivergent Youth

**Implementation Partner:
Sankalp Trust**

Saksoft partnered with Sankalp Trust to provide vocational training and employability support for neurodivergent young adults. The programme focuses on developing practical workplace skills, encouraging independence and creating pathways towards meaningful employment and long-term social inclusion.

Caring for Vulnerable Communities

Compassion and dignity remain at the heart of Saksoft's community engagement efforts. Through focused partnerships, the Company continued to support organisations working to improve the lives of elderly citizens and vulnerable individuals.

Care for Senior Citizens

**Implementation Partner:
SHEOWS Old Age Home**

Saksoft supported initiatives that provide shelter, nutrition, healthcare and emotional support for elderly citizens living without adequate family care. The programme seeks to ensure that senior citizens receive the dignity, security and care they deserve.

Rehabilitation of Abandoned Senior Citizens and Persons with Mental Disabilities

**Implementation Partner:
Earth Saviours Foundation**

The Company partnered with Earth Saviours Foundation to support the rescue, rehabilitation and long-term care of abandoned senior citizens and persons living with mental disabilities. By providing shelter, medical assistance and rehabilitation services, the initiative helps restore dignity and improve quality of life for some of society's most vulnerable individuals.

Governance with Accountability

Saksoft's CSR programmes are governed through a structured framework approved by the Board of Directors and overseen by the CSR Committee. Every initiative is implemented through credible non-profit organisations and aligned with the priorities outlined under Schedule VII of the Companies Act, 2013. The Company's approach emphasises transparency, responsible deployment of resources and measurable community outcomes, ensuring that every CSR investment creates lasting value for society.

Looking Ahead

At Saksoft, Corporate Social Responsibility is an enduring commitment to creating shared value for society. As we continue to grow, we will deepen our engagement with communities through focused interventions, responsible partnerships and programmes that expand access to education, strengthen healthcare, enhance livelihoods and improve the quality of life for vulnerable groups.

OUR PEOPLE

The Intelligence Behind Our Digital Transformation

At Saksoft, our people are the foundation of our success. We are committed to fostering a workplace where every individual is empowered to learn, innovate and thrive in an environment built on inclusion, collaboration and mutual respect.

Through sustained investments in employee well-being, capability building and workplace safety, we continue to nurture a resilient and future-ready workforce that drives long-term value for our customers and stakeholders.

FY 2026 Key Highlights

99% | 100%

Return-to-work & retention

Female employees recorded a **99%** return-to-work and retention rate following parental leave, while male employees maintained a **100%** rate, reflecting our commitment to supporting employees through every stage of their careers.

100%

Performance & career reviews

Every permanent employee participated in structured performance and career development reviews, reinforcing a culture of continuous feedback and professional growth.

0

POSH complaints

Zero complaints of sexual harassment were reported during the year, reaffirming our commitment to providing a safe, respectful and inclusive workplace.

92.67% | 90.76%

Learning & well-being

Over **92%** of employees participated in health and safety programmes, while nearly **91%** received skill upgradation training, strengthening technical capabilities and promoting holistic employee well-being.

During FY 2026, Saksoft continued to strengthen its people practices through structured learning programmes, wellness initiatives and an ISO 45001-certified occupational health and safety management system across key locations. Employees benefited from regular health and wellness sessions covering physical fitness, mental well-being, ergonomics and preventive healthcare, while accessible workplaces, equal opportunity practices and robust grievance redressal mechanisms reinforced an inclusive and equitable work environment. The Company also maintained zero lost time injuries during the year, reflecting our focus on employee safety and operational excellence.

As we continue to grow, we remain committed to cultivating a high-performance culture where people are empowered to realise their potential, embrace lifelong learning and contribute meaningfully to Saksoft's long-term success.

LEADERSHIP

Mr. Aditya Krishna

CHAIRMAN & MANAGING DIRECTOR

Founder, Chairman & Managing Director of Saksoft Limited. Over three decades of leadership across banking, retail lending and technology services, having built and scaled ventures from Nation-Wide Finance to Saksoft's global digital transformation business.

Areas of Expertise

Finance, Accounts & Audit	Global Business Expertise	Mergers & Acquisitions
Governance Risk Management & Compliance	Contributor & Collaborator	Management and Leadership Experience
Sustainability, and Environmental, Social and Governance (ESG)	Cybersecurity	Information Technology

Read full profile
https://www.saksoft.com/board-of-directors/

Ms. Avantika Krishna

WHOLE-TIME DIRECTOR (Appointed w.e.f. May 25, 2026)

Whole-time Director and Chief Sales Officer, driving Saksoft's global sales strategy and enterprise growth. 15+ years' experience across digital transformation, human capital and customer success, with an MBA from Fordham Gabelli School of Business.

Areas of Expertise

Finance, Accounts & Audit	Global Business Expertise	Mergers & Acquisitions
Governance Risk Management & Compliance	Contributor & Collaborator	Management and Leadership Experience
Sustainability, and Environmental, Social and Governance (ESG)	Cybersecurity	Information Technology

Read full profile
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Mr. Ajit Thomas

NON - INDEPENDENT NON - EXECUTIVE DIRECTOR

Chairman of the A. V. Thomas Group, with diversified interests spanning consumer products, speciality beverages, natural ingredients, leather and plantations. Chairs Saksoft's Audit Committee and serves on its Nomination & Remuneration Committee.

Areas of Expertise

Finance, Accounts & Audit	Global Business Expertise	Mergers & Acquisitions
Governance Risk Management & Compliance	Contributor & Collaborator	Management and Leadership Experience
Sustainability, and Environmental, Social and Governance (ESG)	Cybersecurity	Information Technology

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Ms. Kanika Krishna

NON - INDEPENDENT NON - EXECUTIVE DIRECTOR

Chief Operating Officer, Abrasives Division, Sak Industries Private Limited, leading international operations across India and the United States. Brings cross-cultural growth-strategy expertise from Deutsche Bank, Merrill Lynch and global manufacturing leadership.

Areas of Expertise

Finance, Accounts & Audit	Global Business Expertise	Mergers & Acquisitions
Governance Risk Management & Compliance	Contributor & Collaborator	Management and Leadership Experience
Sustainability, and Environmental, Social and Governance (ESG)	Cybersecurity	Information Technology

Read full profile
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Mr. VVR Babu

INDEPENDENT NON-EXECUTIVE DIRECTOR (Retired w.e.f. May 26, 2026)

36+ years with the ITC Group, including as a founding member of ITC Infotech and Chief Information Officer of ITC Group. Chaired Saksoft's Stakeholders' Relationship and Nomination & Remuneration Committees; retired from the Board effective May 26, 2026.

Areas of Expertise

Finance, Accounts & Audit	Global Business Expertise	Mergers & Acquisitions
Governance Risk Management & Compliance	Contributor & Collaborator	Management and Leadership Experience
Sustainability, and Environmental, Social and Governance (ESG)	Cybersecurity	Information Technology

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Mr. Suresh Subramanian

INDEPENDENT NON - EXECUTIVE DIRECTOR

A Fellow Member of the Institute of Chartered Accountants of India (ICAI) with over four decades of experience in auditing and accounting, including distinguished leadership roles with Big Four firms, serving as Lead Audit Partner for several leading Indian and multinational corporations.

Areas of Expertise

Finance, Accounts & Audit	Global Business Expertise	Mergers & Acquisitions
Governance Risk Management & Compliance	Contributor & Collaborator	Management and Leadership Experience
Sustainability, and Environmental, Social and Governance (ESG)	Cybersecurity	Information Technology

Read full profile
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Mrs. Kavitha Vijay

INDEPENDENT NON - EXECUTIVE DIRECTOR

Senior Partner at Chugh Universal Legal, heading its Chennai office. Over 20 years specialising in Mergers & Acquisitions and Private Equity, with a practice spanning banking, capital markets and regulatory advisory.

Areas of Expertise

Finance, Accounts & Audit	Global Business Expertise	Mergers & Acquisitions
Governance Risk Management & Compliance	Contributor & Collaborator	Management and Leadership Experience
Sustainability, and Environmental, Social and Governance (ESG)	Cybersecurity	Information Technology

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Mr. Vaidyanathan Sreenivasan

INDEPENDENT NON - EXECUTIVE DIRECTOR (Appointed w.e.f May 25, 2026)

Retired President, IT Business, ITC Group, and a founding member of ITC Infotech. Brings over four decades of experience in enterprise technology strategy and digital transformation across manufacturing, retail and financial services.

Areas of Expertise

Finance, Accounts & Audit	Global Business Expertise	Mergers & Acquisitions
Governance Risk Management & Compliance	Contributor & Collaborator	Management and Leadership Experience
Sustainability, and Environmental, Social and Governance (ESG)	Cybersecurity	Information Technology

Read full profile
https://www.saksoft.com/board-of-directors/

Mr. Mahesh Ramakant Muzumdar

INDEPENDENT NON - EXECUTIVE DIRECTOR (Appointed w.e.f May 25, 2026)

Seasoned global operations leader with 40+ years of experience across Standard Chartered Bank, Fidelity Business Services, Iron Mountain India, and Commercial Bank of Qatar, leading technology, operations, governance, and organisational transformation.

Areas of Expertise

Finance, Accounts & Audit	Global Business Expertise	Mergers & Acquisitions
Governance Risk Management & Compliance	Contributor & Collaborator	Management and Leadership Experience
Sustainability, and Environmental, Social and Governance (ESG)	Cybersecurity	Information Technology

Read full profile
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REPORT OF THE BOARD OF DIRECTORS

Dear Members,

The Board of Directors has immense pleasure in presenting the Twenty Seventh (27th) Directors' Report of Saksoft Limited together with the Audited Financial Statements for the Financial Year ("FY") ended March 31, 2026.

I. FINANCIAL PERFORMANCE OF THE COMPANY

On a consolidated basis, the Company's turnover increased to Rs. 10,071.91 Million for the current year as against Rs. 8,830.09 Million in the previous year, recording an increase of 14.06%. The Company's Net Profit Before Tax and Exceptional Items increased to Rs. 1845.13 Million for the current year as against Rs. 1,419.59 Million in the previous year, recording an increase of 29.98%.

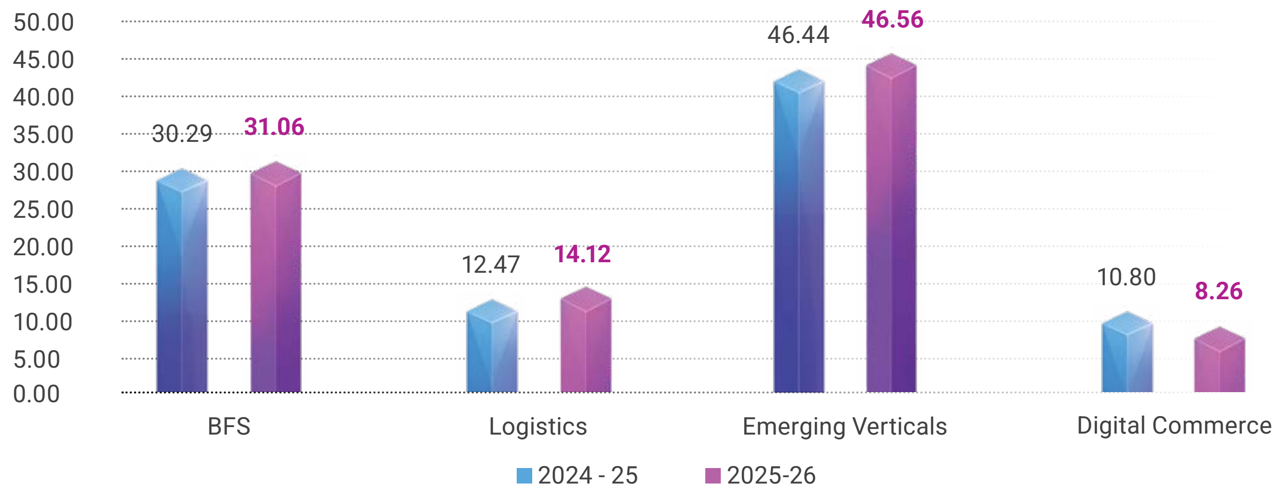
On a standalone basis, the Company's turnover increased to Rs. 4,926.26 Million for the current year as against Rs. 4,317.44 Million in the previous year, recording an increase of 14.10%. The Company's Net Profit Before Tax and Exceptional Items increased to Rs. 1,020.84 Million in the current year as against Rs. 816.24 Million in the previous year, recording an increase of 25.07%.

Key highlights of Financial performance of the Company for the Financial Year 2025-26 are provided below:

Particulars	Consolidated Results (Rs. in million)			Standalone Results (Rs. in million)		
	Year ended March 31 2026	Year ended March 31 2025	Growth	Year ended March 31 2026	Year ended March 31 2025	Growth
Revenue from operations	10,071.91	8,830.09	**14.06%**	4,926.26	4,317.44	**14.10%**
Other Income	197.92	168.31		211.35	137.60	
Total Income	10,269.83	8,998.40		5,137.61	4,455.04	
Operating expenses	8201.09	7367.52		3964.24	3477.64	
Operating Profits	2068.74	1630.88	**26.85%**	1,173.37	977.40	**20.05%**
Depreciation	134.58	126.34		98.72	107.01	
Interest and Finance Charges	89.03	84.95		53.81	54.15	
Net Profit before Tax and Exceptional Items	1,845.13	1,419.59	**29.98%**	1,020.84	816.24	**25.07%**
Exceptional Items (Impact of Labour Codes)	48.65	-		37.47	-	
Tax	463.79	331.61		237.10	201.44	
Net Profit after Tax	**1,332.69**	**1087.98**	**22.49%**	**746.27**	**614.80**	**21.38%**
Basic EPS	10.42	8.21		5.63	4.64	
Diluted EPS	10.19	8.21		5.63	4.64	

The Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, has been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs and as amended from time to time.

Revenue Distribution by Business Segments (%)



Dividend

During the year under review, the Company recommended/declared Dividend as under:

Particulars	FY 2025-26	FY 2024-25
	Dividend per share (Face Value per share Re. 1/-)	Dividend per share (Face Value per share Re. 1/-)
*Interim Dividend	0.45	0.40
**Final Dividend	0.55	***0.40
Total Dividend	1.00	0.80

*The Board of Directors had approved Interim Dividend @ Re. 0.45/- per share (45%) on Equity Share of Re. 1.00/- on November 10, 2025 for FY 2025-26, to the Shareholders whose names were appearing in the Register of Members as on November 14, 2025, being the Record Date fixed for this purpose.

**The Board of Directors had recommended a Final Dividend @ Re. 0.55/- per share (55%) on Equity Share of Re. 1.00/- on May 25, 2026 for the FY 2025-26. The payment is subject to the approval of the Shareholders at the ensuing AGM of the Company to be held on August 07, 2026. The record date for the purposes of the Final Dividend will be July 31, 2026.

Cumulatively, the Board of Directors of the company had declared / recommended a total Dividend of Rs 1.00/- per equity share (100%) for the year under review.

The Board of Directors had approved and adopted the dividend distribution policy of the company and dividends declared/recommended during the year are in accordance with the said Policy. The web link to access the Dividend Distribution Policy is provided under the subheading "Website" in the Corporate Governance section of this Annual Report.

***The Dividend is on the post bonus enhanced capital.

Transfer to Reserves

The Company has not transferred any amount to the General Reserve during the Financial Year under review.

Share Capital

As on March 31, 2026, the issued, subscribed and paid-up share capital of the Company stands at Rs.13,25,51,250, comprising 13,25,51,250 equity shares of Re. 1 each.

Subsidiary Companies

The subsidiaries of the Company are primarily engaged in the business of providing IT services, allied business solutions and strategic consulting services, including comprehensive digital transformation offerings to their customers across geographies. The Company maintains a strong international presence through its operations in the United States, Europe and Asia Pacific, enabling it to effectively serve a diverse global clientele and deliver integrated, cross-border technology solutions.

Material Changes / Events and Commitments Affecting the Business Operations and Financial Position of the Company

Scheme of Amalgamation

- During the Financial Year 2025–26, the Board of Directors, at its Meeting held on August 08, 2025, approved a Scheme of Amalgamation pursuant to Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, for the Merger of Augmento Labs Private Limited, a wholly-owned subsidiary, with and into Saksoft Limited, subject to receipt of requisite approvals from regulatory and statutory authorities.

Statutory disclosures with respect to Subsidiary Companies

Pursuant to provisions of Section 129(3) of the Companies Act, 2013, a Statement containing Key results and indicators of the Financial Statements of Subsidiaries is attached to the Consolidated Financial Statements under Form AOC-1.

Pursuant to the provisions of Section 136 of the Companies Act, 2013, the Financial Statement of the Company, Consolidated Financial Statements along with relevant documents and separate Audited Accounts in respect of Subsidiaries, are available for public view on the website of the Company https://www.saksoft.com/investor/financials/.

In addition, these documents will be available for inspection during business hours at the registered office of the Company.

Particulars of Loans, Guarantees or Investments

Pursuant to Section 186 of the Companies Act, 2013 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein after referred to as 'the SEBI Listing Regulations'), as amended from time to time, disclosure on particulars relating to Loans, Guarantees and Investments are provided as part of note no 13.1 of the Financial Statements.

II. BUSINESS OPERATIONS AND STATE OF AFFAIRS

Global Business Environment

The global Business Environment in FY 2025–26 has been defined by heightened geopolitical tensions, cross-border disruptions, and macroeconomic uncertainty. Despite these headwinds, enterprises continued to accelerate technology investments to improve resilience, enhance productivity and create differentiated customer experiences.

Artificial Intelligence (AI) emerged as a defining force across industries, moving beyond experimentation towards enterprise-wide adoption. Organisations increasingly focused on embedding AI into core business processes to augment decision-making, automate complex workflows, and unlock new sources of value. As AI capabilities continue to evolve, competitive advantage will increasingly depend on an organisation's ability to effectively integrate AI into its operating model, combine it with deep domain expertise, and maintain robust governance, security, and human oversight.

AI is creating new opportunities to modernize enterprise architecture, accelerate digital transformation and reimagine operating models driving increase demand for scalable cloud infrastructure, data platforms, cybersecurity, and intelligent integration services. The central challenge—and equally the greatest opportunity—lies in transforming rapidly evolving AI capabilities into secure, reliable, production-grade enterprise solutions that deliver measurable business outcomes on a scale.

Strategic Response: The Customer Zero (C0) Initiative

In recognition of this paradigm shift, Saksoft launched its **Customer Zero (C0) initiative,** to accelerate enterprise-wide AI adoption by first transforming its own operations. The initiative reflects the Company's philosophy of "becoming the first customer"—validating AI solutions internally before taking them to clients.

Through Customer Zero, Saksoft is embedding AI across business functions to improve productivity, enhance decision-making, automate workflows, and create measurable business outcomes. Internal pilots enable the Company to develop proven methodologies, governance frameworks, and reusable accelerators that can be adapted across client engagements.

This approach positions Saksoft as an AI co-innovation partner, combining practical implementation experience with deep engineering expertise to help clients move confidently from AI experimentation to enterprise-scale deployment.

Supporting this strategy are Saksoft's Innovation Labs and expanding capabilities across Generative AI, Agentic AI, AI-enabled Product Engineering, Data & AI, Integration and API Engineering, Cloud, Cybersecurity, Salesforce, and ServiceNow. Together with the Company's "**Innovate, Build, Modernise and Operate"** delivery model, these capabilities enable Saksoft to deliver integrated, end-to-end digital transformation programmes that address evolving enterprise needs.

Artificial Intelligence Initiatives

FY 2025–26 represented Saksoft's most ambitious year of enterprise AI execution, advancing decisively from exploration to production-grade agentic deployment. During the year, the Company focused on four strategic pillars designed to strengthen internal capabilities while accelerating client adoption.

1. AI Experience Center

Saksoft established its AI Experience Center as a dedicated environment to demonstrate working AI solutions tailored to industry-specific business challenges. The centre houses a portfolio of customer-ready use cases across Banking & Financial Services, Logistics, Digital Commerce, and Emerging Verticals, enabling clients to experience practical AI applications rather than conceptual demonstrations.

By supporting interactive workshops and solution demonstrations, the Experience Center enhances customer engagement, shortens sales cycles, and reinforces Saksoft's positioning as a trusted AI transformation partner.

2. Customer Zero – Internal Agentic Pilots

As part of the Customer Zero initiative, Saksoft deployed AI solutions across internal business functions to validate use cases, refine governance frameworks, and establish repeatable implementation methodologies before customer deployment.

These initiatives have enabled the Company to develop reusable deployment frameworks, best practices for responsible AI adoption, and practical insights that reduce implementation risk and accelerate time-to-value for clients.

3. Headless 360 – Agentic User Experience

Headless 360 represents Saksoft's vision for the next generation of enterprise user experience, where AI becomes the primary interaction layer between users and enterprise applications.

The framework enables employees to access enterprise systems through natural language interactions rather than navigating multiple applications, bringing together organisational knowledge, business processes, and enterprise data through secure AI-powered interfaces integrated with collaboration platforms such as Microsoft Teams.

This approach is designed to simplify user experiences, improve productivity, and accelerate enterprise decision-making while maintaining robust governance and security controls.

4. AI-Led Engineering

Saksoft continued to strengthen its engineering capabilities by embedding AI across the Software Development Lifecycle (SDLC), enabling engineering teams to deliver software faster, improve quality, and enhance client outcomes.

The programme focuses on equipping engineers with AI-native skills and integrating AI-powered tools across every stage of the SDLC—from requirements analysis and solution design through code generation, testing, documentation, deployment, and ongoing support. Supported by structured learning programmes, Centres of Excellence, and a network of AI Champions, Saksoft is driving the responsible adoption of AI across engineering teams while establishing common standards, governance, and best practices.

By combining engineering expertise with AI-assisted development, Saksoft is improving developer productivity, accelerating delivery timelines, enhancing software quality, and enabling its teams to focus on higher-value innovation and complex problem-solving for clients.

Salesforce Practice

Building on AI-first foundations, the Salesforce practice delivered high-complexity engagements across advanced implementations, large-scale integration programmes, enterprise data management, and a growing Agentforce portfolio — serving clients across Banking & Financial Services, Logistics, Digital Commerce, and Emerging Verticals

Key project highlights:

- **Enterprise Agentforce Deployments:** Production-grade Agentforce and AI agent deployments for customers, reducing response and resolution times and enabling always-on autonomous service operations
- **Multi-Cloud Implementations:** Sales Cloud, Service Cloud, and Data Cloud implementations with complex business rules and cross-system data residency requirements
- **Large-Scale Integrations:** Enterprise integration architectures connecting Salesforce with ERP, payment gateways, data lakes, and third-party CRMs using MuleSoft — enabling real-time data flows across 20+ integrated systems
- **Data Cloud Acceleration:** Large-scale data migration, harmonisation, and deduplication programmes establishing AI-ready data foundations

Innovation Accelerators matured significantly during the year:

- **SakCare Critical Agent:** Banking and financial services flagship agent delivering a **97% improvement in response times** (45 minutes to 90 seconds), reaching production at enterprise clients
- **Salesforce Admin Copilot:** Consistently delivering **60–70% efficiency gains** in org setup and maintenance

ServiceNow Practice

Saksoft's ServiceNow practice operates as a dedicated Centre of Excellence with capabilities spanning IT Service Management (ITSM), IT Operations Management (ITOM), IT Asset Management (ITAM), Strategic Portfolio Management (SPM), Governance, Risk & Compliance (GRC), Customer Service Management (CSM), Employee Experience, and AI-enabled workflow automation. During the year, the practice consistently delivered high levels of customer satisfaction, maintaining an average CSAT score of over 4.75 out of 5.00 across engagements.

The practice delivered several strategic transformation programmes during the year. For a leading US-based logistics enterprise, Saksoft revitalised an underutilised ServiceNow platform by eliminating operational backlogs, increasing platform adoption, and expanding the implementation across multiple ServiceNow modules. The engagement evolved into a strategic managed services relationship, with the client continuing to invest in new capabilities and platform enhancements.

In the UK utilities sector, Saksoft successfully modernised legacy business applications through ServiceNow by replacing a critical water network control application and delivering a new Incident Reporting and Investigation System. The programme involved the migration of several years of operational data while significantly accelerating implementation timelines, demonstrating the Company's ability to execute complex, business-critical platform transformations.

TalkFrontDesk, Saksoft's proprietary AI-powered voice agent, was developed. It provides an always-available voice interface for the service desk — capable of answering calls, identifying callers, understanding queries, and either resolving them or automatically creating tickets without human intervention. Key capabilities include dynamic multilingual response, knowledge-based query deflection, automatic ticket creation with full transcript retention, and demand-responsive scaling.

Data, Analytics & AI Practice

The Data, Analytics & AI practice continued to experience strong demand as enterprises accelerated investments in modern data platforms to support analytics, automation, and enterprise AI adoption. The practice organised its focus around:

1. **Enterprise AI Competency Centres (AI CoC):** Operating on a Build-Operate-Transfer (BOT) model, Saksoft embeds AI engineering teams within client organisations — combining AI architects, data engineering specialists, platform engineers, AI governance expertise, and agentic AI frameworks — designed to progressively enable clients to internalise these capabilities over a 3–5 year horizon.

2. **Operationalising Enterprise Data & AI Platforms:** A DataOps-led approach across three pillars — Build (establishing scalable, AI-ready data platforms), Run (operating platforms with observability and SLA-driven managed services), and Modernise (transforming legacy data warehouses into cloud-native architectures). Capabilities were expanded across Microsoft Fabric, Databricks, Snowflake, AWS, GCP, and Lakehouse architectures.

3. **AI Adoption Accelerators:** Multiple structured frameworks introduced, including the **AI ROI Canvas** (identifying and prioritising AI use cases by business impact and feasibility), an **AI Evaluation Framework** (governance-led validation across accuracy, compliance, hallucination control, and trustworthiness), an **Agent Architecture Blueprint** (reusable architecture for enterprise AI agents covering RAG patterns, orchestration, and governance), and an **AI-Led Migration Framework** targeting up to **50% reduction in migration turnaround time.**

   Strategic Customer Engagements included a greenfield Data & AI platform for a leading ecommerce retailer, a real-time data ingestion platform for a UK utilities organisation, an integrated logistics platform combining order management and real-time tracking, and continued strong demand for Tableau-to-Power BI migrations and cloud-native analytics adoption.

Business Unit Performance

Hi-Tech and Emerging Verticals

The Hi-Tech, Media and Utilities (HMU) Business Unit delivered a diverse portfolio of digital transformation, cloud modernisation, and platform engineering engagements globally.

A flagship engagement involved migrating over **500 client** tenants from Azure to Rackspace SDDC Flex Cloud for a US-based technology client, encompassing infrastructure redesign, cloud optimisation, networking, security, SQL topology modernisation, and 24x7 operational support-resulting in improved platform stability and reduced infrastructure costs.

In enterprise applications, Saksoft supported a US-based client's Salesforce transformation, consolidating multiple instances into a unified CRM platform with bi-directional synchronisation, lead routing, and reporting enhancements. Within Telecom, the BU delivered UI/UX modernisation and an LMS transformation leveraging SAP technologies, covering compliance training, self-service development, analytics, and workforce engagement.

BFS – Modernising Workflows Towards Better Outcomes

The Fintech Business Unit drove large-scale modernisation across customer engagement platforms, dispute management systems, data engineering ecosystems, and trading workflows.

A major Salesforce-driven transformation consolidated multiple legacy customer service portals into a unified platform, with MuleSoft introduced as a middleware layer to enable real-time data access without persisting sensitive data in Salesforce — ensuring alignment with enterprise governance and regulatory requirements. Key capabilities enhanced included employment dispute resolution, TAT computation with automated compensation calculation, UPI-based digital payment integration, CIR compliance reporting, and multi-factor authentication.

An AI-led Quality Engineering transformation modernised the Software Testing Life Cycle through intelligent automation — enabling smart test case generation, risk-based prioritisation, automated SQL and backend validation, and end-to-end orchestration across UI, API, and database layers. This resulted in materially reduced regression cycles and faster release readiness.

In data and analytics, AI-driven automation initiatives covered code generation for PySpark and SQL, data comparison tools, regression reporting automation, and AML compliance enhancements through AI-supported screening, automated risk profiling, and real-time investigation workflow updates — significantly strengthening risk detection accuracy. A large-scale modernisation of trade processing systems was also executed, covering end-to-end lifecycle management from trade entry through settlement.

Digital Commerce – Enabling Market Readiness

The Digital Commerce unit delivered multiple modernisation and AI-driven transformation initiatives with a strong focus on scalability, automation, and accelerated delivery.

A configurable **AI-powered Presales Agent** was developed using Copilot Studio, enabling sales teams to interact with the platform for product portfolio recommendations, proposal generation, pricing guidance, and battle card creation — with role-based access controls for sensitive commercial information.

A scalable **GenAI Engine** was built to support conversational AI and ML-driven use cases including predictive analytics and demand forecasting, implementing a RAG-based ingestion and retrieval framework for structured and unstructured data.

AI-assisted engineering practices delivered efficiency improvements of approximately **70–80%** through intelligent code generation, automated test creation, refactoring support, and documentation generation. Customer engagement capabilities were also strengthened through personalised campaigns, recommendation engines, customer segmentation, and omnichannel communication orchestration across email, SMS, WhatsApp, and web.

A major commerce platform migration was completed using a Lift-and-Shift approach, including legacy customisation modernisation, AWS S3 integration, Kubernetes infrastructure deployment, and CI/CD automation-significantly improving platform reliability and cloud readiness.

Outlook for FY 2026–27

The rapid adoption of Artificial Intelligence, cloud technologies, and data-driven operating models is expected to continue reshaping enterprise technology investments in FY 2026–27. As organisations move from experimentation to enterprise-wide deployment, demand is expected to increase for trusted partners capable of delivering secure, scalable, and outcome-driven transformation.

Saksoft enters the year with strengthened capabilities across AI, Data & Analytics, Cloud, Enterprise Platforms, Product Engineering, and Digital Transformation. Backed by its Customer Zero initiative, expanding portfolio of industry-specific accelerators, and deep engineering expertise, the Company is well positioned to help clients modernise core business processes, accelerate AI adoption, and realise measurable business value.

The Company remains focused on building long-term strategic customer relationships, expanding platform-led and managed services engagements, and investing in innovation, talent, and partnerships to drive sustainable growth and create long-term value for all stakeholders.

Management Discussion and Analysis

The Management Discussion and Analysis Report in terms of Regulation 34(2)(e) of the SEBI Listing Regulations is attached and forms part of the Annual Report.

Business Responsibility and Sustainability Report

In accordance with Regulation 34(2)(f) of the SEBI Listing Regulations, the Business Responsibility and Sustainability Report has been prepared and included as part of the Annual Report.

III. GOVERNANCE AND ETHICS

Corporate Governance

The Company's governance framework is designed to promote ethical, transparent and accountable business conduct across all levels of the organisation. Anchored in strong corporate governance principles, the framework ensures effective oversight, prudent risk management and responsible decision-making.

Guided by our steadfast commitment to integrity and compliance, we continuously strive to create sustainable, long-term value for all our stakeholders, including shareholders, employees, customers, business partners and the communities in which we operate. Our governance philosophy emphasizes transparency, fairness and responsibility, thereby reinforcing stakeholder confidence and supporting the Company's enduring growth.

Directors

The composition of the Board of Directors is in accordance with the provisions of Section 149 of the Companies Act 2013 and Regulation 17 of the SEBI Listing Regulations, with an optimum combination of Executive Director, Non-Executive Non-Independent Directors, Independent Directors and Women Directors.

During the year under review, Non- Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than receipt of sitting fees, commission, dividend and reimbursement of expenses incurred by them for attending Meetings of the Board/Committee of the Company.

Inductions

Pursuant to the succession and governance requirements of the Company, the Board has identified and approved the appointment of Mr. Vaidyanathan Sreenivasan (DIN: 11549452) and Mr. Mahesh Ramakant Muzumdar (DIN: 02402435) as Additional Directors (Non- Executive Independent), subject to the approval of shareholders in the upcoming AGM and other requisite approvals, as applicable.

Further, the Board has also approved the appointment of Ms. Avantika Krishna (DIN: 07382967), as an Additional Director (Executive Whole Time) to strengthen the executive leadership of the Company and support its strategic and operational objectives, subject to the approval of the shareholders in the upcoming AGM and other requisite approvals, as applicable.

The proposed appointments are aimed at enhancing the diversity of experience, domain expertise and independent oversight further on the Board, while ensuring continued alignment with applicable corporate governance requirements and best practices.

Reappointment

Directors retiring by rotation

In accordance with the provisions of Companies Act, 2013, Mr. Ajit Thomas (DIN: 00018691), retires by rotation and being eligible offers himself for re-appointment. A resolution seeking shareholders' approval for his re- appointment forms part of the Notice to the Annual General Meeting.

Retirements and resignations

During the year under review, Mr. Ganesh Chella (DIN: 01889831) resigned from the Board as an Independent Director with effect from April 23, 2025 on account of personal reasons.

Mr. VVR Babu (DIN: 07234186) retires from the Board of Directors with effect from May 26, 2026, upon completion of two consecutive terms of five years each as an Independent Director of the Company.

The Board places on record its sincere appreciation for their valuable guidance and contribution during their tenure and conveys its gratitude for their dedicated services to the Company.

Independent Directors

The Independent Directors of the Company have registered themselves with the Indian Institute of Corporate Affairs, Manesar ('IICA') as required under Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014.

Declaration by Independent Directors

Pursuant to the provisions of Section 149(7) of the Act and Regulation 25(8) of the SEBI Listing Regulations, Independent Directors of the Company have submitted declarations to the effect that each of them meets the criteria for Independence as laid down in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1) (b) of the SEBI Listing Regulations. Directors of the Company have met all the obligations as prescribed under Regulation 25 of SEBI Listing Regulations. In the opinion of the Board, the Independent Directors possess the requisite expertise and experience and are people of high integrity and repute. There has been no change in the circumstances affecting their status as Independent Directors of the Company during the year.

Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on March 31, 2026 are:

1. Mr. Aditya Krishna, Chairman & Managing Director,
2. Mr. Niraj Kumar Ganeriwal, Chief Operating Officer & Chief Financial Officer and

3. Ms. Meera Venkatramanan, Vice President - Company Secretary and Compliance Officer.

The disclosures required under Section 197(12) of the Companies Act 2013, are provided in Annexure 2 to this Report.

Meetings of the Board

The Board met four times during the Financial Year 2025-26. The details pertaining to the Board Meetings and attendance are provided in the Corporate Governance report that forms part of this Annual Report. The necessary quorum was present for all the Meetings. The maximum interval between any two Meetings did not exceed 120 days, as prescribed by the Companies Act, 2013 and SEBI Listing Regulations.

Meeting of Independent Directors

To facilitate the exercise of independent judgment by the Independent Directors and to ensure objective oversight of the Company's affairs, a separate meeting of the Independent Directors was held on February 2, 2026. The meeting provided an opportunity for the Independent Directors to review the affairs of the Company, evaluate the quality, adequacy, and timeliness of the information flow between the Management and the Board, and effectively discharge their governance and oversight responsibilities.

Board Evaluation

The Companies Act, 2013 and SEBI Listing Regulations contains broad provisions on Board Evaluation i.e. evaluation of the performance of (i) the Board as a whole, (ii) Individual Directors (including Independent Directors and Chairperson) and (iii) various Committees of the Board. Pursuant to the said provisions, the Board of Directors has carried out an annual evaluation of its own performance, Board, Committees, and individual Directors.

The Board evaluation framework has been designed by the Nomination and Remuneration Committee in compliance with the requirements of the Companies Act, 2013 and the SEBI Listing Regulations, and in line with the Guidance Note on Board Evaluation issued by SEBI in January 2017. For this purpose, the Company has implemented a structured Board evaluation tool comprising detailed questionnaires with qualitative parameters and rating-based feedback mechanisms.

- Evaluation of the Board was based on criteria such as composition and role of the Board, Board communication and relationships, functioning of Board Committees, review of performance of Executive Directors, succession planning, strategic planning, etc.
- Evaluation of Committees was based on criteria such as adequate independence of each Committee, frequency of meetings and time allocated for discussions at meetings, functioning of Board Committees and effectiveness of its advice/ recommendation to the Board, etc.
- Evaluation of Directors was based on criteria such as participation and contribution in Board and Committee meetings, proper representation of shareholder interest and protecting shareholder value, industry experience and expertise to provide feedback and guidance to top management on business strategy, governance, risk and understanding of the organization's strategy, etc
- Evaluation of the Chairperson was based on criteria such as leadership of the Board, effectiveness in setting the agenda, facilitating open and constructive discussions, ensuring active participation of Directors, maintaining effective relationships with management and stakeholders, and upholding high standards of corporate governance.

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 Nomination & Remuneration Committee & Board of Directors at their meetings held on May 25, 2026. 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 and the Board at their respective meetings. Overall, the Board expressed its satisfaction on the performance evaluation process as well as performance of all Directors, Committees and Board as a whole.

Committees of the Board

The Company has the following Board Committees:

i) Audit Committee

ii) Nomination and Remuneration Committee

iii) Stakeholders' Relationship Committee

iv) Risk Management Committee

v) Corporate Social Responsibility Committee

Details of the composition of all the Committees, their terms of reference, attendance of Directors at meetings of the Committees and other requisite details are provided in the Corporate Governance Report, forming part of the Annual Report.

Policy on Board Diversity

The Company firmly believes that a diverse and inclusive Board is fundamental to sustainable value creation and sound governance. Building a Board with varied perspectives, backgrounds and experiences enhances strategic oversight and decision-making quality. In this regard, diversity in terms of ethnicity, age, gender, professional expertise and industry experience remains a key area of strategic focus in the composition of the Board. A balanced mix of skills and viewpoints enables constructive deliberations and supports the Company's evolving business objectives.

In line with this commitment, the Board has adopted a Board Diversity Policy, which outlines the Company's approach to achieving and maintaining diversity on the Board of Directors. The web link to access the Board Diversity Policy is provided under the subheading "Website" in the Corporate Governance section of this Annual Report.

Policy on Directors' appointment, remuneration, and other disclosures under Section 178(3) of the Companies Act, 2013

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report, which is a part of this report and is also available on the Company's website -https://www.saksoft.com/investor/corporate-governance/

Risk Management

Risk Management constitutes an integral and embedded component of the Company's overall business strategy and governance framework. Pursuant to Section 134(3)(n) of the Companies Act, 2013, the Company has formulated and implemented a comprehensive Risk Management Policy.

The Policy provides a structured framework for identification, evaluation, monitoring, and mitigation of various business, operational, financial, regulatory, and strategic risks. It lays down defined procedures for risk assessment and minimisation, assigns responsibility for risk oversight, and ensures periodic review at appropriate levels of management and the Board. The objective of the framework is to proactively manage uncertainties and strengthen the Company's resilience in a dynamic business environment.

A statement outlining the Company's approach to risk management, including identification of key risks and corresponding mitigation strategies, is provided in Annexure 7 to this Report and forms an integral part hereof.

Based on a detailed and considered review of the risk landscape during the year under review, the Company has not identified any material risks or perceived threats that, in the opinion of the Board, would pose a threat to the continued existence of the Company.

Nomination and Remuneration Policy

The Company has in place a comprehensive Nomination and Remuneration Policy governing the appointment and remuneration of Directors, Key Managerial Personnel (KMP) and Senior Management Personnel. The Policy has been formulated in accordance with the requirements of Section 178(3) of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.

The Policy sets out, inter alia, the criteria for determining the qualifications, positive attributes, independence and performance evaluation of directors, and for recommending to the Board policies relating to remuneration of directors, key managerial personnel and senior management, as well as Board diversity. It identifies and recommends individuals for appointment or removal as directors and senior management, determines the optimal size and composition of the Board, and establishes a transparent process for selection of new directors. The Committee also reviews and recommends continuation of independent directors based on performance evaluation, ensures issuance of formal appointment letters in line with applicable regulations, and may delegate its powers or consider any other matters as referred to it by the Board.

The key requirements of the policy can be found in the link provided NRC Policy

Vigil Mechanism/Whistle Blower Policy

The Company has a Whistle Blower Policy and has established a robust vigil mechanism for directors and employees in conformation with Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, which oversees and monitors the implementation of ethical and business practices in the Company. Details of the Vigil Mechanism are covered under the Corporate Governance Report, which forms part of this Annual Report.

Director's Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors to the best of its knowledge and ability, confirms that:

(a) In the preparation of the Annual accounts for the Financial Year ended March 31, 2026, the applicable accounting standards had been followed and there are no material departures.

(b) They 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 of the profit of the Company for the year under review.

(c) Proper and sufficient care has been taken 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 Annual Accounts have been prepared on a going concern basis.

(e) Suitable Internal Financial Controls have been laid down to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively.

(f) Adequate systems and processes have been devised to ensure compliance with the provisions of applicable laws and that such systems were adequate and operating effectively.

Based on the framework of Internal Financial Controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's Internal Financial Controls were adequate and effective during FY 2025-26.

Particulars of contracts or arrangements made with Related Parties

None of the transactions with the Related Parties fall under the scope of section 188(1) of the Act. Accordingly, the disclosure of Related Party Transactions as required under section 134(3)(h) of the Act in form AOC-2 is not applicable to the Company for FY 2025-26 and hence does not form part of this report.

As per the SEBI Listing Regulations, all related party transactions were placed before the Audit Committee and also the Board of Directors. Prior approval of the Audit Committee was obtained on yearly/quarterly basis for the transactions entered with related parties, except with/between the wholly owned subsidiary Companies, whose accounts are consolidated with the Company. The transactions entered into pursuant to the omnibus approval so granted has been placed before the Audit Committee and the Board of Directors for their approval on a quarterly basis.

Members may refer to Note 22(c) of the Standalone Financial Statement which sets out Related Parties Disclosures pursuant to Ind AS.

Human Resource Management

Our employees remain our most valued asset and the cornerstone of our sustained growth and long-term success. The Company's Human Resources philosophy is centered on fostering a high-performance, inclusive, and future-ready workforce. We are committed to enabling our employees to continuously enhance their skills, progress in their careers, and confidently navigate evolving professional opportunities within the organisation. Through structured learning and development initiatives, leadership-building programs, performance management systems, and career progression frameworks, we seek to create an environment that promotes meritocracy, innovation, and collaboration.

During the Financial Year under review, the Human Resources function continued to drive its global transformation agenda amidst a volatile and complex business environment. HR played a strategic role in aligning people practices with business objectives, strengthening workforce planning, and enhancing organisational agility. Focused efforts were undertaken toward mid- and long-term resource planning, talent optimization, succession planning, and capability development to ensure that the Company remains resilient and well-positioned to meet emerging opportunities and challenges.

The HR function also continued to act as a catalyst for change by supporting organisational restructuring initiatives, digital transformation in people processes, and the adoption of best-in-class HR practices. Emphasis was placed on employee engagement, well-being, diversity and inclusion, and strengthening internal communication frameworks to foster a transparent and collaborative workplace culture.

Recognising the evolving nature of work, the Company continued to offer a structured hybrid work model during the year. This approach was designed to balance operational efficiency with employee well-being, while safeguarding both employee and employer interests. The hybrid model has enabled flexibility, improved productivity, supported work-life integration, and enhanced talent retention, while maintaining strong governance, accountability, and performance standards across teams.

a. Particulars of Employees

The percentage increase in remuneration, ratio of remuneration to each Director and Key Management Personnel (as required under the Act) to the median employees remuneration and the details required under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014 forms part of this report under Annexure-2

b. Employees Stock Option Scheme

The Company presently administers the ESOP Scheme 2009 through the Saksoft Employees Welfare Trust. During the financial year under review, there were no modifications or amendments to the said Scheme.

The ESOP Scheme is in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. The disclosures as prescribed under the aforesaid SEBI Regulations have been duly made and are available on the Company's website at https://www.saksoft.com/investor/company-announcements/annual-general-meetings/.

Further, the relevant details pertaining to the ESOP Scheme form part of the Notes to the Financial Statements for the year under review.

c. Policy on Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to fostering a work environment that is founded on dignity, equality, and mutual respect, and is free from all forms of discrimination and harassment, including sexual harassment. The Company maintains a zero-tolerance approach towards any instance of sexual harassment in the workplace and has implemented a comprehensive Policy on Prevention, Prohibition and Redressal of Sexual Harassment in strict compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder.

The Policy outlines clear procedures for reporting, inquiry, and redressal of complaints, while ensuring confidentiality, fairness, and protection against victimisation. It applies uniformly to all employees of the Company, including permanent employees, contractual staff, temporary employees, trainees, and interns, thereby ensuring inclusive coverage across the organisation.

To reinforce awareness and promote a culture of respect, the Company conducts regular training and sensitisation programmes throughout the year. These initiatives are designed to educate employees about acceptable workplace behaviour, the mechanisms available for grievance redressal, and their roles and responsibilities in maintaining a safe and inclusive work environment.

An Internal Complaints Committee (ICC) has been duly constituted in accordance with the statutory requirements to receive, inquire into, and resolve complaints pertaining to sexual harassment. The composition of the ICC is displayed prominently on notice boards at conspicuous locations across all Company offices to ensure transparency and accessibility.

Disclosure in terms of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year under review:

- Number of complaints received during the year: **NIL**
- Number of complaints disposed of during the year: **NIL**
- Number of cases pending for more than 90 days: **NIL**
- Number of Workshop or awareness Program: **9**
- Nature of Action taken by the employer or District Officer: **NIL**

IV. INTERNAL FINANCIAL CONTROLS AND AUDIT

Adequacy of Internal financial control systems:

The Company has established a comprehensive framework on Internal Financial Controls, supported by well-defined policies and procedures aligned with the size, scale, and nature of its operations, particularly in relation to financial reporting. In compliance with Rule 8(5)(viii) of the Companies (Accounts) Rules, 2014, the Company maintains adequate and effective internal control systems to oversee business processes, ensure reliability of financial and non-financial reporting, safeguard assets, and secure compliance with applicable laws and regulations.

These control mechanisms are subject to periodic evaluation and review by the Audit Committee of the Board in terms of Part C of Schedule II of the SEBI Listing Regulations. The Committee assesses the adequacy and effectiveness of internal controls, identifies gaps or deficiencies, and ensures that corrective actions are implemented in a structured and time-bound manner to strengthen operational efficiency and governance standards.

Further, the Audit Committee reviews the reports of the Internal Auditors, including key observations, risk areas, significant accounting policies, and process-related improvements.

The Board and the Audit Committee also consider the findings and recommendations of both Internal and Statutory Auditors, and monitor the implementation of remedial measures undertaken by management to reinforce the internal control environment and promote sound governance practices across the organisation.

Statutory Audit

Pursuant to Sections 139 and 142 of the Companies Act, 2013, at the Twenty-Third Annual General Meeting held on August 9, 2022, the Members approved the appointment of M/s. R. G. N. Price & Co., Chartered Accountants (Firm Registration No. 002785S), as the Statutory Auditors of the Company for a term of five consecutive years. Their tenure shall conclude at the end of the Annual General Meeting to be held for the financial year 2026–27.

Further, in terms of Regulation 33(1)(d) of the SEBI Listing Regulations M/s. R. G. N. Price & Co., Chartered Accountants, Statutory Auditors of your Company have confirmed that they hold a valid certificate issued by the 'Peer Review Board' of Institute of Chartered Accountants of India (ICAI) for these years and have provided a copy of the said certificate to your Company for reference and records.

Each financial year, the Statutory Auditors confirm their independence and compliance with applicable ethical standards. Based on the representations and disclosures provided, no circumstances have been identified that could impair their independence in accordance with the applicable provisions of law.

The Statutory Auditors conduct their audit in accordance with the standards prescribed under applicable regulations and assess whether the financial statements present a true and fair view of the Company's financial position and performance. They evaluate internal controls relevant to the preparation of financial statements, seek necessary explanations from management, and report their observations to the Audit Committee.

The Audit Committee deliberates on the auditors' findings, significant observations, and areas requiring improvement. Any matters requiring corrective action are monitored, and management provides updates on the status of implementation in subsequent meetings, thereby ensuring continuous oversight and strengthening of the financial reporting and governance framework.

Secretarial Audit

Pursuant to Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI Listing Regulations, at the Twenty-Sixth Annual General Meeting held on August 8, 2025, the Members approved the appointment of M/s. Lakshmmi Subramanian and Associates as the Secretarial Auditors of the Company for a term of five consecutive years. Their tenure shall conclude at the end of the Annual General Meeting to be held for the financial year 2029–30.

M/s. Lakshmmi Subramanian and Associates holds a valid Certificate of Peer Review (bearing No. 6608/2025) as issued by the Institute of Company Secretaries of India and have confirmed their eligibility to be appointed as the Secretarial Auditors for the term of 5 (Five) consecutive years.

The Secretarial Audit forms an integral part of the Company's overall governance and compliance framework. The Secretarial Auditors conduct the audit in accordance with the applicable provisions of law and examine the Company's compliance with corporate, securities and other applicable regulations.

All requisite information and records are made available to the Secretarial Auditors within the stipulated timelines. The observations and reports are periodically reviewed, and the Secretarial Audit Report is placed before the Audit Committee and the Board for their noting and consideration. Any recommendations or areas requiring improvement are suitably addressed by the management to ensure continuous strengthening of the compliance and governance processes.

Internal Audit

Pursuant to Section 138 of the Companies Act, 2013 read with Rule 13 of Companies (Accounts) Rules 2014, M/s Finstein Advizory LLP are Independent Internal Auditors of the Company. The Audit Committee determines the scope of internal Audit in line with regulatory and business requirements. Your directors endorse that during the year under review, there were no reportable material weaknesses in the present systems or operations of internal controls.

Auditors Report and Secretarial Audit Report

The Statutory Auditors' Report and the Secretarial Audit Report for the financial year under review do not contain any material qualifications, reservations, adverse remarks, or disclaimers. The Secretarial Audit Report of the Company is annexed to this Report as Annexure 3.

The Notes to the Financial Statements referred to in the Statutory Auditors' Report are self-explanatory and adequately describe the matters to which they relate. Accordingly, they do not call for any further comments or explanations from the Board.

Reporting of Frauds by Auditors

During the financial year under review, neither the Statutory Auditors nor the Secretarial Auditors have reported any instance of fraud committed against the Company by its officers or employees under Section 143(12) of the Companies Act, 2013. Accordingly, no disclosure in this regard is required to be made in the Board's Report.

V. SOCIAL RESPONSIBILITY AND SUSTAINABILITY

Corporate Social Responsibility

Saksoft' s CSR initiatives and activities are aligned to the requirements of Section 135 of the Companies Act, 2013. The brief outline of the Corporate Social Responsibility (CSR) policy of the Company and the social initiatives undertaken by the Company on CSR activities during the year under review are set out in Annexure 1 of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which is a part of this report. The CSR policy is available for view on the Company's website https://www.saksoft.com/investor/corporate-governance/

Chief Financial Officer has certified that the funds disbursed for CSR related activities have been utilized for the purpose and in the manner recommended by CSR Committee and approved by the Board of Directors for FY 2025-26.

Particulars Regarding Conservation of Energy, Technology Absorption and Research and Development

Details of steps taken by the Company to conserve energy through its "Sustainability" initiatives, Research and Development and Technology Absorption as required under Section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014.

a. **Conservation of Energy**

The Company is committed to Sustainable business models and working towards an inclusive and collaborative supply chain ecosystem to ensure broader adherence to environment and climate change protocols. The company continues to emphasize on greener operational models like sensor-based lighting with low emissions, judicious use of resources in the day to day operations, paperless functioning methods, timebound energy conservation measures, and hybrid work models to ensure lesser impact on environment and controlled emissions. The company has overhauled its Air conditioning units resulting in usage of eco-friendly gases and refrigerants. The company's registered office is housed in a LEED certified green building and the facilities management has recently increased the grid generation capacity through renewable sources to 60% of the overall consumption demonstrating continued commitment to climate change impact. The facilities management also segregates dry, solid and wet waste and ensures proper recycling to usable manure for greener projects. We have also installed a 158.4KW capacity Solar power generation panels at our Noida facility centre owned by the wider group marking transition to increased use of renewable sources. The Group continues to undertake Annual assessment of its GHG emissions and has obtained validation of its Near-Term Targets from SBTi for reduction of Scope 1,2 & 3 category emissions. The Group is working towards aligning its CSR spends for ESG related projects and contribute to general wellbeing of the society

b. **Technology Absorption**

Embedding AI for Excellence- Our commitment to innovation begins within our own walls, where we have embedded advanced AI capabilities across core internal functions including HR, recruitment, and administration. Our infrastructure undergoes continuous upgrades to ensure 24/7 availability and seamless scalability, regardless of external market conditions.

c. **Research and Development (R&D)**

Our Research and Development efforts are focused on a fundamental transition from people-dependent processes to an AI-driven innovation model. We are investing heavily in building new AI skill sets and capability frameworks that enable us to service our customers better, faster, and with higher precision. These R&D costs are deeply integrated into our operational fabric, reflecting our commitment to developing emerging technology solutions as a core business function. This persistent focus on R&D ensures that our commitment to customer success is always backed by the latest advancements in automation and intelligent systems.

Summary:

In the past fiscal year, we have accelerated our transition into a platform-centric organization by aligning our internal investments with the future of AI. We have successfully embedded AI into our internal HR and administrative systems, enhancing service quality and operational agility. Our two-decade track record in technology absorption has been fortified by cloud-first infrastructure and a focused R&D spend dedicated to shifting from manual to AI-driven delivery models. This strategic evolution ensures we are not only prepared for the future of enterprise technology but are actively defining it for our customers.

VI. Disclosures

Foreign Exchange and Outgoings

(Rs in million)

Particulars	2025-2026	2024-2025
Foreign exchange earnings and Outgoings		
Foreign Exchange earnings	3,798.12	3,222.08
Expenditure in Foreign Currency	23.19	67.43

Annual Return

Pursuant to Section 92(3) and Section 134(3)(a) of the Act, read with Companies (Management and Administration) Rules, 2014, the Annual Return (MGT-7) of the Company as on March 31, 2026, will be available on the website of the Company at https://www.saksoft.com/investor/company-announcements/annual-general-meetings/. Accordingly, this is not annexed herein.

Other Disclosures

a. The details relating to deposits, covered under Chapter V of the Act - The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

b. The Company has not issued any equity shares with differential rights as to dividend, voting or otherwise.

c. The Company has not issued any sweat equity shares to employees or directors.

d. The Managing Director does not receive any salary or commissions from any of the subsidiaries of the Company.

e. There has been no instance of one time settlement with any Bank or Financial Institution.

f. There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's future operations.

g. The Company has not raised funds through preferential allotment or qualified institutions placement during the financial year 2025-2026.

h. The Company has complied with the applicable Secretarial Standards issued by Institute of Company Secretaries of India ("ICSI").

i. During the year no application has been made and there are no proceeding pending as per Insolvency and Bankruptcy Code 2016.

j. Cost Records- the Company is not required to maintain Cost Records as specified by the Central Government under section 148(1) of the Act.

k. The Company has complied with the provisions relating to the Maternity Benefits Act, 1961

l. **ESG Update:**

The Company is strengthening its ESG framework and has constituted a Sustainability Leadership Committee to identify, operationalize and oversee transition to environment friendly measures that would help the company to move towards Sustainable business models contributing positively to the Society and Climate. The Company has in place tracking mechanisms to monitor KPI's pertaining to various policy implementations that would help the company to ensure effective operation of Employee oriented initiatives that aids in enhancing the work environment and culture. The Company continues to enhance its governance processes and frameworks to better respond to evolving regulatory and governance requirements.

The Company has established a roadmap to identify potential emission sources and implement reduction measures in a phased manner to achieve the targeted reductions by 2035. Through these planned initiatives and ongoing efforts, the Company aims to advance its sustainability objectives and enhance its overall sustainability performance over the long term.

Acknowledgement

The Management takes this opportunity to express its sincere gratitude to the Company's customers, vendors, business associates and bankers for their continued support and trust during the year under review.

The Management also extends its appreciation to the Government of India, the Governments of various countries in which the Company operates, the respective State Governments, and the concerned Government Departments and regulatory authorities for their guidance and cooperation.

The Board and Management place on record their deep appreciation for the dedication, commitment and invaluable contributions of the Company's employees at all levels. The unwavering support of their families has also been instrumental in enabling the Company to achieve its performance and growth objectives.

The Management further acknowledges with gratitude the continued confidence and support of the Company's shareholders and remains committed to drive sustainable growth and deliver long-term value in the years ahead.

For and on behalf of the Board

Aditya Krishna
Chairman & Managing Director
DIN: 00031345

Place: Chennai
Date: May 25, 2026

ANNEXURE -1

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (“CSR”) ACTIVITIES FOR FY 2025-26

1) Brief outline on CSR Policy of the Company:

CSR policy was approved by the Board of Directors on 26th September, 2014.

The policy objectives are as follows:

- Develop meaningful and effective strategies for engaging with all stakeholders
- Make sustainable contributions to Communities
- Identify socio-economic opportunities to perform CSR activities
- Focus on social welfare activities as envisaged in Schedule VII of Companies Act, 2013.
- Partner with credible organizations focused on social welfare activities

  Web Link: https://www.saksoft.com/investor/corporate-governance/

2) Composition of CSR Committee:

Sl. No.	Name of Director	Designation in the Committee	Designation / Nature of Directorships	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Aditya Krishna	Chairman	Managing Director	1	1
2.	Mr. VVR Babu	Member	Independent Director	1	1
3.	Ms. Kanika Krishna	Member	Non - Executive Director	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://www.saksoft.com/investor/corporate-governance/

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) (a) Average net profit of the company as per section 135(5).: **Rs. 754.26 Million**

(b) Two percent of average net profit of the company as per section 135(5): **Rs. 15.08 Million**

(c) Surplus arising out of the CSR projects or programs or activities of the previous financial years.: **Nil**

(d) Amount required to be set off for the financial year, if any: **Rs. 0.29 Million**

(e) Total CSR obligation for the financial year (5b+5c- 5d).: **Rs. 14.79 Million**

6) (a) Amount spent on CSR Projects (both ongoing and other than Ongoing Projects).- **Rs. 15.64 Million**

(b) Amount spent in Administrative Overheads - **Nil**

(c) Amount spent on Impact Assessment, if applicable- **Not Applicable**

(d) Total amount spent for the Financial Year [6(a)+6(b)+6(c)]- **Rs. 15.64 Million**

(e) CSR amount spent for the financial Year: **Rs. 15.64 Million**

Total Amount Spent for the Financial Year. (in Rs. Millions)	Amount Unspent (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.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
15.64	-	-	-	-	-

(f) Excess amount for set off, if any:

S.No	Particular	Amount (in INR Millions)
(i)	Two percent of average net profit of the company as per section 135(5)	Rs. 15.08*
(ii)	Total amount spent for the Financial Year	Rs. 15.64
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Rs. 0.85
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Rs. 0.85

*While 2% of the average net profit amounts to Rs. 15.08 Mn, the CSR obligation for FY 2025–26 has been computed at Rs. 14.79 Mn, after adjusting the excess CSR contribution of Rs. 0.29 Mn pertaining to FY 2024–25, as referred to in point 5(d) above.

7) Details of Unspent CSR amount for the preceding three financial years:

S.No	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1.	2024-25	Nil	Nil				Nil
2.	2023-24	Nil	Nil				Nil
3.	2022-23	Nil	Nil				Nil
	TOTAL	Nil	Nil				Nil

8) Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**

If Yes, enter the number of Capital assets created/ acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

S.No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
NIL							

9) 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**

Aditya Krishna
CMD and Chairman CSR Committee
DIN: 00031345

Kanika Krishna
Member CSR Committee
DIN: 06954593

ANNEXURE-2

PARTICULARS OF REMUNERATION

Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the FY 2025-26:

Name and Designation	Ratio to Median Remuneration
Executive Director	
Mr. Aditya Krishna	4.72
Chairman and Managing Director	
Non- Executive Directors*	
Mr. Ajit Thomas	*
Non- Executive Non- Independent Director	
Ms. Kanika Krishna	*
Non- Executive Non- Independent Director	
Ms. Kavitha Vijay	*
Independent Director	
Mr. Suresh Subramanian	*
Independent Director	
Mr. VVR Babu	*
Independent Director	

*For this purpose, sitting fees and commission have not been considered as remuneration.

ii) The percentage increase in remuneration of each Director and Key Managerial Personnel (KMP) in FY 2025-26:

Name and Designation	% increase in remuneration in the Financial Year
Executive Director	
Mr. Aditya Krishna	-
Chairman and Managing Director	
Non- Executive Directors*	
Mr. Ajit Thomas	-
Non- Executive Non- Independent Director	
Ms. Kanika Krishna	-
Non- Executive Non- Independent Director	
Ms. Kavitha Vijay	-
Independent Director	
Mr. Suresh Subramanian	-
Independent Director	
Mr. VVR Babu	-
Independent Director	
Chief Financial Officer and Chief Operating Officer	
Mr. Niraj Kumar Ganeriwal	15%
Company Secretary and Compliance Officer	
Ms. Meera Venkatramanan	25%

iii) The percentage increase in the median remuneration of employees in the Financial Year is 28%.

iv) The number of permanent employees on the rolls of Company is 1935 (on a Standalone basis).

v) The average increase in salaries of employees other than Managerial Personnel for the FY 2025-26 was 8.4%. Percentage increase in the Managerial Remuneration (Senior Leadership Team) for the year was 10.3%.

The increase is justified based on the Company's performance and prevailing industry benchmarks.

vi) The Company affirms that the remuneration paid during FY 2025-26 is as per the Remuneration Policy of the Company.

vii) The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this Report.

Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection and any Member interested in obtaining a copy of the same may write to the Company Secretary at complianceofficer@saksoft.com.

For and on behalf of the Board

Aditya Krishna
Chairman & Managing Director
DIN: 00031345

Place: Chennai
Date: May 25, 2026

ANNEXURE-3

FORM MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended On 31st March, 2026

(Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014)

To,
The Members,
SAKSOFT LIMITED

We have conducted a Secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SAKSOFT LIMITED (hereinafter called "the Company") during the Financial Year from 01 April, 2025 to 31 March, 2026 (the year/ audit period/ period under review).

We conducted the Secretarial audit in a manner that provided us a reasonable basis for evaluating the Company's corporate conducts/ statutory compliances and expressing our opinion thereon.

We are issuing this report based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management. The Company has during the audit period covering the Financial Year ended on March 31, 2026, generally 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:

1.1. We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the Financial Year ended on March 31, 2026 according to the applicable provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules and the Regulations made there under;

(ii) Secretarial Standards (SS-1) on "Meetings of the Board of Directors" and Secretarial Standards (SS-2) on "General Meetings" issued by the Institute of Company Secretaries of India;

(iii) The Securities Contract (Regulation) Act, 1956 and the Rules made thereunder;

(iv) The Depositories Act, 1996 and the Regulations bye-laws framed thereunder;

(v) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investments and Export and import of goods/services;

(vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR");

b. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST");

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

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

e. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 to the extent of Listed Entity engaging the RTA;

f. Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009

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

h. Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003

(vii) The following material laws are specifically applicable to the Company:

a. The Information Technology Act, 2000

b. Software Technology Parks of India Scheme

c. The Indian Copyright Act, 1957

d. The Trademarks Act, 1999

e. The Patents Act, 1970

1.2 During the period under review, and also after considering the compliance related action taken by the Company after 31 March 2026 but before issue of this report, the Company has, to the best of our knowledge and belief and based on the records, information, explanations and representations furnished to us complied with the laws mentioned in paragraph 1.1 above.

1.3 We are informed that, during/ in respect of the year no events have occurred which required the Company to comply with the following laws/ rules/ regulations and consequently was not required to maintain any books, papers, minutes books or other records or file any forms/ returns under:

a. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

b. Securities Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021;

c. Securities Exchange Board of India (Delisting of Equity Shares) Regulation, 2009;

d. Securities Exchange Board of India (Buyback of Securities) Regulation, 2018;

e. Securities and Exchange Board of India (Settlement Proceedings) Regulations, 2018 and circulars/ guidelines issued thereunder; and

2. Board Processes:

We further report that:

2.1 The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Women Directors for the Financial Year ended March 31, 2026.

2.2 The Changes in the composition of the Board that took place during the period under review were carried out in compliance with the provisions of the Act.

2.3 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

2.4 The Company had convened its Meetings physically and through Video Conferencing in compliance with requirements of the Act

2.5 As per the Minutes of the Meeting duly recorded and signed by the Chairman, the decisions and views of the Board have been recorded.

3. Compliance mechanism:

We further report that:

3.1 There are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliance with applicable laws including Labour laws, Competition law, Environmental laws, and other laws specifically applicable to the Company.

3.2 The compliance by the Company of applicable Finance laws like Direct and Indirect tax laws has not been reviewed in this audit since the same have been subject to review by Statutory Financial Audit and other designated professionals.

4. Specific Events/ actions:

We further report that during the audit period the following specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards, etc. took place:

1. The Board of Directors vide a Circular resolution passed dated April 23, 2025 took on record the resignation of Mr. Ganesh Chella (DIN: 01889831) from the office of Independent Director of the Company, before completion of his tenure. Consequently, Mr. Ganesh Chella ceased as Chairman/Member in the respective Committees.

2. The Board at its Meeting held on May 26, 2025 considered the re-appointment of Mr. Aditya Krishna, the Chairman & Managing Director (DIN: 00031345) of the Company for a term of 5 years based on the recommendation of the Nomination and Remuneration Committee. The same was approved by the Shareholders of the Company at the 26th Annual General Meeting of the Company held on August 08, 2025.

3. The Board of Directors, at their Meeting held on August 08 2025 approved the Scheme of Amalgamation between Augmento Labs Private Limited, Wholly Owned Subsidiary of Saksoft Limited ("Transferor Company") with Saksoft Limited ("Transferee Company") under Section 230-232 of the Companies Act, 2013 read with Rules made thereunder.

4. During the year, the Nomination and Remuneration Committee of the Board of directors has approved the grant of 50,000 stock options as per the pricing methodology adopted under Saksoft Limited Employees Stock Option Plan 2009 to the eligible employees of the Company including its subsidiaries in accordance with SEBI(Share Based Employee benefit and Sweat Equity) Regulations, 2021.

For **Lakshmmi Subramanian & Associates**

Swetha Subramanian
ACS: 10815
CP No: 12512
Peer Review No. 6608/2025
UDIN: F010815H000564830

Place: Chennai
Date: May 25, 2026

Annexure

(To the Secretarial Audit Report of SAKSOFT LIMITED for the financial year ended 31.03.2026)

To
The Members
SAKSOFT LIMITED

Our Secretarial Audit Report for the Financial Year ended 31 March 2026 is to be read along with this Annexure.

1. Maintenance of the Secretarial record and ensuring compliance with all applicable laws is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about financial information, the compliance of law, rules and regulation and happening of certain events etc.
5. The compliance of the provisions of other laws, rules, regulation, standards specifically applicable to the Company is the responsibility of the management. Our examination was limited to the verification of system implemented by the Company on a test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the effectiveness with which the management has conducted the affairs of the Company.
7. We have also issued an Annual Secretarial Compliance Report under Regulation 24A of SEBI LODR which will be available on the website of the Stock Exchanges in which the company is listed.

For **Lakshmmi Subramanian & Associates**

Swetha Subramanian
ACS: 10815
CP No: 12512
Peer Review No. 6608/2025
UDIN: F010815H000564830

Place: Chennai
Date: May 25, 2026

ANNEXURE-4

REPORT ON CORPORATE GOVERNANCE

[Pursuant to Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

"Corporate governance is about promoting fairness, transparency and accountability in the functioning of Companies."

— Securities and Exchange Board of India (SEBI)

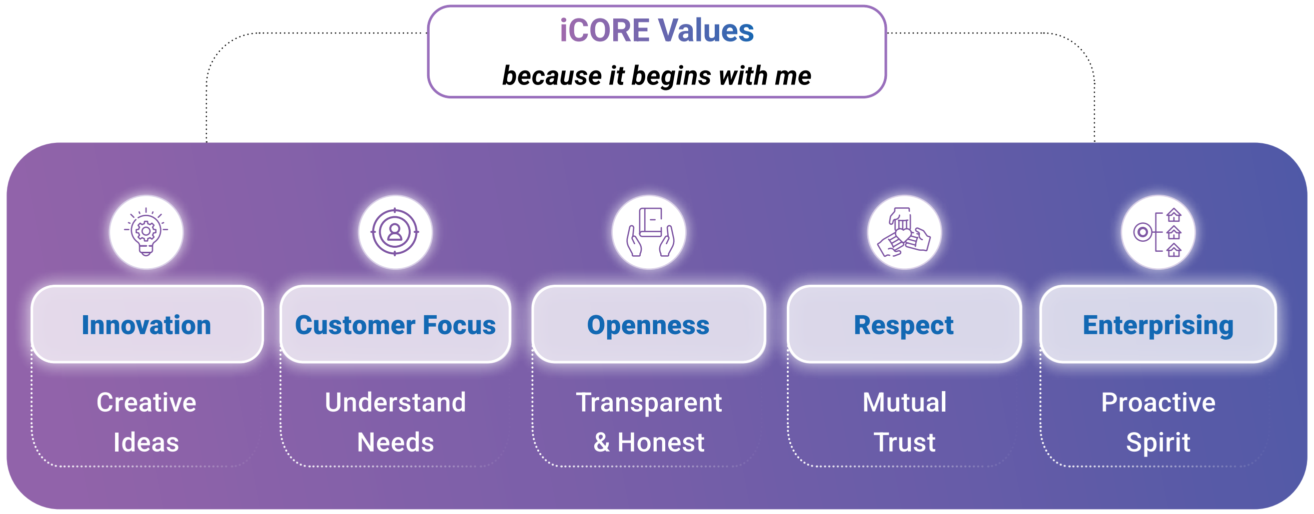
Company's Philosophy on Corporate Governance

Our Company upholds a strong Corporate Governance philosophy built on transparency, accountability, ethical conduct, and responsible decision-making. Integrity forms the foundation of all our governance practices, enabling us to maintain the confidence of our Stakeholders including shareholders, customers, employees, regulators, and the wider community. We believe that openness in communication, fairness in processes, and a disciplined approach to compliance are essential for sustainable business growth.

We place significant importance on innovation and adaptability, recognising that rapid changes in technology, evolving market expectations, and emerging regulatory frameworks require agile and forward-looking governance systems. By embracing innovation while maintaining strong internal controls, we ensure that our governance framework remains relevant, resilient, and aligned with industry best practices. We firmly believe that high standards of Corporate Governance-rooted in fairness, transparency, accountability, and responsibility-not only strengthen the Corporate sector but also contribute meaningfully to broader economic and social development.

At Saksoft Limited ("Saksoft"/ "the Company"/ "Listed Entity"), Corporate Governance is not confined to policy documents; it is deeply embedded in the way we operate. Our governance culture is actively demonstrated through consistent implementation of well-defined principles, policies, codes of conduct, risk-management frameworks, and operational guidelines. These practices are adopted across all our entities in India and globally, fostering uniformity and ensuring that Directors, Senior Management, and all Employees work in alignment with the Company's values and strategic objectives.

Saksoft's core values-Innovation, Customer Focus, Openness, Respect, and Enterprising (iCORE)-serve as guiding pillars for ethical business conduct. These values influence our leadership approach, decision-making processes, employee behaviour, and stakeholder interactions. They reinforce our commitment to fairness, integrity, and transparency in all business dealings.



Effective Corporate Governance at Saksoft is supported by clear delineation of the roles, responsibilities, and authorities of the Board of Directors, its Committees, and Key Managerial Personnel. The Board provides strategic direction, oversees performance, ensures compliance with legal and regulatory requirements, and upholds the interests of all Stakeholders. The Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Risk Management Committee, and other Board Committees of the Company play crucial roles in strengthening accountability, enhancing oversight, and ensuring robust governance mechanisms across the Organisation.

The Company complies with the requirements prescribed under Regulations 17 to 27, read with Schedule V and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations, as applicable. Adherence to these standards underscores our commitment to ensuring transparency, promoting Stakeholder interests, and upholding the highest standards of Corporate Governance.

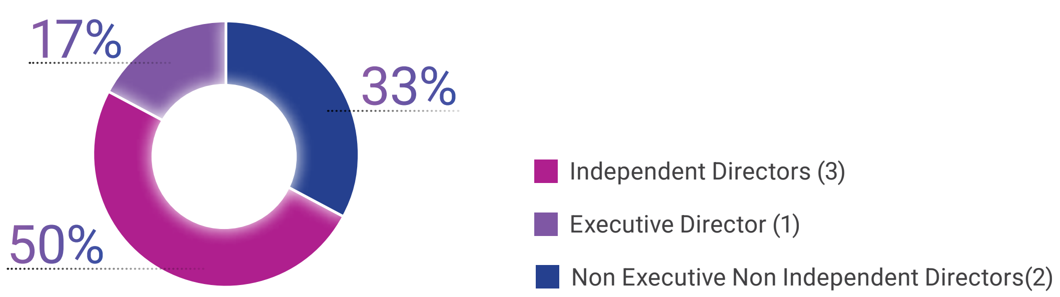
Through these sustained efforts, Saksoft continues to nurture a governance framework that is progressive, accountable, and purpose-driven, one that supports long-term value creation and reinforces the trust placed in us by all our Stakeholders.

Board of Directors

a) Size and Composition of the Board

The Board of Directors of the Company serves as the apex governing body, entrusted with overseeing the strategic direction and overall Management of the Company.

Board Composition as on March 31, 2026



The Board of Directors consists of a well-balanced mix of Executive, Non-Executive, and Independent Directors, supported by various Board Committees. Together, they provide strategic leadership, guidance, and oversight to the Company's Management, ensuring effective supervision of operations and overall performance.

As on March 31, 2026, the Board comprised six Directors, of which three were Independent Directors, constituting 50% of the total Board strength. The composition includes a Woman Independent Director, in compliance with the requirements prescribed under the SEBI Listing Regulations. The Board is chaired by an Executive Promoter Director and, inter alia, comprises a Non-Executive, Non-Independent Woman Director, thereby ensuring diversity and an appropriate blend of experience, expertise, and perspectives. Further with appointment of Mr. Vaidyanathan Sreenivasan and Mr. Mahesh Ramakant Muzumdar, Non-Executive Independent Directors of the Company and Ms. Avantika Krishna, Chief Sales Officer of the Company as Whole Time Director with effect from May 25, 2026, along with the cessation of Mr. VVR Babu, Non-Executive Independent Director of the Company with effect from May 26, 2026, the Board of Saksoft Limited now comprises of 8 Directors.

Table 1: The Composition of the Board and the details of Directorships/ Chairmanships held by each of the Directors as on March 31, 2026

Name of Director and DIN	Category	Directorships/ Chairmanships in Public/ Listed Entities (including Saksoft Limited)		Name of other Listed Entities	No of posts of Membership/ Chairperson in Audit/ Stakeholder Committee held in Public/ Listed Entities (including Saksoft Limited)	
		Member	Chairperson		Member	Chairperson
Mr. Aditya Krishna (DIN: 00031345)	Promoter/ Executive Director	1	1	Nil	1	Nil
Mr. Ajit Thomas (DIN: 00018691)	Non-Executive Non-Independent Director	7	5	Neelamalai Agro Industries Limited (Non- Executive Non- Independent Director -Chairman) AVT Natural Products Limited (Executive Chairman)	8	2
Mr. VVR Babu (DIN: 07234186)	Non-Executive Independent Director	1	Nil	Nil	2	1
Mrs. Kavitha Vijay (DIN: 01047261)	Non-Executive Independent Director	4	Nil	Neelamalai Agro Industries Limited (Non- Executive Independent Director) AVT Natural Products Limited (Non- Executive Independent Director)	5	Nil
Mr. Suresh Subramanian (DIN: 02070440)	Non-Executive Independent Director	6	Nil	Coromandel International Limited (Non- Executive Independent Director) NACL Industries Limited (Non- Executive Independent Director)	6	5
Ms. Kanika Krishna (DIN: 06954593)	Non-Executive Non-Independent Director	1	Nil	Nil	1	Nil

The profile of the Directors of the Company is enclosed in this report and also available at https://www.saksoft.com/board-of-directors.

- *The above given information is excluding Private, Foreign Companies and Companies incorporated under Section 8 of the Companies Act, 2013.*
- *None of the Directors on the Board holds Directorship in more than seven Listed Entities.*
- *None of the Directors on the Board serves as Independent director in more than seven Listed Entities.*
- *The Managing Director of the Company does not serve as an Independent Director in any other Listed Entities.*
- *None of the Directors of the Company held Memberships in more than ten Committees or acted as Chairperson in more than five Committees across all Companies in which they serve as Directors, excluding Private Companies, Foreign Companies, and Section 8 Companies. (For the purpose of determining the aforesaid limits, only the Chairpersonship and Membership of the Audit Committee and the Stakeholders' Relationship Committee are considered).*

b) Compliance of Independence Criteria by Independent Directors

All the Independent Directors of the Company have furnished declarations confirming that they meet the criteria of Independence and that their Directorships and Committee Memberships in other Companies do not conflict with the interests of Saksoft Limited and they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

Further, the Independent Directors have registered their names in the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs, in accordance with Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Confirmation of Independence by the Board

Pursuant to Section 149(7) of the Companies Act, 2013, and based on the declarations received from the Independent Directors, the Board has taken on record and confirmed that the Independent Directors satisfy the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations.

The Board further affirms that the Independent Directors have complied with the provisions of Schedule IV to the Companies Act, 2013 and Regulation 25 of the SEBI Listing Regulations and are Independent of the Management.

Meeting of Independent Directors

During the year under review, a separate Meeting of the Independent Directors was held on February 02, 2026, and all Independent Directors of the Company attended the Meeting.

At the said Meeting, the Independent Directors, inter alia:

(a) reviewed the performance of the Non-Independent Directors and the Board as a whole;

(b) evaluated the performance of the Chairperson of the Company, taking into account the views of both Executive and Non-Executive Directors; and

(c) assessed the adequacy, quality, and timeliness of the flow of information between the Company's Management and the Board, as required for the Board to effectively and reasonably discharge its duties.

c) Changes in the Board during the year

During the year under review, Mr. Ganesh Chella resigned from the position of Non-Executive Independent Director of the Company and stepped down from all the Committees on which he served as Chairperson and Member, with effect from April 23, 2025.

Mr. Ganesh Chella tendered his resignation prior to the completion of his tenure due to personal reasons and has confirmed that there were no other material reasons for his resignation.

d) Relationships between Directors inter-se

Ms. Kanika Krishna, Non-Executive Non-Independent Director of the Company and Ms. Avantika Krishna, Whole Time Director of the Company with effect from May 25, 2026, are the daughters of Mr. Aditya Krishna, the Promoter, Chairman & Managing Director of the Company.

e) Number of Equity Shares held by Non- Executive Directors of the Company as on March 31, 2026

Name	Category	Number of Equity Shares
Ms. Kanika Krishna	Non-Executive Non- Independent Director	3000
Mr. VVR Babu	Non- Executive Independent Director	Nil
Mrs. Kavitha Vijay	Non- Executive Independent Director	Nil
Mr. Suresh Subramanian	Non- Executive Independent Director	Nil
Mr. Ajit Thomas	Non-Executive Non- Independent Director	Nil

f) Board Meetings and Directors' Attendance– FY 2025–26

The Board Meetings are convened at appropriate intervals with adequate Notice and Agenda papers circulated to all the Directors in advance. The interval between two consecutive Board Meetings did not exceed 120 days.

A tentative calendar for the Meetings of the Board is circulated prior to the commencement of the Calendar Year to facilitate their participation. Directors are provided with the option to participate in the Meetings through Video Conferencing or other permitted Audio-Visual Means. In the event of any exigency or requirement to transact urgent business, resolutions are passed by way of circulation by the Board of Directors or the respective Committees as permitted under applicable laws and such resolutions are subsequently placed before the Board/Committee at the ensuing Meeting, for noting and record.

Process adhered for the Board/Committee Meetings is as follows:

Preparation of Agenda Items for the Respective Committees and the Board by the Company Secretary → Review and approval of Agenda by the Chairman & Managing Director and the COO & CFO → Circulation of Agenda & Supporting Documents via E-mail to all the Directors → Prior Intimation of Board/Committee Meetings to Stock Exchange(s) → Board/ Committee Meetings

- *All agenda notes and supporting documents are reviewed to ensure compliance with applicable laws, regulations, and internal policies.*
- *Notice convening the Board/Committee Meetings, together with the agenda and supporting papers, is circulated electronically to all Members at least seven days in advance of the Meeting, except where a shorter notice is permitted under the applicable statutory provisions.*
- *Matters involving Unpublished Price Sensitive Information (UPSI) are identified and dealt with in accordance with the Company's Code of Conduct for Prevention of Insider Trading and the SEBI (Prohibition of Insider Trading) Regulations, 2015. Such information is recorded in the Structured Digital Database (SDD) and shared with the Directors on a need-to-know basis, generally 24–48 hours prior to the Meeting, through secure channels.*
- *Agenda papers and related documents are circulated electronically via e-mail to ensure confidentiality, secure access, and timely availability of information to all the Directors and Committee Members.*

During the year under review, Four Board Meetings and One Annual General Meeting were held.

Table 2: Details of the Board Meetings and the Annual General Meeting held during FY 2025-26, along with Directors' attendance

Name of the Director	Dates of Meetings held during the FY 2025–26	Directors' Attendance at Board Meetings during the FY 2025–26			Presence of Directors at the Annual General Meeting held on August 8, 2025
		Held during tenure	Attended	% of attendance	
Mr. Aditya Krishna	26.05.2025 08.08.2025 10.11.2025 02.02.2026	4	4	100	Yes
Mr. Ajit Thomas		4	4	100	Yes
Mr. VVR Babu		4	4	100	Yes
Mrs. Kavitha Vijay		4	4	100	Yes
Mr. Suresh Subramanian		4	3	75	Yes
Ms. Kanika Krishna		4	4	100	Yes

- *In compliance with the regulatory requirements, the Notice and Agenda for Board and Committee Meetings are circulated to all Directors at least seven days in advance. The draft Minutes of the Meetings are also shared with the Directors within the prescribed timelines.*
- *The Board of Directors review at regular intervals with respect to the plans for orderly succession for appointment to the Board of Directors and Senior Management.*
- *The required information as enumerated in Schedule II, Part A of SEBI Listing Regulations, is made available to the Board of Directors for discussions and consideration at Board Meetings.*
- *At the said Meetings, the Board of Directors reviews compliance reports covering all laws applicable to the listed entity, along with the certification submitted by the Company's Compliance Officer.*
- *During the year the Board has passed three Circular Resolutions and were subsequently noted and taken on record by the Board at its next Meeting.*

g) Familiarization programmes for Independent Directors

Independent Directors are periodically apprised of significant changes and developments in the Company's business strategy and operating model, risk mitigation processes, new initiatives, and changes in domestic and international legislation impacting the IT industry in general and the Company in particular.

At the time of their induction, Independent Directors are provided with an overview of the business and operations of the Company and its Subsidiaries, the IT industry, and the overall environment in which the Company operates.

The terms and conditions of appointment of Independent Directors and the details of familiarization programmes imparted to Independent Directors are disclosed on the website of the Company and the web-link of the same is provided under the subheading Website Disclosures in this report.

As part of the Board familiarization process, periodic presentations are made to the Board and its Committees on the Company's business performance, global operating environment, strategic priorities, and key risks. In addition, Directors are updated on significant statutory and regulatory developments at quarterly Board Meetings, enabling informed decision-making and the effective discharge of their duties.

h) Matrix of skills/expertise/competencies of the Board of Directors

In accordance with Regulations 34(3) read with Clause C (h)(i) and (ii) of Schedule V of SEBI LODR Regulations, the Board of Directors have identified the following Core Skills/ Expertise/Competencies, required for Board Members in the context of Company's business and sectors, to function effectively.

The Board comprises individuals with the requisite qualifications, skills, expertise, and competence, enabling meaningful contributions to the Board and its Committees. The Directors are committed to ensuring that the Company adheres to the highest standards of Corporate Governance.

Broadly, the skill sets identified by the Board are categorised as under:

Finance, Accounts & Audit	Expertise in financial management, supported by qualifications and/or experience in accounting and finance, including oversight of enterprise finance functions or financial institutions. Demonstrates the ability to understand financial statements and disclosures, assess financial performance and viability, contribute to strategic financial planning and budgeting, and evaluate the adequacy of internal financial controls.
Global Business Expertise	Experience across global markets with a strong understanding of diverse business environments, regulatory frameworks, and economic conditions. Ability to interpret global business models, monitor developments in leading corporations, and assess geopolitical impacts to guide the Company's strategic direction.
Mergers & Acquisitions	Proven track record in evaluating and executing strategic transactions, including acquisitions and other business combinations, with the ability to assess 'build or buy' decisions, analyze the fit of a target with the Company's strategy and culture, accurately value transactions, and evaluate operational integration plans.
Governance Risk Management & Compliance	Demonstrated commitment and experience in applying Corporate Governance principles and establishing robust governance frameworks to support the Company's legal, risk, and compliance systems. Possesses the ability to identify, assess, and oversee key risk exposures—including strategic, operational, legal, and regulatory risks—and to evaluate the effectiveness of mitigation measures and controls.
Contributor & Collaborator	Ability to critically analyze complex matters, address key issues effectively, and provide practical solutions, while contributing constructively to Board deliberations. Demonstrates strong collaboration, actively supporting informed discussions, consensus-building, and meaningful participation in Board processes.
Management & Leadership Experience	Extensive leadership experience at the enterprise level, offering deep insight into organizational structures, strategic planning, operational processes, and risk management along with a focus on building strong leadership pipelines, executing succession strategies, and driving sustainable, long-term growth through change.
Sustainability, & Environmental, Social and Governance (ESG)	Experience in driving sustainability and ESG initiatives, ensuring alignment with the Company's long-term strategic objectives.
Cybersecurity	Understanding of cybersecurity risks, including oversight of policies, controls, and strategies to safeguard the Company's digital assets and information systems.
Information Technology	Strong technology orientation, with the ability to anticipate emerging trends, support innovation, and enable development of new or enhanced business models.

The details of core skills, expertise, and competencies mapped at the individual Director level is provided in Saksoft' s Profile of Board of Directors section in the Annual Report.

Board Committees

To ensure focused oversight, enhanced governance, and accountability, the Board has constituted the following Committees. Each Committee operates in accordance with its defined terms of reference, which set out its composition, scope, powers, and responsibilities. The recommendations and observations of these Committees facilitate informed decision-making by the Board, with the respective Chairpersons apprising the Board of key deliberations. As on March 31, 2026, the Board had five Committees, namely:

- Audit Committee (AC)
- Nomination and Remuneration Committee (NRC)
- Stakeholders Relationship Committee (SRC)
- Risk Management Committee (RMC)
- Corporate Social Responsibility Committee (CSR)

THE BOARD

Audit Committee
- Mr. Suresh Subramanian
- Mr. Ajit Thomas
- Mrs. Kavitha Vijay
- Mr. Mahesh Ramakant Muzumdar

Nomination and Remuneration Committee
- Mr. Mahesh Ramakant Muzumdar
- Mr. Ajit Thomas
- Mrs. Kavitha Vijay
- Mr. V Sreenivasan

Stakeholders Relationship Committee
- Mr. Aditya Krishna
- Mr. V Sreenivasan
- Ms. Kanika Krishna

Risk Management Committee
- Mrs. Kavitha Vijay
- Mr. Aditya Krishna
- Ms. Kanika Krishna
- Mr. Niraj Kumar Ganeriwal
- Ms. Avantika Krishna

Corporate Social Responsibility Committee
- Mr. V Sreenivasan
- Mr. Aditya Krishna
- Ms. Kanika Krishna

Pursuant to the appointment of Mr. Vaidyanathan Sreenivasan and Mr. Mahesh Ramakant Muzumdar, Non-Executive Independent Directors of the Company and Ms. Avantika Krishna as Whole Time Director with effect from May 25, 2026, and with cessation of Mr. VVR Babu, Non-Executive Independent Director of the Company with effect from May 26, 2026, the Board Committees were reconstituted accordingly in compliance with Regulation 18- Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The updated list of Board Committee Members is available at Company's website at https://www.saksoft.com/investor/corporate-governance/

The terms of reference, composition of the Board Committees, along with details of the number of Meetings held during FY 2025-26 and the attendance of Members there at, as required under Schedule V of SEBI LODR Regulations are set out below:

(i) AUDIT COMMITTEE

The Company has constituted an Audit Committee in compliance with the requirements of Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Section 177 of the Companies Act, 2013.

(a) Terms of Reference:

The terms of reference stipulated by the Board to the Audit Committee cover the matters specified under Regulation 18 read with Part C-Schedule II of SEBI Listing Regulations and Section 177 of the Companies Act, 2013 and its relevant rules notified thereunder.

The terms of reference of the Audit Committee are available on the Company's website at https://www.saksoft.com/investor/corporate-governance/

b) Composition of the Committee, Details of Meetings and attendance of Members during the year:

AUDIT COMMITTEE KEY METRICS

4 Members | 4 Meetings | 100% Attendence | 75% Independence

Table 3: Details of the Audit Committee Meetings held during FY 2025-26, along with Directors' attendance

Name of the Director	Category	Designation	Dates of Meetings held during the year	No. of Meetings during FY 2025-26: Held during tenure	Attended	% of attendance
Mr. Suresh Subramanian	Non-Executive Independent Director	Chairperson	26.05.2025 08.08.2025 10.11.2025 02.02.2026	4	4	100
Mr. Ajit Thomas	Non-Executive Non-Independent Director	Member		4	4	100
Mr. VVR Babu	Non-Executive Independent Director	Member		4	4	100
Mrs. Kavitha Vijay	Non-Executive Independent Director	Member		4	4	100

- *The maximum time gap between any of the two consecutive Meetings of the Committee was not more than 120 days and the necessary quorum was present in all the Meetings.*
- *Ms. Meera Venkatramanan, Company Secretary of the Company acted as the secretary to the Audit Committee.*
- *Mr. Suresh Subramanian, Chairman of the Audit Committee, attended the Annual General Meeting held on August 8, 2025, through Audio-Visual Means and was available to address Shareholders' queries.*
- *Apart from the Members of the Committee, the Committee invites such executives as it considers appropriate, representatives of the Statutory Auditor and Internal Auditor, to be present at its Meetings.*
- *During the year, the Board has accepted all the recommendations of the Audit Committee.*
- *All Members of the Committee are financially literate, and at least one Member possesses adequate expertise in accounting and financial management.*

Key highlights of the activities of the Committee during the year	Frequency
Review of the Role of Audit Committee as specified under Regulation 18 read with Schedule II Part C of SEBI Listing Regulations	Q
Approved the Scheme of Merger	P
Reviewed and approved Related Party Transactions and granted Omnibus approvals	Q
Reviewed and recommended to the Board on various Statutory policies amendments	P
Reviewed and Recommended to the Board, Audited Financial Statements of the Company	A
Reviewed the Audited Financials of Unlisted Subsidiary Companies particularly, the Investments made by the Subsidiaries	A
Reviewed and approved the fees paid to Statutory Auditors for their professional services	A
Recommended appointment of Internal Auditors of the Company	A
Reviewed and Recommended to the Board, Unaudited Financial Statements of the Company	Q
Reviewed the Compliance on SEBI (Prohibition of Insider Trading) Regulations, 2015	Q
Noted the disclosures issued by promoters under Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	A

Frequency

A- Annually **Q- Quarterly** **P- Periodically**

(ii) NOMINATION AND REMUNERATION COMMITTEE

The Company has constituted Nomination and Remuneration Committee in compliance with the requirements of Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Section 178 of the Companies Act, 2013.

(a) Terms of Reference:

The terms of reference stipulated by the Board to the Nomination and Remuneration Committee cover the matters specified under Regulation 19 read with Part D of Schedule II of SEBI Listing Regulations and Section 178 of the Companies Act, 2013 and its relevant rules notified thereunder.

The terms of reference of the Nomination and Remuneration Committee are available on the Company's website at https://www.saksoft.com/investor/corporate-governance/

b) Composition of the Committee, Details of Meetings and attendance of Members during the year:

NOMINATION AND REMUNERATION COMMITTEE KEY METRICS

3 Members | 3 Meetings | 100% Attendence

Table 4: Details of the NRC Committee Meetings held during FY 2025-26, along with Directors' attendance

Name of the Director	Category	Designation	Dates of Meetings held during the year	No. of Meetings during FY 2025-26: Held during tenure	Attended	% of attendance
Mr. VVR Babu	Non-Executive Independent Director	Chairperson	26.05.2025 08.08.2025 10.11.2025	3	3	100
Mr. Ajit Thomas	Non-Executive Non-Independent Director	Member		3	3	100
Mrs. Kavitha Vijay	Non-Executive Independent Director	Member		3	3	100

- *During the year, the Committee met three times, and the requisite quorum, as stipulated under Regulation 19 of the SEBI LODR Regulations, was present at all the Meetings.*
- *Ms. Meera Venkatramanan, Company Secretary of the Company, acted as the Secretary to the Committee.*
- *Apart from the Members of the Committee, Committee invites such of the executives as it considers appropriate to be present at its Meetings.*
- *During the year, the Board has accepted all the recommendations of the Nomination and Remuneration Committee.*
- *Mr. VVR Babu, Chairman of the Nomination and Remuneration Committee, attended the Annual General Meeting held on August 8, 2025, through Audio-Visual Means and was available to address Shareholders' queries.*
- *During the year, the Nomination and Remuneration Committee passed two Circular Resolutions.*

Key highlights of the activities of the Committee during the year	Frequency
Review of the Role of Nomination and Remuneration Committee as specified under Regulation 19 read with Schedule II Part D Para A of SEBI Listing Regulations	Q
Recommended reappointment of Mr. Aditya Krishna, the Chairman and Managing Director of the Company for the further period of 5 years	P
Reviewed and recommended the list of Senior Management Personnel	A
Recommended the appointment of Senior Management Personnel	P
Recommended revision in the remuneration of the Senior Management Personnel for the approval of the Board	A
Reviewed and recommended to the Board the amendments to the Nomination and Remuneration Policy	P
Recommended the grant of Employees Stock Options to the eligible Employees of the Company	P

Frequency

A- Annually **Q- Quarterly** **P- Periodically**

c) Performance evaluation criteria for Independent Directors:

In line with the Company's Corporate Governance Guidelines, the performance evaluation of Independent Directors was undertaken for FY 2025–26 with the objective of assessing their effectiveness and contribution to the Board and Committees. The evaluation was conducted in association with an external management consultant specializing in Board Evaluations and was aligned with the requirements of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI's Guidance Note on Board Evaluation issued in January 2017.

The evaluation framework included assessment parameters such as participation and engagement in Board and Committee Meetings, strategic guidance, governance oversight, domain expertise, safeguarding stakeholder interests, contribution to risk management and upholding ethical and compliance standards.

The outcomes of the evaluation were reviewed by the Nomination and Remuneration Committee and the Board in their respective Meetings held on May 25, 2026. The evaluation reflected the Independent Directors' continued commitment towards maintaining high standards of governance, integrity and fiduciary responsibility, while also enabling identification of areas for further enhancement in Board effectiveness and governance processes.

(iii) STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has constituted Stakeholders Relationship Committee in compliance with the requirements of Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Section 178 of the Companies Act, 2013.

(a) Terms of Reference:

The terms of reference stipulated by the Board to the Stakeholders Relationship Committee cover the matters specified under Regulation 20 read with Part D, Para B Schedule II of SEBI Listing Regulations and Section 178 of the Companies Act, 2013 and its relevant rules notified thereunder.

The terms of reference of the Stakeholders Relationship Committee are available on the Company's website at https://www.saksoft.com/investor/corporate-governance/

(b) Composition of the Committee, Details of Meetings and attendance of Members during the year:

STAKEHOLDERS RELATIONSHIP COMMITTEE KEY METRICS

3 Members | 1 Meeting | 100% Attendence

Table 5: Details of the SRC Committee Meeting held during FY 2025-26, along with Directors' attendance

Name of the Director	Category	Designation	Dates of Meetings held during the year	No. of Meetings during FY 2025-26: Held during tenure	Attended	% of attendance
Mr. VVR Babu	Non-Executive Independent Director	Chairperson	26.05.2025	1	1	100
Mr. Aditya Krishna	Executive and Promoter Director	Member		1	1	100
Ms. Kanika Krishna	Non-Executive Non-Independent Director	Member		1	1	100

- *During the year, the Committee met once, and the requisite quorum, as stipulated under Regulation 20 of the SEBI LODR Regulations, was present at the Meeting.*
- *Ms. Meera Venkatramanan, Company Secretary of the Company, acted as the Secretary to the Committee.*
- *Mr. VVR Babu, Chairman of the Stakeholders Relationship Committee, attended the Annual General Meeting held on August 8, 2025, through Audio-Visual Means and was available to address Shareholders' queries.*
- *Apart from the Members of the Committee, Committee invites such of the executives as it considers appropriate to be present at its Meetings.*

Key highlights of the activities of the Committee during the year	Frequency
Review of the Role of Stakeholders Relationship Committee as specified under Regulation 20 read with Schedule II Part D Para B of SEBI Listing Regulations	A
Reviewed the Statement of Investors Complaints	A
Reviewed the Share transfers and Share price movements during the previous year	A
Reviewed various measures and initiatives taken for reducing the quantum of unclaimed dividends and timely receipt of dividend warrants / annual reports / notices by the Shareholders of the Company	A

Frequency A- Annually

(c) **Name, designation and address of Compliance Officer:**

Ms. Meera Venkatramanan, Company Secretary and Compliance Officer
Global Infocity Park, 40 MGR Salai, Kandanchavadi,
Perungudi, Chennai.
Telephone: 044 2454 3500

(d) **Number of Shareholders' complaints received:**

Table 6: Details of requests/queries/complaints received and resolved during the Financial Year 2025-26

Nature of Query	No. of Request/ queries Received	No. of Complaints Received	Resolved	Unresolved
Request for Annual Report	37	-	37	-
Request for Dividend payment	17	-	17	-
Dividend- TDS related certificate	20	-	20	-
Request to claim shares transferred to Investors Education Protection Fund (IEPF)	-	-	-	-
Complaints received through SEBI/Stock Exchange	1	-	1	-

The Compliance Officer of the Company, along with the Registrar and Share Transfer Agent, M/s. Cameo Corporate Services Ltd., attends to all Shareholder grievances received directly or through SCORES, Stock Exchanges, and other channels.

(iv) RISK MANAGEMENT COMMITTEE

The Company has constituted Risk Management Committee in compliance with the requirements of Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(a) **Terms of Reference:**

The terms of reference stipulated by the Board to the Risk Management Committee cover the matters specified under Regulation 21 read with Part D-Schedule II of SEBI Listing Regulations.

The terms of reference of the Risk Management Committee are available on the Company's website at https://www.saksoft.com/investor/corporate-governance/

(b) **Composition of the Committee, Details of Meetings and attendance of Members during the year:**

RISK MANAGEMENT COMMITTEE KEY METRICS

5 Members | 2 Meetings | 100% Attendence

Table 7: Details of the RMC Committee Meetings held during FY 2025-26, along with Directors' attendance

Name of the Member	Category	Designation	Dates of Meetings held during the year	No. of Meetings during FY 2025-26		
				Held during tenure	Attended	% of attendance
Mrs. Kavitha Vijay	Non-Executive Independent Director	Chairperson	14.10.2025 26.03.2026	2	2	100
Mr. Aditya Krishna	Executive and Promoter Director	Member		2	2	100
Ms. Kanika Krishna	Non-Executive Non-Independent Director	Member		2	2	100
Mr. Niraj Kumar Ganeriwal	Chief Operating Officer & Chief Financial Officer	Member		2	2	100
Ms. Avantika Krishna	Whole Time Director	Member		2	2	100

- *During the year, the Committee met twice and the maximum time gap between the two consecutive Meetings of the Committee was not more than 210 days and the necessary quorum was present in all the Meetings.*
- *Ms. Meera Venkatramanan, Company Secretary of the Company, acted as the Secretary to the Committee.*
- *During the Meeting, the Committee reviewed and ensured that appropriate methodologies, processes, and systems are in place to effectively monitor and evaluate risks associated with the Company's business operations.*

Key highlights of the activities of the Committee during the year	Frequency
Review of the Role of Risk Management Committee as specified under Regulation 21 read with Schedule II Part D of SEBI Listing Regulations	P
Reviewed test check of the controls done during the year	P

Frequency P-Periodically

(V) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Company has constituted Corporate Social Responsibility Committee in compliance with the requirements of Section 135 of Companies Act, 2013, read with relevant rules.

(a) **Terms of Reference**

The terms of reference of the Corporate Social Responsibility Committee are available on the Company's website at https://www.saksoft.com/investor/corporate-governance/

(b) **Composition of the Committee, Details of Meetings and attendance of Members during the year:**

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE KEY METRICS

3 Members | 1 Meeting | 100% Attendence

Table 8: Details of the CSR Committee Meeting held during FY 2025-26, along with Directors' attendance

Name of the Director	Category	Designation	Dates of Meetings held during the year	No. of Meetings during FY 2025-26		
				Held during tenure	Attended	% of attendance
Mr. Aditya Krishna	Executive and Promoter Director	Chairperson	26.05.2025	1	1	100
Mr. VVR Babu	Non-Executive Independent Director	Member		1	1	100
Ms. Kanika Krishna	Non-Executive Non-Independent Director	Member		1	1	100

During the Meeting, the Committee has recommended to the Board of Directors that the Company together with its Indian Subsidiaries (where applicable), contribute not less than 2% of the average net profit of the last three Financial Years of the respective Companies towards CSR fund for the Financial Year 2025 – 26. The contribution is proposed to support agencies undertaking projects in the field of "Promoting education including special education and employment enhancing vocational skills especially among children, women, elderly, and the differently abled and livelihood enhancing projects and supporting the upliftment of women in their livelihood.

A CSR Report giving details of the CSR activities undertaken by the Company during the year along with the amount spent on CSR activities is annexed to the Board's Report as Annexure-1.

Information to the Board and its Committees

During the year, the Board of Directors of the Company had been furnished with the following information (including, but not limited to the following) to enable the Directors to contribute to the decision-making process along with the minimum information to be placed before the Board of the Director of the Company as per Regulation 17(7) read with Part A of Schedule II of the SEBI Listing Regulations.

- Quarterly, half-yearly, and annual financial results of the Company, along with business updates;
- Quarterly and annual filing requirements made to the Stock Exchanges;
- Quarterly presentations by the Statutory Auditors and Internal Auditors;
- Minutes of Meetings of the Board, Audit Committee, and other Committees, Minutes/resolutions of Subsidiary Meetings, and details of significant transactions and investments;
- Updates on CSR projects/programmes, including budgets and implementation status;
- Disclosures of interest and other statutory declarations by Directors, Senior Management, and Designated Persons;
- Key regulatory updates applicable to the Companies Act and other relevant laws and regulations governing the Company;
- Risk assessments covering various markets, resources, and business segments;
- Evaluation of potential acquisition opportunities and proposed divestments;
- Contracts or arrangements, including Related Party Transactions;
- Policies placed for review and approval, as applicable; and
- Matters relating to business development or restructuring.

Particulars of Senior Management Personnel

i) List of Senior Management Personnel as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors at their respective Meetings held on May 25, 2026

Table 9:

S No	List of Senior Management Personnel	Designation
1	Mr. Dhiraj Kumar Mangla	Chief Customer Officer
2	Ms. Meera Venkatramanan	Key Managerial Personnel- Vice President Company Secretary and Compliance Officer
3	Mr. Niraj Kumar Ganeriwal	Key Managerial Personnel- Chief Operating Officer and Chief Financial Officer
4	Mr. Shankar Harihara Iyer	Chief Growth Officer, USA
5	Mr. Venkatesh Agarwal	Senior Vice President, Strategy and Growth
6	Mr. Venkatram Ramoo	Vice President, Business Unit Head- Emerging Verticals (Designated as SMP with effect from May 25, 2026)

ii) Changes in Senior Management Personnel during the Financial Year

Table 10:

S No	Name	Designation	Details of change	Effective Date
1.	Mr. Shankar Harihara Iyer	Chief Growth Officer- USA	Appointment	October 13, 2025
2.	Mr. Deepak Agarwal	Business Head- Commerce	Resignation	December 12, 2025
3.	Mr. Saswat Ranjan Swain	Chief Delivery Officer	Resignation	March 31, 2026
4.	Mr. Amit Verma	Business Head- Logistics	Change in Reporting	April, 01,2026
5.	Ms. Avantika Krishna	Whole Time Director	Change in designation from Chief Sales Officer to Whole Time Director	May 25, 2026

The particulars of Senior Management Personnel of the Company and changes therein are being intimated to the Stock Exchanges as per applicable provisions of SEBI Listing Regulations, as amended from time to time. The details are also available on the website of the Company.

Remuneration of Directors

The remuneration of Directors is determined based on various factors, including the size and global presence of the Company, its economic and financial position, and the Directors' participation in Board and Committee Meetings. Based on these parameters and the annual performance evaluation of the Directors, the remuneration payable is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

The remuneration of Executive Directors comprises a base salary and other benefits. The remuneration of Independent Directors is determined considering their roles and responsibilities, including Committee positions, attendance and participation in Board and Committee Meetings, and performance evaluation. Independent Directors are entitled to sitting fees, and commission based on profits.

Non-Executive Directors (including Independent Directors) are paid commission of up to 1% of the Net Profits of the Company for each Financial Year, in accordance with the approval of the Members at the Annual General Meeting held on August 09, 2022. Further, pursuant to Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the criteria for payment to Non-Executive Directors are available on the Company's website: https://www.saksoft.com/investor/company-announcements/disclosure-under-regulation-46-and-62-of-sebi-lodr-regulations/

Details of Remuneration paid to Executive Director of the Company during the Financial Year April 1, 2025 to March 31, 2026:

Table 11:

Name and Designation of Director	Mr. Aditya Krishna, Chairman & Managing Director (in INR Millions)
Salary and Allowances	6.03
Perquisites	-
Contribution to Provident Fund, Superannuation Fund or Annuity Fund	0.021
Performance - linked Bonus/ Incentives	-
Stock options	-
Total	**6.05**

Terms of Appointment

Service Contract:

Mr. Aditya Krishna's employment agreement with the Company does not specify a fixed end date; however, his tenure as the Chairman and Managing Director is governed by the provisions of the Companies Act, 2013 and other applicable provisions. He has been re-appointed as the Chairman and Managing Director for a period of five (5) years, effective from April 01, 2026 to March 31, 2031 (both days inclusive), at a basic salary of Rs. 10 lakhs per month, by the Shareholders by way of a Special Resolution passed at their Meeting held on August 08, 2025.

Severance Fees; Notice Period:

No notice periods, or severance fees are applicable to the Director.

Stock Option details:

Mr. Aditya Krishna, being a Promoter Director of the Company, is not eligible for grant of stock options under the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Overall Remuneration: The aggregate remuneration, including salary and perquisites, payable in any financial year shall not exceed the limits prescribed under Section 197 and other applicable provisions of the Companies Act, 2013, read with Schedule V thereto, as amended from time to time.

Minimum Remuneration: In the event of absence or inadequacy of profits in any Financial Year during the tenure of service, the remuneration payable to him by way of salary, perquisites & allowances as noted above shall be paid as minimum remuneration for a period not exceeding 3 years, subject to the limits prescribed in Section II of Part II of Schedule V to the Companies Act, 2013, as amended from time to time or such other limits as maybe prescribed by the Government from time to time and applicable to the Company.

Details of Remuneration paid to Non-Executive Directors of the Company during the Financial Year April 1, 2025 to March 31, 2026:

During the year, the Company paid sitting fees to its Non-Executive Non-Independent and Independent Directors as follows: (a) Rs. 50,000 per Meeting for attending Meetings of the Board of Directors, and (b) Rs. 10,000 per Meeting for attending Meetings of the Committees of the Board.

The Company has obtained approval from its Shareholders at the 23rd Annual General Meeting for payment of commission of up to 1% of the net profits of the Company. The quantum of such commission is determined annually by the Board of Directors and is distributed among the Non-Executive Non-Independent and Independent Directors based on the duration of their association with the Company during the year.

Table 12: Summary of the sitting fees paid and commission payable to the Directors for the year ended March 31, 2026:

(Rs in INR Million)

S. No	Name of the Director	Sitting Fees (Board Meetings)	Sitting Fees (Committee Meetings)	Managerial Commission	Total
1.	Mr. Ajit Thomas	0.2	0.07	0.5	0.77
2.	Mr. VVR Babu	0.2	0.09	0.5	0.79
3.	Ms. Kanika Krishna	0.2	0.02	0.5	0.72
4.	Mrs. Kavitha Vijay	0.2	0.07	0.5	0.77
5.	Mr. Suresh Subramanian	0.15	0.04	0.5	0.69
	TOTAL	**0.95**	**0.29**	**2.5**	**3.74**

Pursuant to the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, the managerial commission has been revised from Rs. 2.50 lakhs per annum to Rs. 5.00 lakhs per annum. The revised commission remains within the approved limit of 1% of the net profits of the Company for the relevant financial year, as approved by the shareholders at the 23rd Annual General Meeting held on August 09, 2022.

All Directors are appointed through resolutions passed by the Shareholders. No service contracts, notice periods, or severance fees are applicable to the Directors.

The Company has not granted any stock options to its Directors. Further, none of the Directors receive any remuneration or commission from the Company's Subsidiary entities.

During FY 2025-26, there was no material pecuniary relationship or transaction between the Company and any of the Non-Executive/Independent Directors, apart from payment of commission on profit, sitting fee.

General Body Meetings

(a) Particulars of the last three Annual General Meetings

Table 13:

Financial Year	Location	Date	Time
2022-23	In compliance with General Circular No. 10/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs and SEBI vide its Circular No. SEBI/HO/DDHS/DDHS_Div2/P/CIR/2022/079 dated June 3, 2022, AGM will be conducted through Video Conference (VC)/Other Audio Visual Means (OAVM). Accordingly, there is no requirement to have a venue for the AGM. For the purpose of compliance of Section 96 of the Act, the registered office of the Company i.e., Saksoft Limited, Global Infocity Park, 40 MGR Salai, Kandanchavadi, Perungudi, Chennai., shall be deemed to be the venue of the AGM.	August 14, 2023	10:30 AM
2023-24	In compliance with General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs and SEBI vide its Circular No. SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023, AGM will be conducted through Video Conference (VC)/Other Audio Visual Means (OAVM). Accordingly, there is no requirement to have a venue for the AGM. For the purpose of compliance of Section 96 of the Act, the registered office of the Company i.e., Saksoft Limited, Global Infocity Park, 40 MGR Salai, Kandanchavadi, Perungudi, Chennai., shall be deemed to be the venue of the AGM.	August 07, 2024	10:30 AM
2024-25	In compliance with General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, AGM will be conducted through Video Conference (VC)/Other Audio Visual Means (OAVM). Accordingly, there is no requirement to have a venue for the AGM. For the purpose of compliance of Section 96 of the Act, the registered office of the Company i.e., Saksoft Limited, Global Infocity Park, 40 MGR Salai, Kandanchavadi, Perungudi, Chennai., shall be deemed to be the venue of the AGM.	August 08, 2025	10:30 AM

(b) Special Resolutions passed by the Members during the last three Annual General Meetings

Table 14:

Financial Year	Date of Annual General Meeting	No. of Special Resolutions	Resolutions
2022-23	August 14, 2023 24th Annual General Meeting	Nil	Nil
2023-24	August 07, 2024 25th Annual General Meeting	Nil	Nil
2024-25	August 08, 2025 26th Annual General Meeting	1	To re-appoint Mr. Aditya Krishna as the Chairman & Managing Director of the Company for the period of five years from April 01, 2026 to March 31, 2031

(c) Details of Extra- Ordinary General Meetings held

No Extra- Ordinary General Meetings were held during the last three Financial Years i.e., FY 2023-24; FY 2024-25 and FY 2025-26.

(d) Special Resolutions passed through Postal Ballot

No Postal Ballot was conducted during the Financial Year 2025-26.

Means of Communication

An essential part of a good Corporate Governance is timely and effective communication.

The Stakeholders are updated consistently with the financial results, press releases and presentations made to the Institutional Investors and other specific communications as required.

Given are the details of vital importance that are communicated to the Stakeholders.

(a) Quarterly and Annual Results:

The Company has the ultimate responsibility of keeping the Investors informed of the financial performance of the Company. The quarterly results of the Company are approved and adopted by the Board within 45 (forty-five) days of the end of the quarter and the last quarter and annual results are approved and adopted by the Board within 60 (Sixty) days from the closure of the last quarter. The results are disseminated immediately to the Stock Exchanges where the Company's Shares are listed- National Stock Exchange Limited (NSE) and BSE Limited (BSE) (permitted to trade category) and on the website of the Company.

(b) Newspapers wherein results are generally published:

The Consolidated Quarterly / Annual Financial Results are published within 48 hours in the leading newspapers Viz., Business Standard, Financial Express, Trinity Mirror (English) and Makkal Kural (Tamil) with a note that the Standalone Quarterly/ Annual Financial Results are posted on the Company's website for ease of reference to the Stakeholders.

Table 15: Newspaper Publications of Financial Results by the Company during the year

Financial Results	Newspapers	Date of publication
Audited Financial Results for the quarter and financial year ended March 31, 2025	Business Standard (English) Financial Express (English) Trinity Mirror (English) Makkal Kural (Tamil)	May 27, 2025
Unaudited Financial Results for the quarter ended June 30, 2025	Business Standard (English) Financial Express (English) Trinity Mirror (English) Makkal Kural (Tamil)	August 09, 2025
Unaudited Financial Results for the quarter and half year ended September 30, 2025	Business Standard (English) Financial Express (English) Trinity Mirror (English) Makkal Kural (Tamil)	November 11, 2025
Unaudited Financial Results for the quarter and nine months ended December 31, 2025	Business Standard (English) Financial Express (English) Trinity Mirror (English) Makkal Kural (Tamil)	February 03, 2026

(c) Website Disclosure:

The Company's annual and quarterly Standalone and Consolidated Financial Results, together with the Limited Review Reports, Audited Financial Statements of Subsidiaries, Earnings call presentations, and other mandatory Corporate announcements required to be hosted under the SEBI Listing Regulations are available on the Company's website (www.saksoft.com) under the dedicated Investors section. These disclosures are also accessible on the websites of the National Stock Exchange of India (www.nseindia.com) and the BSE Limited (www.bseindia.com).

(d) Official news releases:

The official news releases are displayed on the website of the Company at https://www.saksoft.com/newsroom/.

(e) Presentation(s) made to Institutional Investors or to the Analysts:

The Company had Quarterly/Annual Earnings Calls on May 27, 2025; August 09,2025; November 11, 2025 and February 03, 2026 for the investors of the Company immediately after the declaration of Quarterly/Annual results.

Pursuant to Regulation 30(6) of the SEBI Listing Regulations, 2015, details of the schedule of analyst and Institutional Investor Meetings with the Company are duly intimated to the Stock Exchanges. Presentations of such calls, along with Transcripts, are also made available on the Company's website, ensuring compliance and facilitating easy access for Stakeholders.

The web link is provided under the subheading "Website Disclosures" in this report.

General Shareholder Information

Particulars	Details
(a) Annual General Meeting	Date: August 07,2026 Time: 10.30 A.M Venue: Annual General Meeting through Video Conference/ Other Audio and Visual Means
(b) Financial Year	The Company follows April- March as the Financial Year
Periodical results	**Tentative details of the Financial Year are as under**
Results for Quarter I ending 30th June 2026	On/ before first week of August 2026
Results for Quarter II & 6 months ending 30th September 2026	On/ before Second week of November 2026
Results for III Quarter & 9 months ending 31st December 2026	On/ before first week of February 2027
Results for the IV Quarter and year ending 31st March 2027	On/ before last week of May 2027
Record Date	**As mentioned in the Notice to the AGM.**
(c) Payment of Dividend	An Interim Dividend of Re. 0.45/- per Share was declared on November 10, 2025. The Final Dividend, if approved by Shareholders at their ensuing 27th Annual General Meeting, shall be paid within 30 days from the date of declaration to those Members whose name appears in the Register of Members as on the Record Date.
(d) Name and address of each Stock Exchange(s) at which the listed entity's securities are listed and confirmation payment of annual listing fee to each of Stock Exchange(s)	The Equity shares of the Company are listed at **National Stock Exchange of India Limited, ("NSE")** Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Shares are permitted to be traded under the permitted trading category in: **BSE Limited, ("BSE")** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 ISIN of the Equity Shares of the Company is **"INE667G01023"** The Annual Listing Fee as prescribed by the NSE has been paid and listing fee is not applicable in BSE, as the Company is under permitted trading category in BSE Limited.

(e) During the year, no securities of the Company are suspended from trading

(f) Registrar and Transfer Agents (RTA)

M/s. Cameo Corporate Services Limited

Subramanian Building, No.1, Club House Road, Chennai - 600 002.

Tel: +91-44--28460390, Fax: +91 - 44 – 2846 0129

Email: investor@cameoindia.com; Web-site: www.cameoindia.com

(g) Share Transfer System

The Company's shares are traded in the Stock Exchange(s) compulsorily in DEMAT mode. Pursuant to the directives issued by the Securities and Exchange Board of India, the Share transfers, both physical and demat are handled by our Share Transfer Agent, M/s Cameo Corporate Services Limited, Chennai. Shares in physical mode which are lodged for transfer either with the Company or with the Share Transfer Agent are processed subject to the exercise of option under compulsory transfer cum demat procedure.

(h) Distribution of Shareholding as on March 31, 2026

Table 17:

Range	Shareholders		Shares Amount	
	Number	%	Rs.	%
Up to– 5000	110263	99.42	18989516	14.33
5001 – 10000	357	0.32	2536841	1.91
10001 – 20000	141	0.13	1963951	1.48
20001 – 30000	41	0.04	1043247	0.79
30001 – 40000	26	0.02	926231	0.70
40001 – 50000	17	0.02	799768	0.60
50001 – 100000	26	0.02	1858143	1.40
100001 and above	33	0.03	104433553	78.79
Total	**110904**	**100.00**	**132551250**	**100.00**

(i) Dematerialization of Shares and Liquidity

The Shares of the Company are compulsorily traded in dematerialized form by all categories of Investors. These Shares are traded in the National Stock Exchange of India Limited and under permitted trading category in BSE Limited.

As on March 31, 2026, 99.96% of the Company's paid-up capital was held in dematerialized form.

Table 18: Particulars of number of shares held in dematerialized and physical form, are as under:

Particulars	No of Holders	Total Shares	% of Holdings
Physical	7	47020	0.04
NSDL	25299	115027483	86.78
CDSL	85598	17476747	13.18
Total	**110904**	**132551250**	**100.00**

(j) Outstanding Global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any Global Depository Receipts or American Depository Receipts or Warrants or any Convertible Instruments.

(k) Commodity Price risk or Foreign Exchange Risk and Hedging activities:

Table 19:

(Amount in INR millions)

Eligible limit under past performance	Aggregate amount of contracts booked with all the ADs from April 2025 – March 2026	Amount of contracts cancelled with all ADs from April 2025 – March 2026	Amount utilized (by delivery of documents) from April 2025 – March 2026	Amount of contracts o/s with all ADs as on 31st March 2026	Available limits under past performance as on 31st March 2026
Export	1331.54	Nil	1174.95	995.91	48.61
Import	Nil	Nil	Nil	Nil	Nil

(l) Plant Locations

Having regard to the nature of the Company's business, namely Information Technology (IT) Services and IT Enabled Services, the Company carries out its operations through various offices located in India and overseas. The Company does not own or operate any manufacturing facilities.

(m) Address for Correspondence:

Saksoft Limited
Global Infocity Park, Block A, 2nd Floor,
No. 40, Dr. MGR Salai,
Kandanchavadi,
Perungudi,
Chennai - 600 096.
Ph: +91-44-2454 3500, Fax: +91-44-2454 3510

(n) Credit Ratings

During the year under review, the following credit ratings were reaffirmed by the rating agency:

- CARE Ratings reaffirmed the Company's long-term bank facilities aggregating to Rs. 12.00 crores with a rating of CARE A and a Stable outlook.
- CARE Ratings also reaffirmed the rating of CARE A1 for the Company's short-term bank facilities aggregating to Rs. 3.00 crores.

Other Disclosures

(i) Disclosure on material Significant Related Party Transactions that may have potential conflict with the interests of listed entity at large:

There were no material Related Party Transactions during the Financial Year 2025–26 requiring the approval of the Shareholders.

Related Party Transactions

The Company, in compliance with Regulation 23 of SEBI Listing Regulations, has formulated a policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions. All Related Party Transactions were placed before the Audit Committee for its prior approval.

Audit Committee considers the criteria such as ordinary course of business and arms' length pricing before granting the Omnibus approval in respect of transactions, which are repetitive in nature. The Audit Committee reviews on a quarterly basis, the details of Related Party Transactions entered by the Company pursuant to the Omnibus approval given. The Policy for Related Party Transactions of the Company can be accessed at - https://www.saksoft.com/investor/corporate-governance/

(ii) Details of non-compliance by the listed entity, penalties, and strictures imposed on the listed entity by stock exchange(s) or the Board or any statutory authority, on any matter related to capital markets, during the last three Financial Years

There were no material penalties or strictures imposed on the Company by the Stock Exchanges, SEBI, or any other statutory authority on matters relating to the capital markets during the last three financial years.

(iii) Whistle Blower Policy and Vigil Mechanism

The Company has established the necessary Vigil Mechanism for Directors and employees to report concerns about unethical behavior. In accordance with SEBI Listing Regulations, the concerned Director or employee may report the matter directly to the Chairman of the Audit Committee. No individual has been denied access to the Chairman of the Audit Committee.

The web link for the Whistle Blower Policy is listed under the subheading "Website Disclosures" in this report.

(iv) The requirement under Regulation 17 to 27 read Regulation 46 for Corporate Governance under the Listing Regulations

The requirements specified under Regulations 17 to 27 read with Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Corporate Governance have been duly complied with by the Company.

(v) Compliance with mandatory and non-mandatory (discretionary) requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

a) **Mandatory Requirements:**

The Company has disclosed and complied with all the applicable mandatory requirements of the SEBI Listing Regulations.

b) **Non- Mandatory Requirements:**

The Company has adopted following discretionary requirements of Regulation 27 (1) of the SEBI Listing Regulations:

Modified Opinion(s) in Audit Report

The Company's Standalone and Consolidated Financial Statements are with unmodified audit opinion for the Financial Year ended on March 31, 2026.

Reporting of Internal Auditor

The Internal Auditors reports to the Audit Committee.

(vi) Details of Corporate Governance Policies

The Corporate Governance policies are available on the Company's website at https://www.saksoft.com/investor/corporate-governance/. The policies are reviewed periodically by the Board and updated regularly.

(vii) Weblink of policy for determining Material Subsidiaries

The Company had identified unlisted Material Subsidiaries of the Company, incorporated in India and outside India. The Company has formulated a policy for determining Material Subsidiary and the web link of the same is provided under the subheading "Website Disclosures" in this report.

(viii) Disclosure for commodity price risks and commodity hedging activities

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be furnished.

(ix) Details of utilization of funds raised through Preferential Allotment or Qualified Institutions Placement as specified under Regulation 32 (7A) of (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has not raised any funds through Preferential Allotment or Qualified Institutions Placement during the financial year under review and hence the disclosure requirement pursuant to Regulation 32(7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable.

(x) Directors disqualification

As per Regulation 34(3) read with Schedule V Para C clause (10)(i) of the SEBI Listing Regulations, the Company has obtained a certificate from Mr. V Suresh, Senior Partner, C.P. No. 6032, Peer Review Cert. No: 6366/2025 of M/s. V Suresh Associates, Practicing Company Secretaries, Chennai, that as on March 31, 2026, none of the Directors on the Board of Saksoft Limited have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such other Statutory Authority. The Certificate of Non-Disqualification of Directors is annexed to this report.

(xi) Details of total fees paid to Statutory Auditors

Particulars of the total fees paid to the Statutory Auditors form part of Notes to accounts of the Consolidated Financial Statements included in this Annual Report.

(xii) Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

a) Number of complaints received during the Financial Year : Nil

b) Number of complaints disposed of during the Financial Year : Nil

c) Number of complaints pending as on end of Financial Year: Nil

(xiii) Loans and advances

Table 19:

Borrowing Entity	Lending Entity	Amount Borrowed (Rs. in Millions)	Outstanding as on March 31, 2026
M/s. Ceptes Software Private Limited	M/s. Saksoft Limited	30	Nil
M/s. Zetechno Products and Services Private Limited	M/s. Saksoft Limited	5	Nil

(xiv) Details of Material Subsidiaries of the Company, including the date and place of Incorporation and the name and date of appointment of the Statutory Auditors of such Subsidiaries are as under

Table 21:

Entity Name	Date of Incorporation	Place of incorporation	Statutory Auditors	Date of Appointment of Statutory Auditor
M/s. Saksoft Solutions Limited	September 14, 2006	England	M/s. KNAV Consulting UK	November 12, 2025
M/s. Acuma Solutions Limited	November 24, 2000	Whales	M/s. KNAV Consulting UK	November 12, 2025
M/s. Saksoft Inc	September 22, 2000	Colorado	M/s. Balachandar Jayaraman CPA LLC	Reappointed on April 01, 2025

The Minutes of the Meetings of the Board of Directors of the Unlisted Indian Subsidiaries are periodically placed at the Meeting of the Board of Directors of the Company.

(xv) Secretarial Audit Report

The Company has undertaken Secretarial Audit for the Financial Year 2025 - 26 which, inter alia, includes Audit of compliance with the Companies Act, 2013, and the Rules made under the Act, SEBI Listing Regulations and applicable Regulations prescribed by the Securities and Exchange Board of India and Secretarial Standards issued by the Institute of the Company Secretaries of India. The Secretarial Audit Report forms part of this report as Annexure -3.

(xvi) Annual Secretarial Compliance Report

The Company has undertaken an Audit for the Financial Year 2025-26 for all applicable compliances as per Securities and Exchange Board of India Regulations and Circulars/Guidelines issued thereunder.

The Company has appointed M/s. Lakshmmi Subramanian & Associates, (PRN. 6608/2025) a firm of Company Secretaries, Chennai as the Auditor for the audit of the practices and procedures followed by the Company under the SEBI Listing Regulations.

The Annual Secretarial Compliance Report has been submitted to the Stock Exchanges within 60 days of the end of the Financial Year.

(xvii) Compliance Report by the Statutory Auditors

The Company has received the Corporate Governance Audit Report from the Statutory Auditors for the Financial Year 2025-26 which forms part of this report as Annexure -5

(xviii) Information disclosed under clause 5A of paragraph A of Part A of Schedule III of SEBI Listing Regulations

There are no agreements having an impact on the management or control of the Company or imposing any restrictions or liabilities on the Company, as required to be disclosed under Schedule V read with Clause 5A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(xix) Disclosures relating to shares lying in the Demat Account

There are 25,902 Shares lying in the Investor Education and Protection Fund as on March 31, 2026.

(xx) Unclaimed/ Unpaid Dividend Fund

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), Dividend, if not claimed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF").

The details of unclaimed dividends and shares transferred to IEPF during FY 2025-26 are as follows:

Table 22:

Financial Year	Amount of unclaimed Dividend Transferred (In Millions)	Number of Shares transferred
Final Dividend 2017-18	0.057	1,250
Interim Dividend 2018-19	0.013	0

Further, all the Shares in respect of which Dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid Dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to Shares in respect of which there is a specific Order of Court, Tribunal or Statutory Authority, restraining any transfer of the Shares.

Details of Unclaimed Dividends and Shareholders whose Shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website at https://www.saksoft.com/investor/company-announcements/unclaimed-dividends

The Members who have a claim on above Dividends and Shares may claim the same from IEPF Authority by submitting an online application in the prescribed Form No. IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with requisite documents enumerated in the Form No. IEPF-5. No claims shall lie against the Company in respect of the Dividend/Shares so transferred. The Members/ Claimants can file only one Consolidated claim in a Financial Year as per the IEPF Rules.

The Company has appointed a Nodal Officer under the provisions of IEPF, the details of which are available on the website of the Company at https://www.saksoft.com/investor-relations/details-nodal-officer-iepf-rules-2016/

(xxi) Disclosures with respect to unclaimed suspense account

In accordance with the requirement of Regulation 34(3) & Part F of Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company reports the following details in respect of equity shares lying in Unclaimed Suspense Account.

Table 23:

Particulars	No of Shareholders	No of Shares
Aggregate number of shareholders and the outstanding Shares in the suspense account lying as on April 01, 2025	13	12543
Number of shareholders who approached listed entity for transfer of Shares from suspense account during FY 2025-26	2*	502
Number of shareholders to whom shares were transferred from suspense account during FY 2025-26	Nil	Nil
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	13	12543

*The transfer of shares has not been completed as the shareholder has not submitted the claim form to the Registrar and Transfer Agent (RTA)

The Company sent periodic reminders requesting the shareholders to provide the required documents for credit of shares and the unclaimed dividend thereon to their demat and bank account, respectively. The Company also affirms that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

(xxii) Code for prevention of Insider -Trading Practices

The Company has adopted a comprehensive Code of Conduct and Fair Disclosure Policy in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, to regulate, monitor and report trading in the Company's securities by designated and connected persons. The Company has also implemented a Structured Digital Database (SDD) system and established procedures relating to trading window closure, disclosures and prevention of insider trading. Compliance with the Regulations is periodically reviewed by the Audit Committee/Board, and regular awareness programs are conducted for employees and designated persons.

(xxiii) Secretarial Standards

The Ministry of Corporate Affairs notified the Secretarial Standard on Meetings of the Board of Directors (SS-1), Secretarial Standard on General Meetings (SS-2), Secretarial Standard on Dividend (SS-3) and Secretarial Standard on Report of the Board of Directors (SS-4).

The Company complies with Secretarial Standards and guidelines issued by the Institute of Company Secretaries of India (ICSI).

Website Disclosures

The Company's hosts its Corporate website in compliance with Regulation 46 of SEBI Listing Regulations, providing comprehensive information on the business.

The Company follows the principle of transparent communication to Investors through its website which includes a detailed business portfolio having diversified business verticals, Director's Newsroom where the key updates are posted and also other necessary information to be communicated to the Stakeholders.

An exclusive section on Investors provides the data right from the financial performance of the Company and its Subsidiaries to the key details of the contact persons to solve Investor grievances, if any.

The following information is disseminated on the website of the Company in accordance with the SEBI Listing Regulations.

Table 24:

Particulars	Weblink
Terms and conditions of appointment of Independent Directors	https://www.saksoft.com/investor/company-announcements/disclosure-under-regulation-46-and-62-of-sebi-lodr-regulations/ and https://www.saksoft.com/investor/corporate-governance/
Composition of various Committees of Board of Directors	
Code of conduct of Board of Directors and Senior Management Personnel	
Details of establishment of Vigil Mechanism/ Whistle Blower Policy	
Policy on dealing with Related Party Transactions	
Policy for determining 'Material' Subsidiaries	
Details of familiarization programmes imparted to Independent Directors	
The email address for grievance redressal and other relevant details	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling Investor grievances	
Financial information and Annual report	
Shareholding pattern	
Schedule of Analyst or Institutional Investor Meet and Presentations made by the listed entity to Analysts or Institutional Investors simultaneously with submission to Stock Exchange	
Corporate Social Responsibility Policy	
Board Diversity Policy	
Risk Management Policy	
Dividend Distribution Policy	
Other Policies in line with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	

The Company ensures that the contents of the website are correct and the Company updates any changes in the content within two working days or any other time limit as prescribed under SEBI Listing Regulations or any other Regulation from the date of such change in content.

Declaration regarding compliance by Board Members and Senior Management Personnel with the Company's Code of Conduct

The Company has formulated and adopted a Code of Conduct applicable to its Board of Directors and Senior Management Personnel, which is hosted on the Company's official website and is accessible to all Stakeholders.

In terms of the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Managing Director hereby affirms that for the Financial Year ended March 31, 2026, all Members of the Board of Directors and Senior Management Personnel have individually submitted declarations confirming their compliance with the provisions of the Code of Conduct as applicable to them.

Aditya Krishna
Chairman and Managing Director
DIN:00031345

Chennai
May 25, 2026

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 of
SAKSOFT LIMITED

Global Infocity, Block A, 2nd Floor, 40, MGR Salai,
Perungudi, Kadanchavadi, Chennai-600096.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SAKSOFT LIMITED**, having **CIN: L72200TN1999PLC054429** and having registered office at Global Infocity, Block A, 2nd Floor, 40, MGR Salai, Perungudi, Kadanchavadi, Chennai -600096. (hereinafter referred to as 'the Company'), 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 Sub clause l0(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 & 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 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No	Name of Directors	DIN	Date of Appointment
1	Mr. Aditya Krishna	00031345	24.11.1999
2	Mr. Ajit Thomas	00018691	31.07.2009
3	Ms. Kanika Krishna	06954593	26.09.2014
4	Mr. Venkata Ramachandra Babu	07234186	27.05.2016
5	Ms. Kavitha Vijay	01047261	14.08.2023
6	Mr. Suresh Subramanian	02070440	21.09.2023

Ensuring the eligibility of 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.

Place: Chennai
Date: May 25, 2026

For V Suresh Associates
Practising Company Secretaries

V. Suresh Senior Partner
FCS No. 2969
C.P.No. 6032
Peer Review Cert. No: 6366/2025
UDIN: F002969H000458567

ANNEXURE-5

AUDITOR`S CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of **Saksoft Limited,**

Date: 25th May 2026

We have examined the compliance of conditions of Corporate Governance by Saksoft Limited ('the Company') for the year ended 31st March 2026, as per Regulations 17-27, clauses (b) to (i)of Regulation 46(2) and paragraphs C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Management responsibility

The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the SEBI Listing Regulations.

Auditor's responsibility

Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

We conducted our examination in accordance with the Guidance Note on certification of Corporate Governance issues by the Institute of Chartered Accountants of India (the "ICAI"), the standards on Auditing specified under section 143(10) of the Companies Act 2013, and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC 1), Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

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 Regulation.

We further state that such compliance is neither an assurance as to the future viability of the Company nor as to the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **R.G.N. Price & Co.,**
Chartered Accountants
FRN No. 002785S

S.Aditya Kumar
Partner
Membership No. 232444
UDIN : 26232444PKIAPJ1184

Place : Chennai
Date : 25th May 2026

ANNEXURE-6

FY 2026 Management Discussion and Analysis

Global economic review

Overview

The global economy operated in a challenging environment during 2024 and 2025, shaped by geopolitical tensions, elevated interest rates, evolving trade dynamics and uneven regional growth. Despite these headwinds, global activity remained resilient, supported by steady services-sector performance and stable consumer demand across major economies. Global GDP growth has been estimated at 3.3% in 2024 and 3.4% in 2025.

Higher tariffs, supply chain disruptions and tighter financial conditions affected global trade flows and business confidence across major economies. In addition, geopolitical tensions and concerns over a possible closure of the Strait of Hormuz led to volatility in global crude oil prices, further increasing uncertainty across energy and commodity markets.

Emerging Markets and Developing Economies (EMDEs) grew faster than advanced economies, at 4.5% in 2024 and 4.4% in 2025, driven by strong domestic demand and infrastructure investment. Advanced economies recorded growth of 1.8% and 1.9% over the same period, supported by easing inflation and consumption but weighed down by weak manufacturing and tighter financial conditions.

Global inflation is expected to increase marginally from 4.1% in 2025 to 4.4% in 2026, driven by higher energy and food prices, before easing to 3.7% in 2027 as commodity prices stabilise and supply conditions improve.

World Output (Real GDP, Annual % change)

Regional Growth	2024	2025	2026E	2027E
World Output	3.4	3.4	3.1	3.2
Advanced Economies	1.8	1.9	1.8	1.7
EMDEs	4.5	4.4	3.9	4.2

Source: IMF April 2026 Report

Performance of the major economies, 2025

United States: GDP growth moderated from 2.8% in 2024 to 2.1% in 2025 due to softer demand and tighter financial conditions.

China: Growth remained stable at 5.0% in both 2024 and 2025, supported by exports and manufacturing activity.

United Kingdom: GDP growth improved from 1.1% in 2024 to 1.3% in 2025, supported by easing inflation and improving consumer confidence.

Japan: Growth recovered from a contraction of 0.2% in 2024 to an expansion of 1.2% in 2025, supported by resilient domestic demand and accommodative monetary policy.

Germany: The economy contracted by 0.5% in 2024 before recovering marginally with 0.2% growth in 2025 amid weak manufacturing and export demand.

Outlook

The global economic outlook remains broadly cautious, due to ongoing geopolitical tensions, trade uncertainties and volatility in energy and commodity prices. However, growth is expected to be supported by improving financial conditions and steady consumer demand across major economies. Global growth is projected to moderate to 3.1% in 2026 and improve to 3.2% in 2027. Emerging markets are likely to continue outperforming advanced economies, driven by strong domestic demand and infrastructure development. Emerging Market and Developing Economies (EMDEs) are expected to grow by 3.9% in 2026 and by 4.2% in 2027, while advanced economies are projected to grow by 1.8% in 2026 and by 1.7% in 2027. In addition, increasing adoption of Artificial Intelligence (AI) is expected to enhance productivity and create new growth opportunities across sectors. However, evolving trade policies, geopolitical risks and financial market volatility may continue to influence global trade flows and business confidence in the near term.

Source: https://www.imf.org/-/media/files/publications/weo/2026/april/english/text.pdf

https://www.weforum.org/stories/2026/04/imf-downgrades-global-growth-and-other-finance-news-to-know/

Indian Economic Review

Overview

India remained one of the fastest-growing major economies, with GDP growth rising to 7.6% in FY 2026 from 7.1% in FY 2025 (Base year 2022-23), driven by strong domestic demand and steady consumer spending. This broad-based economic growth was supported by resilient domestic consumption, strong public and private investments, healthy manufacturing activity and robust services exports.

India's nominal GDP, or GDP at current prices, is estimated to reach Rs. 345.47 trillion in FY 2026, compared to Rs. 318.07 trillion in FY 2025, reflecting a growth rate of 8.6%.

The rupee weakened sharply in FY 2026, declining by about 11%, mainly due to higher oil prices and continued outflow of foreign capital from the country.

India's retail inflation, based on the All India Consumer Price Index (CPI) with base year 2024, stood at 3.48% in April 2026 on a Y-O-Y basis. Rural inflation was recorded at 3.74%, while urban inflation stood lower at 3.16% during the same period. The rise was mainly driven by higher food prices, while stable fuel costs and easing core inflation helped keep overall price pressures under control. Despite the marginal increase, inflation remained within a comfortable range, indicating a broadly stable price environment. In India, inflation is expected to remain near the RBI's target levels, supported by stable food prices, although crude oil price volatility and geopolitical tensions may continue to pose inflationary risks. According to the RBI Monetary Policy report, inflation is expected to rise to 4.6% in FY 2027.

India's foreign exchange reserves increased from USD 686.06 billion as of May 2, 2025, to USD 696.99 billion as of May 08, 2026, reflecting continued strengthening in the country's external position, even amid geopolitical tensions and rising crude oil prices.

Gross Foreign Direct Investment (FDI) inflows increased in FY 2026, reaching USD 90 billion, up from USD 80.61 billion in FY 2025. Net Foreign Direct Investment (FDI) also turned positive to USD 4.6 billion in February 2026, marking the highest level in nearly 4 years and signalling a recovery in foreign investment sentiment.

Growth of the Indian economy

	FY 2024	FY 2025	FY 2026
Real GDP Growth (%)	7.2	7.1	7.6

Source: MOSPI

Growth of the Indian economy quarter by quarter, FY 2026

	Q1 FY 26	Q2 FY 26	Q3 FY 26	Q4 FY 26
Real GDP Growth (%)	6.8	6.7	7.0	7.2

Source: MoSPI Second Advance Estimates Report

Bank credit growth is expected to moderate to 11.0–11.7% in FY 2027 from 15.9% in FY 2026, according to ICRA (Information and Credit Rating Agency), due to geopolitical uncertainties and higher crude oil prices. However, Public Sector Banks (PSBs) are likely to remain stable, with Gross Non-Performing Assets (GNPA) levels at 2.0–2.1% and Return on Assets (RoA) around 1.5% in FY 2027.

India's exports of goods and services increased 4.2% year-on-year (Y-O-Y) to USD 860.1 billion in FY 2026 from USD 825.3 billion in FY 2025, driven by strong demand for engineering goods, electronics and petroleum products. Merchandise exports also rose to USD 441.8 billion from USD 437.7 billion in the previous year, supported by improved manufacturing activity and steady growth across key export sectors despite global trade challenges and weaker external demand.

India's net GST collections increased 7.3% YoY to Rs. 2.11 trillion in FY 2026. Gross GST collections in April 2026 stood at a record Rs. 2.43 trillion, up 8.7% YoY.

Real Gross Value Added (GVA) is estimated to rise to Rs. 294.40 trillion in FY 2026 from Rs. 273.36 trillion in FY 2025, reflecting a 7.7% growth rate. The expansion is driven by strong services, steady domestic demand and improved industrial activity, with the industrial sector expected to grow 6.2% compared to 5.9% in FY 2025.

The sectoral growth between FY 2025 and FY 2026 shows a mixed trend across the economy. Mining and quarrying slowed sharply from 11.7% to 4.1%. Manufacturing strengthens from 9.3% to 11.5%, while utilities such as electricity, gas and water supply moderate from 2.9% to 1.5%. Trade, hotels, communication and related services record strong growth, rising from 6.6% to 10.1%. Financial, real estate, IT and professional services remain broadly stable at around 10%, while public administration, defence and other services improve from 5.0% to 5.8%.

On the consumption side, both Private Final Consumption Expenditure (PFCE) and Private Investment grew by over 7.7% in FY 2026, compared to 5.8% in FY 2025, reflecting strong consumer spending and continued investment activity.

Indian equity markets remained weak in FY 2026, with the Nifty 50 declining by 5.1% and the Sensex declining by nearly 7%. This was driven by global uncertainties, geopolitical tensions, higher crude oil prices, continued foreign portfolio investor (FPI) outflows and pressure on the rupee. In contrast, gold performed strongly as a safe-haven asset, delivering returns of around 48% during the year amid heightened global volatility. The government has more than doubled the gold import duty to 15% (from 6%), aiming to curb imports and reduce the widening current account deficit, amid cautious global conditions. The hike is expected to push domestic gold prices higher and potentially affect jewellery demand, with industry bodies warning of a rise in grey-market activity.

The Indian mutual fund industry continued to see strong investor participation in FY 2026, with average AUM increasing 12.2% Y-O-Y to Rs. 73.73 trillion in March 2026 from Rs. 65.74 trillion in March 2025. Monthly SIP contributions crossed Rs. 0.32 trillion for the first time, with inflows reaching Rs. 32,087 crore in March, reflecting a strong Y-O-Y growth of 23.8%. Specialised Investment Funds (SIFs) also grew sharply to Rs. 10,620 crore in March 2026 from Rs. 4,892 crore in December 2025, driven by net inflows and hybrid strategies. In FY 2026, the total number of folios grew, taking the total folio count to 27.39 crore.

FPIs remained under pressure in FY 2026, with sustained net selling in Indian equities amid global uncertainty, high interest rates and geopolitical tensions, reducing their share to a 14-year low. However, strong domestic institutional investor participation helped stabilise the market.

Outlook

The Indian economy is expected to remain strong in FY 2027, supported by healthy domestic demand, continued investments, infrastructure development and supportive government policies. Although growth may moderate slightly to around 6.9% in FY 2027, India is still expected to remain one of the world's fastest-growing major economies. Continued focus on manufacturing, digitalisation and capital expenditure is likely to support long-term economic growth despite global uncertainties.

Tariff-based competitiveness: India's tariff rationalisation measures are strengthening the global competitiveness of domestic industries by lowering input costs, improving operational efficiency and creating a more predictable trade environment. These reforms are supporting integration into global value chains, attracting foreign investments and promoting export-oriented growth across sectors.

Union budget 2026-27: The Union Budget FY 2027 focuses on supporting economic growth while maintaining fiscal discipline. The government's total expenditure for FY 2027 is estimated at Rs. 53.47 trillion, while total receipts excluding borrowings are projected at Rs. 36.52 trillion. The economy is expected to grow at a nominal rate of 10.1%, which should help improve revenues and support overall stability. The budget gives priority to key areas such as agriculture, increased credit access for Micro, Small and Medium Enterprises (MSMEs) and exporters and attracting private investment through policy reforms and higher Foreign Direct Investment (FDI) limits in selected sectors. It also places strong emphasis on infrastructure development through Public–Private Partnerships (PPPs), logistics upgrades and improved connectivity. In addition, the government has focused on social sectors such as healthcare, education and skill development to promote more inclusive and balanced long-term growth.

Repo rate: In FY26, the Monetary Policy Committee (MPC) moved from a tightening stance to an easing cycle, opting for an extended pause to balance subdued underlying inflation with strong domestic growth. After a 25 basis point cut in December 2025, the repo rate remained unchanged at 5.25% in FY 2026. The policy stance is expected to remain neutral, providing flexibility to adapt swiftly to evolving macroeconomic conditions, including potential global supply chain disruptions and ongoing geopolitical uncertainties.

Monsoon: The India Meteorological Department (IMD) has projected a slightly below-normal southwest monsoon for 2026, influenced by evolving global weather patterns and changing oceanic conditions. Factors such as a possible El Niño effect and Indian Ocean conditions are expected to influence rainfall distribution during the season.

Source: https://www.pib.gov.in/PressReleasePage.aspx?PRID=2212087&reg=3&lang=1

https://www.pib.gov.in/PressReleasePage.aspx?PRID=2260203&reg=3&lang=1

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Industry Overview

Global Information Technology (IT) industry

The global IT market is estimated at approximately USD 14.4 trillion in 2026 and is expected to grow to nearly USD 36.8 trillion by 2035, registering a CAGR of around 11% during the forecast period.

Growth is being driven by rising investments in digital transformation, cloud computing, cybersecurity, automation and data-driven technologies across industries. The increasing adoption of artificial intelligence (AI), machine learning (ML), the Internet of Things (IoT) and advanced analytics is further creating new opportunities for the industry, particularly as businesses continue to adapt to hybrid and remote working models.

Worldwide IT spending is projected to reach USD 6.31 trillion in 2026, reflecting a strong growth of 13.5% over 2025. Data centre systems spending is projected to rise significantly to USD 787.99 billion in 2026, while software spending is expected to reach USD 1.44 trillion, driven by growing demand for AI-powered applications and advanced analytics platforms. IT services spending is likely to increase to USD 1.87 trillion as enterprises focus on consulting, managed services and application modernisation. Spending on devices and communication services is also expected to grow steadily, supported by hybrid work models and expanding digital connectivity.

Worldwide IT Spending Forecast (USD million)

	2025 Spending	2025 Growth (%)	2026 Spending	2026 Growth (%)
Data Center Systems	505,634	51.6	787,990	55.8
Devices	791,663	9.7	856,189	8.2
Software	1,254,449	12.8	1,443,621	15.1
IT Services	1,715,650	6.2	1,870,197	9.0
Communications Services	1,296,409	3.3	1,358,553	4.8
Overall IT	**5,563,805**	**10.5**	**6,316,550**	**13.5**

Source: Gartner (April 2026)

Regionally, North America is expected to retain its leadership position throughout the forecast period, accounting for nearly 37.6% of the global IT market. Asia-Pacific is also emerging as one of the fastest-growing regions, driven by rapid enterprise digitisation, expanding internet penetration, growing cloud adoption and increasing investments in AI and digital infrastructure.

Generative AI is transforming the way businesses operate by improving automation, software development, customer engagement and decision-making processes. Organisations are increasingly moving from pilot projects to large-scale AI implementation, leading to higher investments in AI-ready infrastructure, advanced computing capabilities and digital platforms.

The IT services industry remains central to enterprise transformation. Rising data complexity, rapid AI integration and the shift toward platform-based business models are driving demand for agile, outcome-oriented solutions. Service providers are playing a critical role in improving operational efficiency, strengthening business resilience and supporting long-term digital competitiveness.

Source: https://www.gartner.com/en/newsroom/press-releases/2026-04-22-gartner-forecasts-worldwide-it-spending-to-grow-13-point-5-percent-in-2026-totaling-6-point-31-trillion-dollars

https://www.businessresearchinsights.com/market-reports/information-technology-it-market-108885

IT Service Industry

India continues to strengthen its global position in IT and business services, contributing around 11.6% of global IT revenue while leveraging its large, skilled talent base, cost competitiveness and growing digital capabilities. The global IT services market is valued at approximately USD 1.61 trillion in 2025 and is projected to reach around USD 3.17 trillion by 2035, expanding at a CAGR of 7.01% during 2026–2035. Cloud-based delivery models and AI-enabled IT operations are accelerating enterprise adoption of scalable, cost-efficient service frameworks. Within this, the global IT services outsourcing market is valued at USD 661.96 billion in 2025, before growing significantly to around USD 1,345.48 billion by 2034, registering a CAGR of 8.20% from 2025 to 2034.

Organisations are increasingly relying on IT service providers for application management, infrastructure modernisation and security compliance. North America remains the leading regional market, supported by strong technological ecosystems and high enterprise IT spending.

IT spending in India is projected to reach USD 176.3 billion in 2026, a 10.6% increase from 2025, according to Gartner, Inc.'s latest forecast. This growth is driven by strong enterprise investments in IaaS, consulting and application modernisation, along with the rapid expansion of Global Capability Centres (GCCs) and access to a skilled, cost-efficient talent pool.

Cloud modernisation remains a major industry trend, with enterprises accelerating investments in hybrid and multi-cloud environments, AI-ready infrastructure, edge computing and platform engineering. Companies are also focusing on FinOps and cloud cost optimisation while modernising legacy applications and strengthening data management capabilities to support scalable digital ecosystems. The industry is also witnessing a shift toward outcome-based and managed service models, supported by AI-enabled automation, predictive operations and self-healing infrastructure. IT service providers are increasingly embedding AI into service delivery to improve operational efficiency, reduce costs and enhance scalability, while addressing the growing demand for digital transformation and intelligent enterprise solutions.

Source: https://www.precedenceresearch.com/it-services-market

https://www.precedenceresearch.com/it-services-outsourcing-market

https://www.gartner.com/en/newsroom/press-releases/2025-11-18-gartner-forecasts-india-it-spending-to-exceed-176-billion-us-dollars-in-2026

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Digital Transformation

Digital transformation is reshaping business operations by integrating advanced technologies into core processes to improve efficiency, strengthen customer engagement and support long-term growth. Organisations across industries are increasingly adopting Artificial Intelligence (AI), Generative AI, Cloud Computing, Automation, Data Analytics, Cybersecurity and the Internet of Things (IoT) to modernise legacy systems, improve agility and enable faster, data-driven decision-making. This shift is fostering more innovation-led, customer-centric business models that can adapt to rapidly evolving market conditions.

India's expanding capabilities in artificial intelligence and digital technologies are further strengthening its position in global digital services. According to the Stanford AI Index Report 2025, India ranks second globally in AI skill penetration, supported by a large pool of digital talent. The country's technological readiness has also improved significantly, rising from 48th in 2022 to 36th in 2024 in the United Nations Conference on Trade and Development (UNCTAD)'s Frontier Technologies Readiness Index. India also remains among the leading countries in cloud infrastructure services, supported by a strong ecosystem of AI developers and technology professionals.

The global digital transformation market is witnessing strong growth, driven by rising demand for automation, intelligent analytics, cloud infrastructure and connected digital platforms across sectors including healthcare, BFSI, retail, manufacturing, logistics and telecommunications. Enterprises are increasingly investing in AI-enabled systems, predictive analytics and real-time monitoring tools to improve operational resilience, flexibility and security, while also strengthening cybersecurity and regulatory compliance frameworks.

The global digital transformation market is projected to grow from USD 2.1 trillion in CY25 to USD 2.54 trillion in CY26 and further to USD 5.01 trillion by CY30, supported by sustained investments in AI, cloud computing, automation technologies and digital infrastructure. Major technology providers such as Amazon Web Services, Microsoft Azure and Google Cloud continue to support this growth through scalable cloud platforms, analytics capabilities, AI solutions and cybersecurity services.

Digital transformation has evolved beyond operational improvement into a broader strategic priority focused on innovation, new business models and enhanced customer experiences. The growing adoption of hybrid and multi-cloud environments, intelligent workflows and automation platforms is helping organisations improve productivity, optimise costs and accelerate innovation. Businesses are also investing in workforce upskilling and reskilling to build capabilities aligned with an increasingly technology-driven environment.

India is also witnessing rapid digital transformation supported by increasing internet penetration, affordable smartphones and continued investments in digital infrastructure. The Indian digital transformation market is estimated at USD 144.48 billion in CY26 and is projected to reach USD 304.86 billion by CY31, growing at a CAGR of 16.12%. Government initiatives such as Digital India, the expansion of digital public infrastructure and rising enterprise investments in AI, cloud technologies, automation and cybersecurity are accelerating adoption across both enterprises and consumers.

The Banking, Financial Services and Insurance (BFSI) sector is undergoing significant digital transformation, with institutions leveraging AI, cloud computing, automation, blockchain and analytics to improve operational efficiency, strengthen security and enhance the customer experience. Digital banking platforms, digital payments and data-driven financial services are enabling faster, more personalised offerings. According to Market Research Future, the global digital transformation market in BFSI was valued at USD 93.04 billion in 2024 and is expected to reach USD 253.29 billion by 2035, registering a CAGR of 9.53%.

India's digital transformation journey, driven by the Digital India programme, has substantially improved connectivity and expanded access to digital services nationwide. Investments in broadband, optical fibre networks and 5G infrastructure have strengthened digital inclusion, while Digital Public Infrastructure platforms such as Aadhaar, UPI and DigiLocker have enabled efficient governance, financial inclusion and large-scale service delivery.

Alongside infrastructure development, India is also focusing on digital literacy, innovation and skill development to support broader participation in the digital economy. Initiatives such as the Pradhan Mantri Gramin Digital Saksharta Abhiyan (PMGDISHA), Digital Infrastructure for Knowledge Sharing (DIKSHA), Study Webs of Active Learning for Young Aspiring Minds (SWAYAM) and the Atal Innovation Mission are strengthening digital capabilities, while programmes such as Common Service Centres (CSCs) and Prime Minister Wi-Fi Access Network Interface (PM-WANI) are improving last-mile connectivity and rural access. Together, these efforts are helping build a more inclusive, digitally empowered economy.

Source: https://www.researchandmarkets.com/reports/5939230/digital-transformation-market-report

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SWOT Analysis

Sectoral Strengths

- **Cost efficiency:** The Indian IT services industry continues to offer cost-effective, scalable solutions, providing a significant competitive advantage over many global regions.
- **Vast talent pool:** India possesses a vast, skilled IT workforce, supported by strong capabilities in Artificial Intelligence (AI), cloud computing, analytics and digital engineering, as well as exceptional technical expertise and innovative problem-solving.
- **Global footprint:** Indian IT services companies have established a strong presence across international markets, with a reputation for delivering high-quality digital transformation, consulting and technology services.
- **Strong domain expertise:** With extensive cross-industry knowledge, Indian IT companies provide specialised and customised IT solutions for sectors such as Banking and Financial Services (BFS), healthcare, manufacturing, retail and telecommunications.

Sectoral Weaknesses

- **Infrastructure challenges:** Despite continued progress, infrastructure gaps, such as inconsistent internet connectivity, limited power supply and transportation constraints in certain regions, may affect operational efficiency and sectoral expansion.
- **Talent retention pressures:** Rising competition for skilled professionals in advanced technologies, along with high employee attrition, remains a challenge for the IT sector.

Sectoral Opportunities

- **Growing adoption of emerging technologies:** Increasing enterprise investments in AI, Generative AI, cloud computing, cybersecurity, automation, data analytics and Internet of Things (IoT) technologies are creating significant opportunities for growth and innovation in the IT sector.
- **Digital transformation:** Accelerating digital transformation initiatives across industries is generating strong demand for cloud migration, application modernisation, managed services, platform engineering and cybersecurity solutions.
- **Expansion of Global Capability Centres (GCCs):** India continues to emerge as a preferred destination for GCCs, supported by its large talent pool, digital capabilities and cost competitiveness, creating new opportunities for technology services and innovation-led growth.
- **Free trade agreements and bilateral partnerships:** India's expanding network of FTAs with the UK and the EU and bilateral digital and economic partnerships with the US and New Zealand, is expected to improve market access, ease cross-border service delivery, strengthen data and technology cooperation and create new export opportunities for IT and digital services.
- **Government Push:** Budget 2026 strengthens India's IT and digital ecosystem through unified tax reforms, simplified safe-harbour rules and faster Advance Pricing Agreement (APA) mechanisms to improve ease of doing business. It also provides long-term tax incentives for data centres and additional support for manufacturing and logistics to attract global investment.
- **Strategic partnerships and ecosystem collaborations:** Partnerships with hyperscalers, technology providers and global enterprises are enabling IT companies to strengthen digital capabilities, expand service offerings and deliver integrated solutions to clients.

Sectoral threats

- **Huge competition:** The IT sector faces increasing competition from global technology firms, emerging digital service providers and start-ups, which may exert pressure on pricing and market share.
- **Fast technological evolution:** Continuous advancements in AI and digital technologies require ongoing investments in innovation, reskilling and technology upgrades to remain competitive.
- **Cybersecurity and data privacy risks:** Increasing cyber threats, ransomware attacks and evolving data protection regulations pose operational, financial and reputational risks for IT companies.
- **Global economic uncertainties:** Changes in global economic conditions, geopolitical developments and regulatory frameworks may impact enterprise technology spending and outsourcing demand.

Company Overview

Saksoft Limited (hereafter referred to as "Saksoft" or "The Company"), with over 25 years of experience since its establishment in 1999, is a technology and digital transformation services provider serving mid-sized enterprises across the USA and Europe. Over the years, the Company has established itself as a trusted partner in delivering end-to-end digital solutions, including digital engineering, quality assurance, cloud services, mobility, Internet of Things (IoT), cybersecurity, infrastructure management, data analytics and Business Intelligence (BI), enabling clients to modernise their technology landscape and improve business outcomes.

The Company operates with a domain-centric delivery model across Banking and Financial Services (BFS), logistics, commerce and other emerging sectors, allowing it to build deep contextual expertise and deliver tailored, business-critical solutions. Saksoft also maintains a strong global presence through its wholly owned subsidiaries and step-down subsidiaries across the US, Europe and Singapore, which support its ability to serve international clients effectively and consistently.

Revenue break-up (FY 2026)

Vertical-wise

BFS- 31%

Emerging Verticals – 47%

Logistics- 14%

Digital Commerce – 8%

Offshore vs onsite

Offshore- 56%

Onsite- 44%

Strengths

Experienced Leadership: Saksoft is guided by its visionary founder with over two decades of experience in the Banking and Financial Services sector. The Company is supported by a well-structured organisation and a highly skilled team of IT professionals who manage diverse technologies and global operations, enabling the consistent delivery of high-quality solutions.

Proven Digital Transformation Expertise: The Company specialises in modernising legacy systems and enabling intelligent automation, with a strong focus on application development. Saksoft's technical depth has supported sustained growth, reflected in a robust CAGR of 10% over the past three years, while also strengthening long-term client relationships through reliable delivery.

Marquee Client Portfolio: Saksoft serves clients across BFS and Logistics, working with organisations typically in the USD 200 million to USD 3 billion revenue range. The Company's targeted industry approach, combined with a broad client portfolio, has enabled steady growth across segments, with strong traction in Logistics, Fintech and Telecommunications.

Strong Talent Base: The Company is powered by a dedicated and highly skilled workforce with diverse technological capabilities. This strong human capital foundation supports consistent service excellence, encourages innovation and enhances customer experience in a dynamic market environment.

Challenges

Client and regional concentration: The Company's revenue is primarily concentrated in select geographies, with around 79% of its FY 2026 income from clients in the USA and Europe. Saksoft's top 20 clients accounted for a significant share of total revenue from operations contributing to around 70% of revenue and the top 10 customers accounting for about 58% during the same period. Saksoft has built a strong and stable client base and continues to maintain long-term relationships with its repeat customers.

COMPANY VERTICALS

Banking and Financial Services (BFS)

Key growth drivers

- Saksoft remained a trusted one-stop partner for FinTech and BFSI clients, offering end-to-end services from design-led conceptualisation to ongoing application support and managed services.
- The Company continued to witness strong demand for digital engineering, cloud modernisation, infrastructure management, quality assurance, FinOps, CloudOps and DataOps-led solutions.
- It expanded engagements with large banking customers across India and Singapore, further strengthening its presence in key BFSI markets.
- The Company enhanced its capabilities in AI-enabled testing, automation and productivity improvement initiatives, driving higher efficiency and improved delivery outcomes.
- Clients increasingly preferred phased, modular transformation programs over large, upfront discretionary projects, supporting sustained engagement and predictable execution cycles.
- Saksoft leveraged its proprietary AI-led platforms and accelerators, including SakMod, SakCelerate, SakPilot and Quality360, to enable modernisation, integration, Artificial Intelligence for IT Operations (AIOps) and operational optimisation.

Operational matrix

- Contributed 31% of Saksoft's total revenues during FY 2026, remaining one of the Company's key business segments.
- Revenue mix: USA ~18%, Asia-Pacific and others 13%.
- Continued to service a mix of large and mid-sized BFSI clients with a strong focus on long-term managed engagements.

Emerging Verticals

Key growth drivers

- Continued expansion driven by rapid digital adoption across telecom, hi-tech, Software as a Service (SaaS), utilities, healthcare and other digital-first enterprises.
- Strong growth in demand for cloud migration, data engineering, AI-led analytics, automation and platform modernisation services.
- Increasing adoption of scalable digital platforms and Application Programming Interface (API)-led architectures to support evolving business models and ecosystem integration.
- Rising enterprise focus on operational efficiency, customer experience transformation and intelligent automation across core workflows.
- Growing preference for outcome-based delivery models and managed services, supporting deeper long-term client engagement.

Operational matrix

- Contributed 47% of Saksoft's total revenues during FY 2026, remaining the Company's largest business vertical.
- Revenue mix: Europe ~28%, USA 18%, Asia-Pacific and others ~1%.
- Expanded presence across 16+ client accounts, generating annual revenues exceeding USD 1 million each.

Logistics

Key growth drivers

- Increasing adoption of digital supply chain platforms, cloud-based logistics solutions and AI-driven operational systems.
- Rising demand for cost-efficient, scalable and automated logistics management solutions across global enterprises.
- Strong focus on modernising legacy systems to enable real-time visibility, predictive analytics and workflow automation.
- Growing emphasis on Agentic AI-led solutions across the shipment lifecycle, including dispatch, tracking and invoicing workflows.
- Continued shift towards long-term transformation partnerships supported by productivity-led delivery models.

Operational matrix

- Contributed 14% of Saksoft's total revenues during FY 2026, remaining a strategically important domain vertical.
- Revenue mix: USA 10%, Asia-Pacific and others 4%.
- Expanded engagement scale within key accounts, including a significant ramp-up in large carrier programs.

Commerce

Key growth drivers

- Rising adoption of digital commerce platforms has been driven by increased online shopping penetration and evolving consumer behaviour.
- Expansion of unified commerce ecosystems, including super apps and omnichannel retail experiences.
- Increasing use of advanced payment technologies, such as QR-based payments and biometric authentication, enhances transaction convenience and trust.
- Continued evolution of cross-border trade frameworks and consumer protection regulations supporting digital commerce growth.
- Emergence of immersive commerce experiences, including live shopping and early-stage metaverse-enabled retail engagement models.

Operational matrix

- Contributed 8% of Saksoft's total revenues during FY 2026.
- Revenue mix: USA 5%, Asia-Pacific and others 2%, Europe 1%.
- Continued focus on expanding digital transformation engagements across commerce platform ecosystems and retail technology stacks.

Key financial ratios

Regional Growth (%)	FY 2026	FY 2025
Operating Profit Margin (%)	19	17
PAT margin (%)	14	12
Debt-equity ratio*	0.04	0.06
Interest cover (x)	18.57	17.70
Return on Capital Employed (%)	25	23
Return on Net Worth (%)	18	18
Debtor's turnover ratio (days)	72	74
Earnings Per Share (Rs.)	10.42	8.21
Current Ratio (x)*	2.30	1.77
Inventory Turnover Ratio	NA	NA

** - Decrease in Debt-Equity ratio indicates lesser reliance on borrowed funds for operations*

** improved current ratio indicates improve in working capital due to effective/better cash collection*

ANNEXURE-7

RISK MANAGEMENT

Saksoft recognises the importance of risk management in today's fast-changing business environment. The Company understands that various risks can affect its operations, goals and long-term sustainability. As an IT services company, Saksoft remains aware of these challenges and continues to work to manage them effectively.

The Company follows a proactive, structured approach to identify and reduce potential risks, helping it remain resilient and adaptable. Saksoft also focuses on protecting its assets and intellectual property while making the most of new opportunities. Overall, the Company's strong focus on risk management plays an important role in supporting its long-term growth and sustainability in the IT services sector.

Key risk areas and mitigation strategies

Saksoft addresses and mitigates various risks, including:

- **Talent retention risk:** The Company faces increased competition for IT talent, resulting in higher attrition rates.

  Mitigation: Saksoft mitigates this risk by positioning itself as an employee-centric organisation that provides employee benefits, along with strong engagement initiatives and structured training and development programs.

- **Geo-political risk:** The Company is exposed to geo-political risk, where adverse political and geographical developments could lead to service disruptions and potentially impact key regions, customers, or business verticals important to the Company.

  Mitigation: Saksoft's entry into any new region, vertical, or customer segment is undertaken only after it passes through a structured risk assessment framework, ensuring that all expansion decisions are carefully evaluated and aligned with the Company's risk management standards.

- **Competition risk:** The Company operates in the highly competitive IT services industry across both domestic and international markets, subject to continuous competitive pressures.

  Mitigation: Saksoft remains nimble in responding to evolving industry dynamics by rapidly adopting new digital tools, thereby strengthening its overall market competitiveness.

- **Currency risk:** The risk of currency fluctuations remains an ongoing challenge, influenced by changing global economic conditions and broader market dynamics.

  Mitigation: The Company mitigates this risk through hedging strategies, thereby protecting itself against sudden foreign exchange fluctuations.

- **Information and Cybersecurity risk:** The Company faces the risk that cybersecurity breaches may result in the loss of critical assets and sensitive information.

  Mitigation: Saksoft mitigates this risk by strengthening its cybersecurity framework through regular security audits, penetration testing, vulnerability assessments, employee training and the implementation of advanced security technologies.

- **Regulatory Risk:** The Company is exposed to regulatory risk, where non-compliance with local laws and regulations in the countries where it operates could result in financial penalties or even business discontinuation.

  Mitigation: Saksoft actively mitigates this risk by continuously monitoring policy changes and maintaining real-time updates on regulatory developments to ensure full compliance with all applicable local laws and standards.

- **Cloud Computing Risk:** The Company is exposed to data loss due to outages or system failures, which may pose an operational threat.

  Mitigation: Saksoft mitigates this risk through robust data access and control protocols designed to safeguard sensitive information. The Company also undertakes regular testing and periodic updates of its disaster recovery and business continuity plans to ensure preparedness for unforeseen disruptions.

Internal control systems and their adequacy

The Company has put in place a structured Internal Control Framework to ensure the efficient use and protection of resources while also complying with applicable policies, procedures and statutory requirements. Saksoft supports this framework through clearly defined guidelines and processes for authorisations, approvals and audits. Overall, the Company's control system covers both financial and operational areas to ensure smooth governance and effective oversight.

The Company has a well-established internal Audit Framework that covers financial and operational controls across all units, functions and departments. Saksoft also maintains a strong financial reporting system to ensure accuracy and transparency. The Company's internal audit team, which includes senior members from various functional departments and Key Managerial Personnel, regularly reviews and improves different processes and activities across the organisation.

The Company's internal audit team regularly reviews internal controls, operating systems and procedures to ensure they are effective and reliable. Saksoft's internal audit function also supports the Audit Committee in strengthening oversight across the organisation. The Company further enables independent reviews by external auditors, which helps maintain a transparent and robust governance framework.

Cautionary Statement

The Management Discussion and Analysis Report contains statements relating to the Company's objectives, projections, estimates and expectations that may be regarded as forward-looking statements under applicable laws and regulations. These statements are based on the Management's current assumptions and expectations regarding future events and are therefore subject to various risks and uncertainties that may cause actual results to differ materially from those expressed or implied. Factors that could influence actual outcomes include changes in economic and business conditions, shifts in business strategies, variations in interest rates, inflation or deflation, fluctuations in foreign exchange rates, competitive pressures and changes in government policies, taxation, regulations, or other statutory requirements. The Management assumes no responsibility to publicly update or revise any forward-looking statements based on new information, future events, or other developments.

ANNEXURE -8

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

Section A General Disclosure

I. Details of the listed entity

1.	**Corporate Identity Number (CIN) of the Listed Entity**	L72200TN1999PLC054429
2.	**Name of the Listed Entity**	SAKSOFT LIMITED
3.	**Year of Incorporation**	November 24, 1999
4.	**Registered office address**	Global Infocity Park, Block A, 2nd Floor, #40 Dr MGR Salai, Kandanchavadi, Perungudi, Chennai - 600096
5.	**Corporate office address**	Global Infocity Park, Block A, 2nd Floor, #40 Dr MGR Salai, Kandanchavadi, Perungudi, Chennai - 600096
6.	**E-mail**	complianceofficer@saksoft.com
7.	**Telephone**	+91 44 24543500
8.	**Website**	www.saksoft.com
9.	**Financial year for which reporting is being done**	FY 2025-26 (April 01, 2025 – March 31, 2026)
10.	**Name of the Stock Exchange(s) where shares are listed**	National Stock Exchange (Stock Symbol: SAKSOFT) BSE Limited (Stock Symbol: 590051) (Under permitted to trade category)
11.	**Paid-up Capital**	The paid up Equity Share Capital as on March 31, 2026 is Rs. 13,25,51,250/- comprising 13,25,51,250 shares of Face value of Re. 1/- each
12.	**Name and contact details (telephone, email address) of the person for BRSR Reporting**	Name- Ms. Meera Venkatramanan, Designation- Vice President - Company Secretary & Compliance Officer Contact Number- +91 44 24543500, Email id- complianceofficer@saksoft.com
13.	**Reporting boundary**	The disclosures contained in this report are presented on a standalone basis. The data reported for the current financial year, FY 2025–26, pertains solely to the India operations of Saksoft Limited. The Company's India operations comprises five locations: Chennai, Noida, Bengaluru, Mumbai, and Pune. The subsidiaries referred under Point No. 23 are outside the scope of this BRSR report and, accordingly, have not been considered for reporting purposes.
14.	**Name of assurance provider**	Not Applicable
15.	**Type of assurance obtained**	Not Applicable

II. Product/Services

16. Details of business activities (accounting for 90% of the turnover):

Saksoft Limited ("the Company/ Saksoft/ Listed Entity") is a distinguished provider of digital transformation solutions, empowering enterprises to remain competitive in an increasingly interconnected and rapidly evolving global landscape. As a specialized technology partner, Saksoft offers an integrated portfolio of services encompassing business transformation, advanced information management, application development, and comprehensive testing solutions, delivering measurable value and sustainable growth for its clients.

S. No	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Information and Communication	Computer programming, Consultancy and related activities	100%

17. Products/Services sold by the entity (accounting for 90% of the turnover):

S. No	Product/Services	NIC Code	% of total turnover contributed
1.	IT and IT-enabled services including digital transformation services, enterprise solutions, technology consulting, IT consulting, application development and maintenance, business operations services and platforms, among others, are the predominant services which account for the entity's turnover	62099	100%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

S.No	Location	Number of plants	Number of offices	Total
1	National	Not Applicable*	5	5
2	International	Not Applicable*	0	0

*As Saksoft is an IT Services Company, we do not have any Manufacturing plants.

19. Markets served by the entity

a. Number of locations served

S.No	Number of Locations served	Number
1	National (No. of States)	6#
2	International (No. of Countries)	10*

#National locations include – Uttar Pradesh, Maharashtra, Karnataka, Haryana, Tamil Nadu, Telangana

*International locations include – Singapore, Europe, Portugal, South Africa, United States, Saudi Arabia, Belgium, Finland, New Zealand, Dubai

#*Denotes Location of Our clients

b. What is the contribution of exports as a percentage of the total turnover of the entity? 77.07%

c. Briefly explain the types of customers

Saksoft caters to key industry verticals including Banking & Financial Services, Commerce, Logistics, and Emerging Verticals, with its clientele extending these sectors.

1. **Banking & Financial Services:** Services include Payments & Lending Solutions, Open Banking & API Integration, Risk & Compliance Analytics, Fraud Detection, Data Modernization, Regulatory Compliance, and Cloud-Native Transformation.

2. **Emerging Verticals (Telecom, Hi-Tech, and Utilities):** Product Engineering, Digital Platforms, Application Modernization, Cloud Transformation, AI & Analytics, Intelligent Automation, Customer Experience Solutions, Enterprise Integration, and Managed Services.

3. **Digital Commerce:** Commerce Platform Development, Omnichannel Customer Experience, Customer 360, Customer Journey Analytics, Loyalty & Engagement Platforms, Marketplace Solutions, Digital Commerce Transformation, and Commerce Portal Development.

4. **Logistics:** Transportation Management Solutions (TMS), Warehouse Management Systems (WMS), Supply Chain Visibility, Freight Management, EDI & B2B Integration, IoT-enabled Logistics Solutions, Operational Analytics, and Logistics Dashboards.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees (including differently abled):

"At Saksoft the entire workforce is categorized as 'Employees', and none are classified as 'Workers'. Accordingly, any information required under sections pertaining to the 'Workers' category is not applicable to the Company."

S. No	Particulars	Total No. (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Employees						
1.	Permanent (D)	1935	1497	77.36%	438	22.63%
2.	Other than permanent (E)	153	105	68.63%	48	31.37%
3.	Total employees (D+E)	2088	1602	76.72%	486	23.27%

Other than Permanent category includes Contractors

b. **Differently abled Employees:- Saksoft promotes diversity in its workforce and ensures inclusivity. Currently, the Company does not disclose data on differently abled individuals.**

S. No	Particulars	Total No. (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Differently abled Employees						
1.	Permanent (D)					
2.	Other than permanent (E)			NA		
3.	Total Differently abled employees (D+E)					

21. Participation/Inclusion/Representation of women

Category	Total No. (A)	No. and percentage of Female	
		No. (B)	% (B/A)
Board of Directors	6	2	33.33%
Key Managerial Personnel	3#	1	33.33%

#Notes: Key Managerial Personnel (KMP) includes Chairman & Managing Director (CMD), Chief Operating Officer & Chief Financial Officer (COO & CFO) and Company Secretary & Compliance Officer.

22. Turnover rate for permanent employees

Category	FY 2026			FY 2025			FY 2024		
	Male (%)	Female (%)	Total (%)	Male (%)	Female (%)	Total (%)	Male (%)	Female (%)	Total (%)
Permanent employees	12.86%	15.23%	13.41%	10.49%	11.63%	10.76%	15%	14%	14.43%
Permanent workers					NA				

Note: The above table considers voluntary attrition

V. Holding, Subsidiary and Associate Companies (including Joint ventures)

23. Names of holding / subsidiary / associate companies / joint ventures

S. No	Entity name	Is it a holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity (Direct and Indirect holdings)	Does the entity participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Saksoft Inc	Subsidiary	100%	
2	Saksoft Solutions Limited	Subsidiary	100%	
3	Acuma Solutions Limited (Stepdown Subsidiary of Saksoft Limited)	Subsidiary	100%	
4	Saksoft Pte Limited	Subsidiary	100%	
5	MC Consulting Pte Ltd (Stepdown Subsidiary of Saksoft Limited)	Subsidiary	100%	Yes.
6	MC Consulting Malaysia (Stepdown Subsidiary of Saksoft Limited)	Subsidiary	100%	The subsidiary/associate/ joint venture have their own Business Responsibility Initiatives which are predominantly in line with the Business Responsibility initiatives of the Company.
7	Dreamorbit Inc	Subsidiary	100%	
8	Solveda Software India Private Limited	Subsidiary	100%	
9	Solveda LLC (Stepdown subsidiary of Saksoft Limited)	Subsidiary	100%	
10	Solveda UK (Stepdown Subsidiary of Solveda LLC)	Subsidiary	100%	
11	Augmento Labs Private Limited	Subsidiary	100%	
12	Zetechno Products and Services Private Limited	Subsidiary	100%	
13	Ceptes Software Private Limited	Subsidiary	100%	
14	Ceptes Software Inc (Step down subsidiary of Ceptes Software Private Limited)	Subsidiary	100%	

VI. CSR Details

24. **i. Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)**

Yes.

ii. If yes, Turnover – 49262.57 INR lakhs*

iii. Net worth – 38861.79 INR lakhs*

*The data for FY 2025-26 is for Saksoft Limited, Standalone.

VII. Transparency and disclosure compliances

25. Complaints/grievances on any of the principles (principles 1 to 9) under the National Guidelines on Responsible Business Conduct (NGRBC)

Stakeholder group from whom complaint is received?	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2025- 2026			FY 2024- 2025		
		No of complaints filed during the year	No of complaints pending resolution at close of the year	Remarks	No of complaints filed during the year	No of complaints pending resolution at close of the year	Remarks
Communities	Yes, The CSR team makes frequent field visits, discusses any issues directly with the beneficiaries, and with NGO partners and takes corrective and preventive actions.						
Investors(other than shareholders)	Not Applicable						
Shareholders	Yes. The Grievance Redressal Policy is designed to allow internal/external stakeholders to report any concerns about ethics, unethical behavior, actual or suspected frauds. The policy provides adequate safeguards against victimization of those who use this mechanism.						
Employees and workers	Yes. Employees can report any concerns related to ethics, unethical behavior, actual or suspected fraud, or violations of the Company's Code of Conduct and POSH policy through established reporting mechanisms. The Whistle Blower Policy provides adequate safeguards against victimization of individuals who use this mechanism. Additionally, the Company facilitates skip-level meetings conducted by the HR team, enabling employees to directly share concerns, feedback, or grievances beyond their immediate reporting hierarchy, thereby strengthening transparency and early issue resolution.	NIL	NIL	NIL	NIL	NIL	NIL
Customers	Yes. Escalation mechanisms are defined in individual client contracts.						
Value Chain Partners	Yes. Partners can report any concerns about ethics, unethical behavior, actual or suspected frauds, or violations of the company's Code of Conduct. Additionally, the whistle blower policy provides adequate safeguards against victimization of those who use this mechanism.						

Please see our website for the following policies:

- Code of Conduct: https://www.saksoft.com/investor/corporate-governance/
- Whistleblower Policy: https://www.saksoft.com/wp-content/uploads/2025/05/Whistle-Blower-policy.pdf
- Prohibition of Sexual Harassment at Workplace: https://www.saksoft.com/wp-content/uploads/2026/05/Policy-on-prevention-of-Sexual-Harassment-At-Workplace.pdf
- Grievance Redressal Policy: https://www.saksoft.com/wp-content/uploads/2025/07/Grievance-Redressal-Policy.pdf

26. Overview of the entity's material responsible business conducts issues.

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk, along with its financial implications, as per the following format:

The Company has carried out a comprehensive materiality analysis to determine its most significant environmental, social, and governance (ESG) priorities. The process includes stakeholder engagement and impact-based evaluation to identify and rank material topics.

S. No.	Material issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Cyber Security Incidents	Risk	External attacks, Malware, Compromised Credentials, Business email compromise via phishing and other cyber security risk may result in data loss and loss of reputation	Saksoft has implemented a well-established and mature Information Security Management System, supported by a comprehensive set of policies and standards aligned with leading industry practices and globally recognized security frameworks. This is complemented by a layered, defense-in-depth control architecture that effectively ensures the confidentiality, integrity, and availability of its information assets. Our commitment to cybersecurity is reinforced through globally recognized Certifications such as ISO 27001 and SOC 2 Type II attestations. Access control includes Multi Factor Authentication for secure access to network Implementation of enhanced data leakage prevention platform to protect critical data. Encryption of data, data backup and recovery mechanism for ensuring Business continuity.	Negative
2.	Data Privacy	Risk	Unauthorized use or disclosure of employee/ company/customer data may lead to either breach of customer contracts or fines/penalties from regulators and damage to the Company's reputation	Access controls including multi factor authentication are deployed. All access provisioning is on need-to-know basis and access reviews are performed on a regular basis.	Negative
3.	Foreign Exchange	Risk	The Company operates in the global environment and has maximum business from US geography, hence currency fluctuation is a major risk.	Saksoft has been consistently following a hedging policy. The Company hedges most of the net exposure in USD, GBP and Euro, in India. All these hedges are effective hedges and any gain/ loss on these hedges is booked in revenues line. The company doesn't take hedges beyond 12 months and no hedges are taken outside India.	Negative
4.	Geopolitical and Macroeconomic Conditions	Risk	Changing geo-political landscape in multiple regions (war scenarios), macronomic uncertainty around interest rate cuts may impact customer discretionary spends, leading to potential impact on opportunities.	Monitoring and reporting of geo political risk to the Risk Management Committee of the Board	Negative
5.	Business Ethics and Transparency	Risk and Opportunity	A core pillar of our organization's operations is the commitment to conduct business with integrity, transparency, and strong ethical standards. Embedding clear ethical principles not only guides our actions but also strengthens trust and engagement with our clients, partners, suppliers, shareholders, and employees. We remain firmly committed to upholding ethical practices in all circumstances.	We mitigate risks through a structured approach that includes a well-defined Code of Conduct, regular training on compliance and ethics, and robust accountability mechanisms to ensure adherence to ethical standards.	Positive

S. No.	Material issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6.	Talent Demand and Employee Attrition	Risk	The Risk of Attrition may hamper long-term sustainability	The Company aims at retention and recognition of employees adequately through various schemes like loyalty awards and performance awards.	Negative
7.	Employee Well being	Risk	In today's business environment, ensuring the overall well-being of employees and fostering a healthy workplace that enhances productivity, diversity, and inclusion is paramount. Employee well-being encompasses the holistic health of individuals—covering their physical, mental, and emotional well-being—across both employees and the extended workforce.	At Saksoft, the holistic well-being of our employees is a top priority. While we recognize that unforeseen force majeure events—such as medical emergencies and weather-related disruptions—may arise, we remain committed to preparedness and resilience. Our approach includes implementing robust safety protocols, ensuring access to healthcare resources, and promoting healthy lifestyles across our workforce. Additionally, our occupational health and safety practices are aligned with ISO 45001:2018 standards, reinforcing our commitment to maintaining a safe and healthy work environment.	Negative
8.	Climate Action and Energy Management	Risk and Opportunity	Climate change is a critical global challenge that demands urgent and sustained action. Addressing it requires a comprehensive set of strategies to reduce greenhouse gas emissions while enhancing resilience to evolving climate conditions. This includes the adoption of innovative technologies, transition to renewable energy sources, development of green buildings, utilization of renewable energy credits, and shifts in management practices and consumer behavior.	To minimize the environmental impact, the Company is taking steps to reduce its carbon footprint. This involves using renewable energy, switching to energy-efficient lighting, promoting sustainable transportation and buildings, and setting a near term target with SBTi	Negative
9.	Anti-Corruption	Risk	Non-compliance with anti-corruption laws and unethical practices may lead to regulatory penalties, reputational damage, and loss of stakeholder trust.	The Company follows a zero-tolerance approach towards bribery, corruption, and fraud through a robust Anti-Bribery and Anti-Corruption Policy supported by defined controls. It promotes ethical conduct through structured training programs with tracking of employee participation, and implements a formal due diligence process, including a Supplier Risk Assessment Checklist, to assess third-party risks. Additionally, the Company has established a comprehensive reporting framework with whistleblower and grievance mechanisms, supported by anti-retaliation safeguards, to enable safe and transparent reporting of concerns.	Negative
10.	Whistleblower Mechanisms	Risk	Absence of effective reporting mechanisms may result in unreported unethical practices, leading to governance failures.	The Company has a robust whistleblower risk mitigation approach, the Company has established a secure and confidential reporting channel, enforcing strict non-retaliation protections, and ensuring prompt and impartial investigation and resolution of complaints, with continuous oversight by the relevant governance bodies.	Negative

Section B Management and process disclosures

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements

P1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

P2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

P3: Businesses should promote the wellbeing of all employees

P4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

P5: Businesses should respect and promote human rights

P6: Businesses should respect, protect, and make efforts to restore the environment

P7: Businesses, when engaged in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

P8: Businesses should support inclusive growth and equitable development

P9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. Policy and Management processes

Disclosure Questions	P1 Ethics and Transparency	P2 Sustainable Business	P3 Employee well being	P4 Stakeholder Relationship	P5 Human Rights	P6 Environmental Stewardship	P7 Public Advocacy	P8 Community Development	P9 Customer Relations
1. (a) Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
1. (b) Has the policy been approved by the Board? (Yes/No)*	Y	Y	Y	Y	Y	Y	Y	Y	Y
1. (c) Web Link of the Policies, if available	**Governance Policies-** https://www.saksoft.com/investor/corporate-governance/ **Principle 1:** Minimum & Living Wages Policy Anti-Money Laundering Policy Anti-Competition Policy Code of Conduct Whistleblower Policy Policy on Ethics and Employee Code of Conduct Anti Bribery and Anti Corruption Policy **Principle 2:** Supplier Procurement Policy Supplier Risk Assessment Policy Vendor Management Policy Supplier Code of Conduct Policy **Principle 3:** Policy on prevention of Sexual Harassment At Workplace Diversity, Equity, and Inclusion (DEI) Policy Human Rights and Working conditions Policy Supplier Code of Conduct Policy Grievance Redressal Policy **Principle 4:** Corporate Social Responsibility Policy Policy on Related Party Transactions Supplier Code of Conduct Policy Policy for Determination of Legitimate Purpose and Policy and Procedure for inquiry in case of leakage of UPSI. Diversity, Equity, and Inclusion (DEI) Policy Whistle Blower Policy Code of Practices and Procedures for Fair Disclosure **Principle 5** Diversity, Equity, and Inclusion (DEI) Policy Human Rights and Working conditions Policy Equal Opportunity Policy Minimum wages policy **Principle 6** ESG Policy Supplier Code of Conduct Policy								

Disclosure Questions	P1 Ethics and Transparency	P2 Sustainable Business	P3 Employee well being	P4 Stakeholder Relationship	P5 Human Rights	P6 Environmental Stewardship	P7 Public Advocacy	P8 Community Development	P9 Customer Relations
	Principle 7 Policy on Responsible Public Policy Advocacy Anti Money Laundering Policy Anti Bribery and Anti Corruption Policy **Principle 8** Code of Conduct ESG Policy Supplier Code of Conduct Policy **Principle 9** Policy for preservation of documents Archival policy on disclosures hosted on website of the company Code of Conduct								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	N	Y	N	N	N	N
4. Name of the national and international codes/certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	a. ISO 27001:2018- Information Security Management System b. ISO 9001:2015-Quality Management System c. ISO 45001:2018-Occupational Health & Safety Management System d. Indian Green Building Council (IGBC) LEED India								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	The Company has a structured framework for tracking and monitoring the Company's ESG performance through clearly defined key performance indicators across material topics, demonstrating a systematic approach to ESG data management and performance evaluation. Additionally, the Company is committed to: **Strengthening ESG performance and sustainability practices:** The Company is committed to strengthening its ESG framework and sustainability practices through engagement with recognized ESG assessment platforms, including registration with an ESG rating agency to support continuous improvement, benchmarking and alignment with evolving sustainability principles. The Company has been awarded the "Committed" and "Fast Mover" badges under the EcoVadis assessment for FY 2025–26, reflecting its strong commitment to ESG practices and continuous improvement in line with underlying sustainability principles								

Disclosure Questions	P1 Ethics and Transparency	P2 Sustainable Business	P3 Employee well being	P4 Stakeholder Relationship	P5 Human Rights	P6 Environmental Stewardship	P7 Public Advocacy	P8 Community Development	P9 Customer Relations
	Advancing climate action through emissions reduction commitments: The Company is committed to establishing a near-term science-based emissions reduction target by 2035 aligned with the Science Based Targets initiative (SBTi), in line with evolving sustainability priorities and climate-related commitments. Social Inclusiveness and Development of Communities • Drive holistic well-being, health, and wellness of the workforce • Enhance gender parity across the organization • Drive equality and inclusiveness at all levels • Enhance the livelihood of communities through social and community development initiatives.								
6 Performance of the entity against the specific commitments, goals and targets along- with reasons in case the same are not met.	• The Company has established a structured framework for tracking and monitoring its ESG performance through clearly defined key performance indicators across material ESG topics, reflecting a systematic and data-driven approach towards ESG management and performance evaluation. • Strengthening ESG Performance and Sustainability Practices: During FY 2025–26, the Company underwent an external ESG assessment by EcoVadis and was awarded the "Committed" and "Fast Mover" badges. These recognitions reflect the Company's continued efforts towards strengthening its sustainability practices and ESG performance, while reaffirming its commitment to continuous improvement and responsible business conduct. • Driving Measurable Progress Across ESG Goals: The Company continues to make steady progress towards its ESG commitments through measurable initiatives and performance-driven outcomes across environmental, social and governance priorities. These efforts underscore the Company's focus on responsible growth and long-term value creation for all stakeholders.								

ESG Goals	Progress FY 2025–26
	Environmental Goals
Improve water stewardship and resource efficiency	• Water consumption reduced to 195.97 KL from 247.43 KL • Initiatives for water recycling and reuse continue to be strengthened
Advance climate action and emissions management	• Scope 1 emissions recorded at 306.83 MT CO_2e • Scope 2 emissions recorded at 519.48 MT CO_2e
Increase energy efficiency and renewable energy adoption	• Continued to strengthen the integration of renewable energy sources within its overall energy consumption mix.
Promote responsible waste management practices	• Responsible waste management practices across its leased operating locations, with disposal arrangements managed by the respective premises' providers. • Plastic waste managed through authorized recyclers and compliant e-waste disposal practices followed
Build environmentally responsible operations	• Continued its efforts to understand and manage greenhouse gas emissions as part of its long-term operational decarbonisation journey.

Disclosure Questions	P1 Ethics and Transparency	P2 Sustainable Business	P3 Employee well being	P4 Stakeholder Relationship	P5 Human Rights	P6 Environmental Stewardship	P7 Public Advocacy	P8 Community Development	P9 Customer Relations

ESG Goals	Progress FY 2025–26
Social Goals	
Foster a safe, healthy and supportive workplace	• Zero lost time injuries (LTIs) reported during FY 2025–26 • 100% employee coverage under health and wellness programmes • Ergonomic assessments conducted across workplaces
Advance diversity, equity and inclusion across the workforce	• Women representation in leadership continued to increase during FY 2025-26, reflecting ongoing progress toward a more inclusive leadership pipeline. • 100% employee participation in key DEI initiatives
Enable learning, capability building and career growth	• Educational assistance and learning opportunities continued to be made available to support employee development and growth. • Internal mobility and talent development initiatives continued during the year
Promote fair employment practices and labour standards	• 100% compliance with minimum wage requirements maintained • No wage-related grievances reported
Maintain a respectful and inclusive workplace culture	• Zero sexual harassment complaints reported • POSH awareness initiatives and compliance measures continued during the year
Governance Goals	
Strengthen ethical conduct and responsible business practices	• Continued to reinforce business ethics and adherence to the Code of Conduct through ongoing communication and awareness initiatives. • No corruption or bribery incidents reported
Maintain effective grievance and whistleblower mechanisms	• 100% whistleblower matters acknowledged and resolved within prescribed timelines • No retaliation incidents reported
Promote strong governance and board effectiveness	• Independent directors constituted 50% of the Board • Women representation on the Board stood at 33.33%
Enhance responsible supply chain and procurement practices	• Sustainability assessments initiated across supplier ecosystem • Supplier Code of Conduct implementation continued during the year
Strengthen digital resilience and operational continuity	• Ongoing efforts to strengthen cybersecurity, digital resilience and operational preparedness • Business continuity plans tested across operations
Uphold human rights and responsible workplace practices across operations and value chain	• Zero incidents relating to child labour, forced labour, ethics violations or workplace retaliation reported

Disclosure Questions	P1 Ethics and Transparency	P2 Sustainable Business	P3 Employee well being	P4 Stakeholder Relationship	P5 Human Rights	P6 Environmental Stewardship	P7 Public Advocacy	P8 Community Development	P9 Customer Relations

Disclosure Questions	Response
Governance, leadership and oversight	
7 Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	Saksoft Limited is committed to conducting business with sensitivity to people, transparency in governance, and environmental responsibility. As regulatory requirements evolve, Saksoft will ensure compliance and enhanced disclosure. Saksoft's greatest asset is its human resources. The Company invests in training and skill development to optimize employee performance while maintaining a compliant and supportive work environment. Governance has always been a cornerstone of Saksoft's success, characterized by transparency, ethics, and integrity. Understanding the environmental impact of energy use, Saksoft, though not energy-intensive, strives to minimize its carbon footprint. The Company employs energy-efficient resources, reduces electronic waste, and implements both manual and automated measures to conserve energy, lowering costs and promoting sustainability. "This year, Saksoft advanced its ESG agenda by strengthening both the vision and execution of its sustainability strategy, reinforcing its commitment to becoming a truly sustainable organization. A significant milestone was the commitment to set a near term target of reduction of emissions by the year 2035 with SBTi, demonstrating accountability towards shared goals with employees and the broader community."
8 Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	The Board of Directors are responsible for implementation and oversight of the Business Responsibility and Sustainability Policy.
9 Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details	Yes, the Committee responsible for decision making on sustainability related issues at Saksoft limited is the Sustainability Leadership Committee

10. Details of Review of NGRBCs by the Company

	Subject for Review	a. Indicate whether review was undertaken by Director (D) / Committee of the Board (C) / Any other Committee (A)								
		P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Performance against above policies and follow up action	• Risk Management Committee • Corporate Social Responsibility Committee • Audit Committee • Stakeholders Relationship Committee								
2	Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	The Company complies with all applicable laws at every jurisdiction of its presence.								

	Subject for Review	b. Frequency (Annually (A) / Half Yearly (HY) / Quarterly (Q) / Any other – please specify)								
		P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Performance against above policies and follow up action	Annually								
2	Compliance with statutory requirements of relevance to the principles, and the rectification of any non-compliances	Quarterly and Annually								

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.

Questions	P1 Ethics and Transparency	P2 Sustainable Business	P3 Employee well being	P4 Stakeholder Relationship	P5 Human Rights	P6 Environmental Stewardship	P7 Public Advocacy	P8 Community Development	P9 Customer Relations
Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency?	The Company's policies and procedures are subject to internal scrutiny by the Management, Internal Auditors for the purposes of ensuring operating effectiveness of the policies and critical evaluation of the same. The Statutory Auditors would also refer to these policies, to the extent, relevant and applicable to assess the Entity Level Controls and Governance aspects.								
If yes, provide name of the agency	Yes, we have carried out the following assessments, with the respective external agencies listed alongside. • ISO 45001, 9001, 27001 and GHG Accounting by Wire Consultancy • Compliance: External expert agencies throughout the audit/assessment process, these agencies assess the functionality of the company's pertinent policies. This involves scrutinizing policy components, procedures, action plans, and other related elements.								

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated

NGRBC Principle's requirements are fairly covered as part of various policies of Saksoft Limited, therefore, the question is not applicable.

Section C Principle wise Performance Disclosure

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Principle 1: Businesses should conduct and govern themselves with integrity, in a manner that is Ethical, Transparent and Accountable

ESSENTIAL INDICATORS

1. Percentage coverage by training and awareness programs on any of the Principles during the financial year

S. No	Segment	Total number of training & awareness programmes held	Topics / principles covered under the training	% of persons in respective category covered by the awareness programmes
1	Board of Directors	4	Business Responsibility Principles via Code of Conduct, Ethics & Integrity, Data Privacy, Insider Trading, Prevention of Sexual Harassment, Integrity, Information Security Awareness, Workplace Compliance, Anti-Bribery and Anti-Corruption, Business Continuity and Crisis Management	100%
2	Key Managerial Personnel	11	Compliance training like POSH, Global Compliance covering Code of Conduct, Antibribery, and Anti-corruption, Whistleblower, and Code of Conduct for the prohibition of insider trading.	100%
3	Employees other than BOD and KMPs	161	Compliance training such as, POSH, Global Compliance, Code of Conduct, Anti-bribery, Anti-corruption, Whistleblower and Code of Conduct for Prohibition of Insider Trading. Behavioral and soft skill training, Presentation Skills, Art of Questioning, Interviewing Skills, Emotional Intelligence, Business Storytelling, creating a Personal Brand, Coaching for Impact, and more. Technical, Domain, and Functional trainings such as Dynamics 365 + Power Platform, PowerBI, Open AI Chat GPT, Java, SQL, Snowflake, AWS, Data & Analytics, SQL Database,ReactJS, Python, Insurance, ISTQB, Dot Net, Docker, GitHub, Azure, SDET, ITIL, AI Spark, Program Management, Microsoft Fundamentals, Mulesoft, Salesforce, and more.	100%
4	Workers	NA	NA	NA

2. Details of fines/ penalties/ punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors/ KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format:

(Note: The entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as discussed on the entity's website)

Monetary					
Category	NGRBC Principle	Name of the Regulatory/ enforcement agencies/ judicial institutions	Amount (in INR)	Brief of Case	Has an appeal been preferred? (Yes/ No)
Penalty/ Fine	During the reporting period, no fine, penalty, or compounding fee was levied on the Company as per SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015				
Settlement					
Compounding Fee					

Non- Monetary				
Category	NGRBC Principle	Name of the Regulatory/ enforcement agencies/ judicial institutions	Brief of Case	Has an appeal been preferred? (Yes/ No)
Imprisonment	No such case of non-compliance was recorded in the reporting period.			
Punishment				

3. **Of the instances disclosed in Question 2 above, details of the Appeal / Revision preferred in cases where monetary or Non - Monetary action has been appealed-**

   No such case of non-compliance was recorded in the reporting period.

4. **Does the entity have an anti-corruption policy or antibribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.** Yes.

   The Company's Anti-Bribery and Anti-Corruption Policy takes care of ensuring discipline in terms of reporting of corruption and related cases.

   Web link- https://www.saksoft.com/investor/corporate-governance//

5. **Number of Directors / KMPs / Employees against whom disciplinary action was taken by any law enforcement agency for the charges of bribery / corruption**

Particulars		FY 2026	FY 2025
1	Directors	NIL	NIL
2	KMPs	NIL	NIL
3	Employees	NIL	NIL
4	Workers	NA	NA

6. **Details of complaints with regard to conflict of interest**

Particulars		FY 2026		FY 2025	
		Number	Remarks	Number	Remarks
1	Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	NIL	NIL	NIL
2	Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL	NIL	NIL	NIL

7. **Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators / law enforcement agencies / judicial institutions, on cases of corruption and conflicts of interest.**

   Not applicable, as no complaints related to corruption or conflict of interest were received in FY 2024-2025 and FY 2025-2026

8. **Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format**

Segment	FY 2026	FY 2025
Number of days of accounts payables	52	58

Notes: This data is excluding MSMEs.

9. **Openness of business: Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:**

Parameter	Metrics	FY 2026	FY 2025
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	Not Applicable since Saksoft Limited is into the service industry (Information Technology)	
	b. Number of trading houses where purchases are made from		
	c. Purchases from top 10 trading houses as % of total purchases from trading houses		
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	Not Applicable since Saksoft Limited is into the service industry (Information Technology)	Not Applicable since Saksoft Limited is into the service industry (Information Technology)
	b. Number of dealers / distributors to whom sales are made		
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors		
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	3.17%	1.53%
	b. Sales (Sales to related parties / Total Sales)	50.55%	51.47%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	Nil	3.5 Crores
	d. Investments (Investments in related parties / Total Investments made)	Nil	37%

Leadership Indicators

1. **Awareness programmes conducted for the value chain partners on any of the Principles during the financial year 2025-26:**

Total number of awareness programs held	Topics/ Principles covered under the training	% of value chain partners covered (by value of business done with such partners) under the awareness programs
During FY 2025–26, the Company strengthened awareness among its value chain partners on ethical, environmental, and social principles through a structured supplier engagement framework. The Code of Conduct emphasizes adherence to high standards of business ethics in all transactions, and these expectations are extended to vendors through well-defined contractual arrangements and periodic reviews and audits. Further, the Company formally communicated its ESG expectations to suppliers through the Supplier Code of Conduct and a self-assessment checklist, enabling partners to assess and align with the Company's environmental and social standards. Suppliers across geographies are required to acknowledge and adhere to these principles, thereby promoting awareness and responsible business conduct across the value chain.		

2. **Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No).**

   If "Yes", provide details of the same.

   Yes, the Company's Code of Conduct highlights the standards of our business ethics and practices to be adhered to by the Directors and employees of the Company. Also, the Directors of the Company disclose their concern or interest in the Companies, or Body Corporates, Firms, or other Associations of individuals and any change therein, annually or upon any change, which includes the Shareholding. A database of the Directors and the entities in which they are concerned or interested is recorded and maintained by the Company. Further, during the Board Meetings, the Directors abstain from participating in and voting on the agenda items in which they are concerned or interested, to ensure independence and avoid conflict of interest.

Principle 2: Businesses should provide goods and services in a manner that is safe.

ESSENTIAL INDICATORS

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

S. No	Segment	FY 2026	FY 2025	Details of improvements in environmental and social impacts
1	R&D and Capex	Nil	Nil	"As an IT services organization, the Company's investments in sustainability are primarily driven through technology enablement, digital infrastructure optimization, and development of solutions that create environmental and social value. During the year, the Company invested in energy-efficient IT infrastructure, cloud-based solutions, and digital platforms aimed at reducing environmental impact. Additionally, investments were made in inclusive technology development, employee wellbeing platforms, and cybersecurity systems to enhance social outcomes. The Company continues to strengthen its internal mechanisms to track and classify such investments in alignment with BRSR requirements."

2. **Details about sustainable sourcing:**

a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

The Company has a Standard Operating Procedure (SOP) in place to define the operational controls and processes for integrating Environmental, Social, and Ethical (ESG) considerations into procurement activities. This SOP ensures that supplier selection, onboarding, monitoring, and renewal are carried out in alignment with the Supplier Code of Conduct and applicable legal and regulatory requirements.

b. **If yes, what percentage of inputs were sourced sustainably?**

Yes. Saksoft has a comprehensive process and procedure for onboarding suppliers and vendors through systematic vendor assessment, including compliance with our supplier code of conduct. The vendors and suppliers must undergo a screening process, encompassing the Company's business requirements, portfolio, quality parameters, social compliance, governance standards, environmental compliance and standards. The Company prefers sourcing from suppliers/ vendors who are compliant with various social norms, environmental regulations/ standards, and uphold ethical governance conduct.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for:**

(a) **Plastics (including packaging)**

(b) **E-waste**

(c) **Hazardous waste and**

(d) **other waste**

SAKSOFT Group primarily operates as an end-user of electrical and electronic equipment for internal business purposes and, unless explicitly stated otherwise, does not manufacture, market, import for resale, or sell such equipment under its own brand. Accordingly, it is generally not classified as a "Producer," "Manufacturer," or "Importer" under Extended Producer Responsibility (EPR) frameworks, except where required by applicable laws. In jurisdictions where it qualifies as a bulk consumer or end-user, the Company ensures responsible disposal of e-waste through authorized recyclers, maintains required records, complies with applicable environmental and hazardous waste regulations, and implements secure data destruction procedures prior to disposal.

The Company's Waste Management Policy reflects its commitment to reducing waste generation and mitigating environmental impact by outlining clear objectives for waste minimization, segregation, recycling, and responsible disposal, supported by both qualitative goals and quantitative targets. It further demonstrates the Company's approach to responsible waste management through the segregation of waste streams at leased office premises, implemented in coordination with facility/building management.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Extended Producer Responsibility (EPR) is not applicable as the company falls within the IT/ITES sector.

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective/ Assessment (LCA) for any of its products (for manufacturing industries) or for its services (for service industry)? If "Yes", provide details in the following format:**

NIC Code	Name of product/ service	% of Total Turnover contributed	Boundary for which the Life cycle perspective/ assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If "Yes", provide web-link
This does not apply to Saksoft Limited. It primarily operates in IT and ITeS services, including software design, development, testing, implementation, maintenance, system integration solutions, and the management of IT, ITeS, and Telecom infrastructure.					

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/ services, as identified in the Life Cycle Perspective/ Assessments (LCA) or through any other means, briefly describe the same along with action-taken to mitigate the same.**

Name of Product/ Service	Description of the risk/ concern	Action Taken
The Company has not conducted a formal Life Cycle Assessment (LCA) for its services during the reporting period. However, Saksoft Limited acknowledges and addresses the environmental concerns associated with its operations by maintaining Environmental Risk Registers which demonstrate a structured and proactive approach to identifying, assessing, and managing environmental risks associated with the Company's operations. It outlines key risk areas, evaluates their potential impact and likelihood, and defines corresponding mitigation measures and control mechanisms. The document supports ongoing monitoring and periodic review of environmental risks, reflecting alignment with regulatory requirements and recognized ESG practices.		

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate input material	Recycled or re-used input material to total material	
	FY 2026	FY 2025
The Company's scope of work is limited to Design, Development, Testing, Implementation, and Maintenance of Software, System Integration Solutions & IT/ITES/Telecom Infra Structure Management Services for all Offshore Development Centers. Therefore, being in the service sector, the question is not applicable.		

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

Category	FY 2026			FY 2025		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	Not Applicable as Saksoft does not have physical products as part of its offerings					
E-Waste						
Hazardous Waste						
Other Waste						

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category**

Indicate Product Category	Reclaimed products and their packaging materials as % total products sold in respective category
Not Applicable as Saksoft does not have physical products as part of its offerings	

Principle 3: Businesses should respect and promote the well- being of all employees including those in their value chains.

ESSENTIAL INDICATORS

1. **a. Details of measures for the well-being of employees:**

Category	% of employees covered by										
	Total Number (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	1497	1497	100%	1497	100%	0	0	1497	100%	0	0
Female	438	438	100%	438	100%	438	100%	0	0	0	0
Total	**1935**	**1935**	**100%**	**1935**	**100%**	**438**	**100%**	**1497**	**100%**	**0**	**0**
Other than Permanent Employees											
Male	Our contractor employees are governed by their respective direct employers and are required to adhere to the necessary statutory compliance.										
Female											
Total											

Note: Data is specific to India operations.

Head Count considered all Permanent & Full-time Employees.

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total Number (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	NA										
Female											
Total											
Other than permanent workers											
Male	NA										
Female											
Total											

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format

	FY 2026	FY 2025
Cost incurred on well-being measures as a % of total revenue of the Company	1.30%	1.03%

2. **Details of retirement benefits for Current and Previous FY**

S. No.	Benefits	FY 2026			FY 2025		
		No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
1	PF	100%	NA	Yes	100%	NA	Yes
2	Gratuity	100%	NA	Yes	100%	NA	Yes
3	ESI	0.57%	NA	Yes	0.71%	NA	Yes

Note: ESIC is applicable for all ESIC eligible population, even though they are permanent employees, but earning below the threshold level as per the ESI regulation. Trainees are eligible for retirement benefits once confirmed.

3. **Accessibility of workplaces - Are the premises / offices of the entity accessible to differently abled employees, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.**

Questions	Response
Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016?	Yes
If not, whether any steps are being taken by the entity in this regard.	NA

Our offices are equipped with wheelchairs and wheelchair-friendly elevators accessible from the parking lot, thereby ensuring accessibility for differently abled employees and the extended workforce.

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

Yes, the Company adheres to the provisions of the Rights of Persons with Disability Act, 2016 ("Act"), in letter and spirit. Saksoft continues to be an equal employment opportunity regardless of caste, creed, color, religion, ethnicity, marital status, age, disability, national origin, citizenship, sexual orientation, gender identity, language, and any other applicable aspects. The Company has an Equal Opportunity Policy that is part of the Employee Handbook and is available on the Company's local intranet.

web-link to the policy- https://www.saksoft.com/investor/corporate-governance//

5. **Return to work and Retention rates of permanent employees that took parental leave for FY 2025-26**

Gender	Permanent Employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	Not Applicable	
Female	99%	99%		
Total	**99.5%**	**99.5%**		

Note- "The above data is for India location"

6. **Is there a mechanism available to receive and redress grievances for the following categories of employees? If yes, give details of the mechanism in brief.**

Category	Yes/No (If yes, then give details of the mechanism in brief)
Permanent Employees Other than Permanent Employees	Yes, at Saksoft Limited, employees can raise their grievances by contacting their respective HR departments, either through email or in person, to seek resolution. Based on the nature of the concern, the designated HR representative works with the relevant stakeholders to address the issue in a timely manner. Additionally, the Grievance Redressal Policy, Whistle Blower Policy, and POSH Policy empower employees to report concerns relating to potential violations—such as unethical behaviour, fraud, or breaches of the Company's Code of Conduct—without fear of retaliation or any barriers to reporting.

7. **Membership of employees in association(s) or Unions recognized by the listed entity**

Saksoft Limited does not have recognized associations.

8. **Details of training given to employees**

Category	FY 2026					FY 2025				
	Total No (A)	On Health and safety measures		On Skill upgradation (D)		Total (D)	On Health and safety measures		On Skill upgradation	
		No (B)	% (B/A)	No (C)	% (C/A)		No (E)	% (E/D)	No (F)	% (F/D)
Employees										
Male	1602	1497	93.45	944	58.93	1612	1612	100	187	11.6
Female	486	438	90.12	441	90.74	521	521	100	79	15.16
Total	**2088**	**1935**	**92.67**	**1895**	**90.76**	**2133**	**2133**	**100**	**266**	**12.05**
Workers										
Male	NA									
Female										
Total										

9. **Details of performance and career development reviews of employees and workers:**

Category	FY 2026			FY 2025		
	Total (A)	No (B)	% (B/A)	Total (C)	No (D)	% (D/C)
Employees						
Male	1497	1497	100%	1609	1609	100%
Female	438	438	100%	484	484	100%
Total	**1935**	**1935**	**100%**	**2093**	**2093**	**100%**
Workers						
Male	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA
Total	NA	NA	NA	NA	NA	NA

10. **Health and Safety Management System**

Questions	Response
a. Whether an occupational health and safety management system has been implemented by the entity? If yes, then coverage such system?	Yes, Saksoft Limited is certified with the Occupational Health and Safety Management System (OHS) as per ISO 45001:2018 standards for the locations- Chennai and Noida, which covers 40% of India Locations.
b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?	Our health and safety initiatives are grounded in the careful assessment of facility risks, especially within office premises, through the implementation of a robust Hazard Identification & Risk Assessment (HIRA) framework. As an IT services organization, our risk spectrum primarily pertains to service-related aspects such as ergonomics, utilities management, and employee commute safety. In line with ISO 45001:2018 standards, HIRA systematically evaluates work-related hazards and risks across routine and non-routine activities at all locations. Risks are assessed based on frequency, severity, and potential impact on personnel.
c. Whether you have processes for workers to report the work- related hazards and to remove themselves from such risks.	Not Applicable.
d. Do the employees/ worker of the entity have access to non- occupational medical and healthcare services?	Yes, employees have access to non-occupational medical and healthcare services. Over the last year, wellness sessions were organized with a holistic and proactive approach to employee well-being, blending physical health and mental resilience. A strong emphasis was placed on mental health and emotional well-being. Physical health and lifestyle were equally prioritized through interactive sessions that encouraged movement, ergonomic awareness, and sustainable fitness routines. Seasonal and reflective sessions were also conducted, ensuring employees remained engaged and motivated throughout the year. Overall, these initiatives reflect a comprehensive wellness strategy, equipping employees with practical tools to manage their health and productivity, and fostering a healthier and more resilient workforce.

11. **Details of safety related incidents, in the following format**

S. No.	Safety Incident/Number	Category	FY 2026	FY 2025
1	Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
		Workers		
2	Total recordable work-related injuries	Employees		
		Workers		
3	No. of fatalities	Employees		
		Workers		
4	High consequence work-related injury or ill-health (excluding fatalities)	Employees		
		Workers		

12. **Describe the measures taken by the entity to ensure a safe and healthy workplace**

The Company has devised and implemented an OHS Management System to foster a healthier, safe, and conducive working environment for employees and the extended workforce, in line with ISO 45001:2018 and its certification standard. The foundation of the OHS Management System rests on the principle that all processes can be effectively controlled through clearly defined and documented procedures, that are reinforced by regular reviews, audits, and the promotion of a Company-wide culture of continual improvement. Key measures for the effective implementation of the OHS management system include:

1. Establishing communication channels with internal and external stakeholders about the Company's OHS principles, commitments, goals, and performance.

2. Developing and implementing health and safety protocols, controls, and procedures to manage health and safety risks and threats across all locations.

3. Identifying potential emergencies, establishing response protocols and plans, and monitoring and measuring safety equipment.

4. Conducting training and awareness sessions with employees and the extended workforce on health and safety practices, including periodic fire and emergency drills to raise awareness levels.

5. Provision of ergonomically designed chairs and workstations to prevent musculoskeletal disorders (MSD's) and low radiation computer monitors for better visual health.

6. Digital monitoring of indoor air quality and periodic cleaning of the HVAC ducts to avoid sick building syndrome.

7. Regular training on occupational health & safety training to sensitize employees on OHS aspects to inculcate a culture of safety.

8. Employee engagement campaigns on health & safety topics such as fire safety, road safety, emergency evacuation, ergonomics among others. There are no major H&S risks associated with Saksoft services as the Company provides customized software solutions and IT services.

13. Number of Complaints on the following made by employees

Category	FY 2026			FY 2025		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Working Conditions	NIL	NIL	-	NIL	NIL	-
Health & Safety	NIL	NIL	-	NIL	NIL	-

14. Assessments for the year

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	Our India operations with high concentration employees are certified with ISO 14001:2015 and ISO 45001:2018 which address other health and safety related matters.
Working conditions	

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

No major incidents in the year under review, hence no corrective actions were needed regarding working conditions. To support employee well-being, we have established first aid centers at many of our India facilities, providing quick access to medical care for minor injuries and illnesses, which helps reduce downtime and facilitates a swift return to work.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

The employees working for Saksoft Limited are duly covered under medical and accidental insurance.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

The Company ensures that the vendor is assigned the responsibility of ensuring compliance with applicable statutory requirements and norms through an effective governance mechanism.

3. Provide the number of employees / workers having suffered high consequence work-related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment.

Category	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2026	FY 2025	FY 2026	FY 2025
Employees	Nil	Nil	Nil	Nil
Workers	Nil	Nil	Nil	Nil

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

Yes. To ensure smooth role transitions and career advancement after retirement or termination, we encourage all employees to utilize our organizational learning platform, which offers training, upskilling, and in-demand technologies and platforms.

5. Details on assessment of value chain partners:

Category	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	100*
Working Conditions	100*

*Saksoft expects that all value chain partners comply with applicable health, safety, and working condition regulations. All the suppliers must adhere to our Supplier Code of Conduct, sustainable practices, and corporate governance standards.

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

Saksoft ensures value chain partners accountability by ensuring they adhere to the Suppliers Code of Conduct. Any situation that results in violation of the code must be reported to Saksoft. No significant risks or concerns were reported or identified with the value chain partners, who either work in offices or have access to the same health and safety resources as the employees, and any major risk to their health and safety is managed appropriately.

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

ESSENTIAL INDICATORS

1. **Describe the processes for identifying key stakeholder groups of the entity.**

   The Company adopts a structured and methodical approach to identifying its key stakeholder groups. This process involves assessing various parameters such as the potential impact of stakeholders, the diversity of stakeholder categories, their level of influence and authority, and the legitimacy of their association with the Company. Based on consultations with Management, the Company has identified its key stakeholders.

   The Company places strong emphasis on stakeholder identification and engagement, prioritizing key groups based on their impact on the organization and the organization's impact on them. Engagement with a broad spectrum of stakeholders enables a deeper understanding of their needs and expectations, facilitating the formulation of sustainable strategies across short-, medium-, and long-term horizons. It also supports effective risk management and the identification of business opportunities.

   Furthermore, the Company has systematically mapped its stakeholders in alignment with their relevance to business operations, while ensuring compliance with applicable regulatory requirements. This mapping exercise helps identify critical stakeholders, understand their interests, and evaluate their potential impact on the business. Such a comprehensive approach fosters mutually beneficial relationships, enhances overall corporate performance, and ensures adherence to regulatory standards.

2. **List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder groups**

Stakeholder group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website, Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Investors and Shareholders	No	Emails, Notice, Annual General Meeting (AGM), Investors Meet, and public disclosures	Quarterly and Annually	Policy changes, organizational growth, and corporate investor relations management.
Employees	No	Email, MS Teams, SharePoint, employee engagement, and team interactions	Continuous	Induction, training, health and development, grievance redressal management, employee engagement, and feedback sessions.
Customers	No	Direct connects, emails, visits, market surveys, and the customer relations team	Continuous	Customer satisfaction survey, service availability and quality feedback, collaborate with customers on sustainability initiatives.
Implementing Partner (NGOs)	Yes	Site visit, discussions, community-interactions, focus group discussions, and stakeholder interactions	Continuous	Discuss plan of execution, mechanism to develop projects, ongoing events, volunteer engagement program, outcomes, scope of expansion, beneficiaries' feedback, budget utilization, status, and area of improvement.
Communities	Yes	Site visit, group discussions, and community-level interactions	Continuous	Execution feedback, ongoing events, volunteer engagement program, scope of expansion, and beneficiaries' feedback.
Suppliers	No	Emails	Continuous	Stronger partnerships, Demand sustainability, Credit worthiness, Ethical behavior, Fair business practices, Governance, Diversity
Regulators	No	Industry events, Filing of forms/disclosures by the company and Website	Continuous	Ethical governance, Sustainability disclosures, Ensuring 100% compliance to all applicable regulations
Banks	No	Emails, in person Meetings	Continuous	Credit facilities, working capital arrangements, compliance with financial covenants, and treasury/ banking relationship management.
Academic Institutions	No	Campus recruitment drives	Continuous	Job creation, Internship opportunities

Leadership Indicators

1. **Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

   The Company's relevant departments conduct consultations with stakeholders on various topics as part of their engagement responsibilities.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

   We have framed our ESG vision on material topics based on inputs from various stakeholders' consultations. The vision is based on the material topics relevant to our business and stakeholders, and our ESG plan aims to achieve these objectives.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups**

   The Company actively engages with vulnerable and marginalized stakeholder groups through its community outreach and CSR initiatives focused on education, healthcare, skill development, and social welfare. During the reporting period, the Company supported underprivileged and migrant children through educational sponsorships, STEM learning programs, early childhood education initiatives, and NEET coaching for economically weaker students. The Company also addressed healthcare concerns by extending medical assistance to children with congenital heart disease. Further, initiatives were undertaken to support neurodivergent youth through skill development and employment assistance, and to provide care and welfare support for elderly persons, abandoned senior citizens, and mentally challenged individuals from underserved communities. These initiatives were implemented to improve access to opportunities, enhance quality of life, and promote inclusive and sustainable community development.

Principle 5: Businesses should respect and promote human rights

ESSENTIAL INDICATORS

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format**

Category	FY 2026			FY 2025		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
Employees						
Permanent	1935	1935	100%	2093	2093	100%
Other than Permanent	153	153	100%	185	185	100%
Total employees	**2088**	**2088**	**100%**	**2278**	**2278**	**100%**
Workers						
Permanent	Not applicable, as the Company does not identify its workforce as workers.					
Other than Permanent						
Total workers						

2. **Details of minimum wages paid to employees and workers**

Category	FY 2026					FY 2025				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No (B)	% (B/A)	No (C)	% (C/A)		No (E)	% (E/D)	No (F)	% (F/D)
Employees										
Permanent										
Male	1497	-	-	1497	100%	1609	-	-	1609	100%
Female	438	-	-	438	100%	484	-	-	484	100%
Other than permanent										
Male	105	-	-	105	100%	136	-	-	136	100%
Female	48	-	-	48	100%	49	-	-	49	100%
Workers										
Permanent										
Male	NA									
Female										
Other than permanent										
Male	NA									
Female										

3. **Details of remuneration/salary/wages, in the following format:**

a. **Median remuneration / wages:**

Category	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category (INR in Lakhs)	Number	Median remuneration/ salary/ wages of respective category (INR in Lakhs)
Board of Directors (BoD)*	4		2	
a. Executive Director	1	60.5	-	-
b. Non Executive Director	3	7.7	2	7.55
Key Managerial Personnel (KMP)	1	175	1	32
Employees other than BoD and KMP	1495	16	437	13
Workers	NA			

b. **Gross wages paid to females as % of total wages paid by the entity, in the following format:**

Category	FY 2026	FY 2025
Gross wages paid to females as % of total wages	18.36%	19%

4. **Do you have a focal point (Individual / Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

Yes, Saksoft Limited has a structured Diversity, Equity and Inclusion Policy, Human rights and working conditions Policy, Equal opportunity Policy and Minimum Wages Policy which are overseen by the Human resource department. The policy's goal is to cultivate and promote a culture of inclusion throughout the organisation. In addition, the Company has a POSH Policy with established guidelines for a grievance redressal mechanism. The Internal Committee ('IC Committee') addresses sexual harassment-related complaints, a core component of human rights.

5. **Describe the internal mechanisms in place to redress grievances related to human rights issue**

Saksoft Limited is committed to fostering a safe, secure, and conducive work environment for all employees. Its Human Rights and Working Conditions Policy underscores the Company's commitment to upholding human rights and ensuring respect and dignity for every individual.

In the event of any violation of this policy, employees are encouraged to report their concerns through multiple channels, including the Whistleblower Policy, the POSH Committee, and the Grievance Redressal Policy. Additionally, employees may approach their immediate supervisors or the HR team to raise any other concerns or grievances.

6. **Number of Complaints on the following made by employees and workers:**

Category	FY 2026		FY 2025	
	Filed during the year	Pending resolution at the end of year	Filed during the year	Pending resolution at the end of year
Sexual Harassment	NIL	NIL	NIL	NIL
Discrimination at workplace				
Child Labour				
Forced Labour/ Involuntary Labour				
Wages				
Other human rights related issues				

7. **Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:**

Category	FY 2026	FY 2025
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	NIL	NIL
Complaints on POSH as a % of female employees / workers	NIL	NIL
Complaints on POSH upheld	NIL	NIL

8. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases**

Saksoft Limited is committed to creating a safe and inclusive work environment, free from discrimination, harassment, and retaliation. Our policies, including the Whistleblower and POSH policies, are designed to prevent such incidents and ensure the protection of associates who report concerns. An Internal Committee (IC) has been established to oversee employee behavior regarding harassment and has the authority to issue interim orders to safeguard complainants and witnesses from any form of victimization. All complaints are addressed with confidentiality and impartiality. Any victimization of, or retaliation against, the complainant will be subject to disciplinary action.

9. **Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

Yes, at Saksoft, the commitment to human rights is reinforced through the inclusion of relevant principles and expectations in the Supplier Code of Conduct Policy.

10. Assessments for the year

Section	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	Our India operations have been assessed by the Internal Audit Team. The high employee concentration centers in India are 100% certified to ISO 45001:2018 Standard. Our HR team conducts internal audits to ensure compliance with the mentioned topics.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above

Based on the assessments carried out and referred to in Question 10 above, no significant risks or concerns were identified that warrant corrective action.

Leadership Indicator

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints

Human rights are an integral part of our governance framework, reflecting our commitment to fostering a workplace built on dignity, respect, and equal opportunity for all employees, with zero tolerance for any form of abuse or rights violation. To reinforce these principles across our value chain, vendors and business partners are expected to comply with our Code of Conduct, Supplier Code of Conduct, and POSH Policy. Through these continued efforts, we strive to strengthen our human rights practices and uphold responsible and ethical business conduct.

2. Details of the scope and coverage of any Human rights due-diligence conducted

At Saksoft, respect for and protection of human rights form an integral part of our governance and people practices, ensuring a safe, inclusive, and discrimination-free work environment. Our Human Rights policies, guide adherence to applicable local and global standards across the organization. The Company's Code of Conduct reinforces our commitment to ethical business practices and applies to the Board of Directors, senior management, and all employees.

Our Whistleblower Policy provides secure and confidential mechanisms for reporting concerns, with adequate protection for both permanent and contractual employees. In addition, vendors and service providers are expected to comply with the Supplier Code of Conduct. Further strengthening our commitment to employee health and safety, our key India centres with high employee concentration are certified under ISO 45001:2018 and undergo third-party assessments, while overseas locations comply with applicable local legal requirements.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

All Corporate offices are equipped with wheelchairs and wheelchair-friendly elevators accessible from the parking lot, ensuring friendly accessibility for differently abled employees and visitors. The Company continuously reviews and updates its policies, procedures, and infrastructure support (to whatever extent feasible) to drive an inclusive and equitable working environment.

4. Details on assessment of value chain partners:

Sections	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	The Company's Supplier Code of Conduct and the corresponding contractual clauses in vendor agreements address key ethical standards. These principles ensure the provision of a safe, healthy, and respectful work environment, where all workers are paid in accordance with, or above, the legal minimum wage requirements. They emphasize respect for human rights, prohibit discrimination, and uphold a zero-tolerance policy for child labour, forced labour, slavery, human trafficking, and any form of harassment.
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	
Wages	
Others – please specify	

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above

No significant risk was identified during the assessment.

Principle 6: Businesses should respect and make efforts to protect & restore the environment

ESSENTIAL INDICATORS

1. Details of total energy consumption (in GJ) and energy intensity, in the following format

Parameter	FY 2026	FY 2025
From renewable sources		
Total electricity consumption (A)	213.24	395.04*
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources (A+B+C) (in GJ)	213.24	395.04*
From non-renewable sources		
Total electricity consumption (D)	2633.99	2773.50*
Total fuel consumption (E)	322.93	1010.81
Energy consumption through other sources (F)	0	0
Total energy consumed from Non-Renewable sources (D+E+F)	2956.92	3784.31*
Total energy consumed (A+B+C+D+E+F)	3170.16	4179.34*
Energy intensity per rupee of turnover (Total energy consumption/ turnover) (in GJ/crore Rs. turnover)	6.44	9.68*
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP) (GJ/million USD)	13.12	19.73*
Energy intensity in terms of physical output	16.43	11.71*
Energy intensity (optional) – the relevant metric may be selected by the entity	Not Applicable	Not Applicable

*Restated figure — FY 2025 energy data has been updated to reflect refinements in the solar energy allocation methodology and the electricity consumption reporting boundary. The previously reported total energy consumption included the entire building's solar energy generation rather than Saksoft's proportionate share. Based on the revised methodology, the FY 2025 total energy consumption stands at 4,179.34 GJ, and all corresponding energy intensity metrics have been recalculated.

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not Applicable.

3. Provide details of the following disclosures related to water, in the following format

Parameter	FY 2026	FY 2025
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	9.85	0
(iii) Third party water	186.12	247.43*
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	195.97	247.43
Total volume of water consumption (in kilolitres)	195.97	247.43
Water intensity per rupee of turnover (Water consumed / turnover) (kilolitres/crore Rs. Turnover)	0.40	0.57
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP) (kilolitres/million USD)	0.81	1.17
Water intensity in terms of physical output	1.02	0.69
Water intensity (optional) – the relevant metric may be selected by the entity	Not Applicable	Not Applicable
Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency	No	No
If yes, name of the external agency.	Not Applicable	Not Applicable

*Restated figure — FY 2025 water consumption data has been restated to correct the Chennai site water figures. The previously reported figure included the entire building's water consumption. The corrected total of 247.43 KL reflects actual meter readings adopted for Chennai. All related water intensity metrics have been recalculated accordingly.

4. Provide the following details related to water discharged:

Parameter	FY 2026	FY 2025
Water discharge by destination and level of treatment (in kilolitres)	Saksoft operates from leased premises; wastewater management handled by building management*	Saksoft operates from leased premises; wastewater management handled by building management*
(i) To Surface water		
• No treatment		
• With treatment – please specify level of treatment. Sent to builder STP for treatment		
(ii) To Groundwater		
• No treatment		
• With treatment – please specify level of treatment		
(iii) To Seawater		
• No treatment		
• With treatment – please specify level of treatment		
(iv) Sent to third-parties		
• No treatment		
• With treatment – please specify level of treatment		
(v) Others		
• No treatment		
• With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		
Indicate if any independent assessment/evaluation/ assurance has been carried out by an external agency		
If yes, name of the external agency		

*Saksoft Limited operates from leased office premises across multiple locations (Chennai, Noida, Pune, Mumbai, Bengaluru) where wastewater generated from office operations is sent to building-managed Sewage Treatment Plants (STPs) for treatment. Water treatment operations are managed by the building management in compliance with local environmental regulations. Specific discharge volumes are not separately metered by Saksoft, as wastewater management is handled by building management authorities.

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Yes, Saksoft is dedicated to achieving Zero Liquid Discharge (ZLD) across its leased offices with advanced Sewage Treatment Plants (STPs), ensuring that treated water is efficiently reused for landscaping, gardening, and restroom flushing and into drainage networks in compliance with regulations. In other leased offices where we do not have operational control or is limited and in absence of a STP, the wastewater is discharged into municipal sewers, which undergo further treatment.

6. Provide details of air emissions (other than GHG emissions) by the entity, in the following format.

Parameter	Please specify units	FY 2026	FY 2025
NOx	Saksoft Limited operates IT services from leased office premises and does not engage in manufacturing activities that generate significant air emissions. The company's operations primarily involve software development and IT services, which do not produce measurable NOx, SOx, or particulate matter emissions.		
SOx			
Particulate Matter (PM)			
Persistent Organic Pollutants (POP)			
Volatile Organic Compounds (VOC)	The DG sets are operated only during power outages and hence the air emissions of pollutants (other than GHGs) are not material.		
Hazardous Air Pollutants (HAP)			
Others – please specify			
Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency	Air quality monitoring at the Chennai facility is conducted by building management of the complete building through certified external laboratories (Chennai Testing Laboratory Pvt Ltd) to ensure compliance with National Ambient Air Quality Standards (NAAQS) and indoor air quality guidelines.		
If yes, name of the external agency.			

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format

Parameter	Please specify units	FY 2026	FY 2025
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	tCO_2e	306.83	74.08
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	tCO_2e	519.48	543.50*
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	tCO_2e/crore Rs. turnover	1.68	1.43*
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	tCO_2e/ million USD	3.42	2.92*
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO_2e/unit production	4.28	1.73*
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity		Not Applicable	Not Applicable
Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency		No	No
If yes, name of the external agency		Not Applicable	Not Applicable

*Restated figure — FY 2025 Scope 2 and related intensity figures have been restated to correct an error in the electricity consumption boundary used in the previous year's BRSR disclosure. The corrected Scope 2 figure of 543.50 tCO_2e reflects actual grid electricity consumption across all Saksoft sites. All intensity metrics have been recalculated accordingly.

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details

Yes, Saksoft Limited has undertaken initiatives to reduce Green House Gas (GHG) emissions as part of its sustainability commitments.

Key GHG Reduction Projects & Initiatives

1. Energy Efficiency & Renewable Energy Adoption
   - Upgrading office infrastructure with LED lighting, motion sensors, and energy-efficient HVAC systems to reduce electricity consumption.
   - Increasing procurement of renewable energy (Solar and wind), for offices and data centers.
2. LEED-Certified Green Buildings (If applicable)
   - Saksoft has implemented LEED (Leadership in Energy and Environmental Design) standards in its office spaces to ensure energy efficiency, water conservation, and sustainable construction practices.
   - LEED certification demonstrates the company's commitment to low-carbon operations through optimized building design and operations.
3. Carbon Footprint Monitoring & Reduction
   - Annual carbon footprint assessments (FY 2023-24 assured by a third party) to track progress.
   - Remote/Hybrid Work Policy to reduce employee commute-related emissions.
4. Sustainable IT Practices
   - Server virtualization and cloud optimization to minimize data center energy use.
   - E-waste recycling programs for responsible disposal of IT equipment.
5. Future Plans
   - Explore carbon offset projects (e.g., afforestation, renewable energy investments).
   - Expand LEED or similar green building certifications for new office expansions.
6. Commitment towards SBTi- setting a near term target by 2035.

9. **Provide details related to waste management by the entity, in the following format:**

Parameter	FY 2026	FY 2025
Total Waste generated (in metric tonnes)		
Plastic waste (A)	0.031	-
E-waste (B)	1.0284	0.18
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	-	-
Battery waste (E)	-	-
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	-	-
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	0.7298	-
Total (A+B + C + D + E + F + G + H)	**1.7892**	**0.18**
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations) (MT/ crore Rs.)	0.00363	0.00042
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.00740	0.00085
Waste intensity in terms of physical output (MT/FTE)	0.00496	0.00050
Waste intensity (optional) – the relevant metric may be selected by the entity	Not applicable	Not applicable
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	1.0284 E-waste via authorised vendor	0.18
(ii) Re-used	-	Not applicable
(iii) Other recovery operations	-	Not applicable
Total (MT)	**1.0284**	**0.18**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	Not applicable
(ii) Landfilling	-	Not applicable
(iii) Other disposal operations		
a. Sent to municipal corporation	-	Not applicable
b. Selling to third parties authorized supplier.	0.7608 Fire hazard items + general office waste	Not applicable
Total	**0.7608**	**Not applicable**

*Notes: As an IT services company operating from leased premises, other waste categories are not applicable. General office waste is managed through building management and municipal services.

10. **Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes**

As an IT services and consulting organization, Saksoft does not engage in manufacturing physical products. Thus, the use of hazardous and toxic chemicals in processes or manufacturing is not applicable.

The waste generated from our building operations includes e-waste, battery waste, biomedical waste, hazardous waste (such as used oil and oil-soaked cotton), inorganic waste (like paper and stationery waste), organic waste (including food and garden waste), packaging waste (such as cardboard and Styrofoam), construction and demolition (C&D) waste, sanitary waste and other types (metals, mixed solid waste, plastic, and glass waste). We prioritize the use of eco-friendly chemicals, to minimize plastic waste and emissions from transportation, and prioritize opting eco-friendly materials like the usage of biodegradable cups made from agricultural waste.

The Company has a Waste Management Policy in place which reflects its commitment to reducing waste generation and mitigating environmental impact by outlining clear objectives for waste minimization, segregation, recycling, and responsible disposal, supported by both qualitative goals and quantitative targets. It further demonstrates the Company's approach to responsible waste management through the segregation of waste streams at leased office premises, implemented in coordination with facility/building management.

11. **If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, specify details in the following format**

Saksoft does not have operations/offices in/around ecologically sensitive areas where environmental approvals/ clearances are required. All our campuses are built on government approved land in industrial zones, with no impact on biodiversity.

12. **Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year**

Not applicable.

13. **Is the entity compliant with the applicable environmental law / regulations / guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Yes, Saksoft Limited is in adherence to all applicable environmental laws/ regulations/guidelines in India and has not incurred any fines/penalties.				

Leadership Indicator

1. **Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):**

For each facility / plant located in areas of water stress, provide the following information:

(i) Name of the area: PAN India Locations

(ii) Nature of operations: Leased Locations

(iii) Water withdrawal, consumption and discharge in the following format

Parameter	FY 2026	FY 2025
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	9.85	-
(iii) Third party water	163.10	215.75
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	172.95	215.75
Total volume of water consumption (in kilolitres)	172.95	215.75
Water intensity per rupee of turnover (Water consumed / turnover) (kilolitres/crore Rs. Turnover)	0.35	0.50
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP) (kilolitres/million USD)	0.72	1.02
Water intensity in terms of physical output – per employee (KL/FTE)	0.98	0.69

Parameter	FY 2026	FY 2025
Water intensity (optional) – the relevant metric may be selected by the entity	Not applicable	Not applicable
Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency	No	No
If yes, name of the external agency.	Not applicable	Not applicable

Note:

Water stress area classification: Chennai, Noida, and Bangalore are classified as Overexploited areas as per the Central Ground Water Authority (CGWA) / Central Water Commission assessment. Pune and Mumbai are classified as Safe areas and are therefore excluded from this water stress area disclosure.

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 3 emissions (Break-up of the GHG into CO_2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO_2 equivalent	Not Calculated	Not Calculated
Total Scope 3 emissions per rupee of turnover	Metric tonnes of CO_2 e / INR	Not Calculated	Not Calculated
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity		Not Calculated	Not Calculated
Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency		No	No
If yes, name of the external agency.		Not applicable	Not applicable

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not applicable to Saksoft Limited

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

S No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Green Energy		
2	Fuel Switching		
3	Efficiency Improvement	• Achieved Leadership in Energy and Environmental Design (LEED) certification for Chennai facilities, demonstrating a commitment to sustainable building practices, reducing energy consumption, and enhancing indoor environmental quality.	LEED Certification and energy conservation.
4	Other eco-friendly initiatives	• Saksoft Limited is certified with ISO 45001:2018, ensuring compliance with environmental and safety standards, promoting a safe and sustainable working environment.	Saksoft Limited is ISO 45001:2018 certified and compliant.

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link

Yes, Saksoft Limited has established Business Continuity and Disaster Management frameworks aimed at ensuring operational resilience, effective incident response, and business continuity during disruptions. These frameworks are integrated within the Company's overall risk management processes and include measures relating to risk assessment, mitigation, emergency preparedness, and employee safety. The Company also undertakes periodic reviews, testing, and awareness initiatives to strengthen preparedness and support seamless business operations.

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

The Company remains conscious of the environmental impact associated with its operations and value chain and continues to undertake measures to minimize adverse environmental effects. Key initiatives adopted by the Company include:

i. **Responsible e-waste management:** The Company recognizes that disposal of laptops, monitors, and other IT equipment may contribute to environmental concerns due to the presence of hazardous substances. To address this, the Company focuses on extending the useful life of IT assets through responsible usage, regular maintenance, upgrades, refurbishment, and reuse of functional components. The Company also ensures responsible disposal of e-waste in compliance with applicable e-waste management regulations.

ii. **Energy efficiency and renewable energy adoption:** Recognizing the energy-intensive nature of data centre operations, the Company continues to explore and adopt renewable energy sources and energy-efficient practices to reduce dependence on conventional non-renewable energy sources and minimize its environmental footprint.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts

The Company aims to cover and extend all key supplier across different categories of supplies to adhere to global supplier code of conduct practices and also assess their maturity on sustainable trading practices. This is an ongoing and evolving exercise and we hope to cover incremental suppliers each year as part of the scrutiny process.

8. How many "Green Credits" have been generated or procured:

a. By the listed entity.

b. By the top ten (in terms of the value of purchases and sales, respectively) value chain partners.

The Company has not generated or procured any Green Credits during the reporting period.

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

ESSENTIAL INDICATORS

1. a. Number of affiliations with trade and industry chambers / associations- 1(one)

   b. List the top 10 trade and industry chambers / associations (determined based on the total members of such a body) the entity is a member of / affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	NASSCOM	National

   c. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities.

   Not Applicable.

Leadership Indicator

1. Details of public policy positions advocated by the entity:

S. No	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
The Company has not directly advocated any public policy positions during the reporting period. However, it may participate in industry forums and associations from time to time.					

Principle 8: Businesses should promote inclusive growth and equitable development

ESSENTIAL INDICATORS

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes/No)	Relevant Web link
The Company has not conducted any formal Social Impact Assessments during the reporting period.					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity in the following format

Name and brief details of project	State	District	No. of project affected families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
Not Applicable					

3. Describe the mechanisms to receive and redress grievances of the community

   We prioritize regular and additional field visits, overseen by our CSR project leaders and company executives, to address community grievances. These visits facilitate direct interaction with beneficiaries, enabling us to gain a thorough understanding of their concerns and feedback. Informed by insights from our discussions with NGO partners, we implement proactive, corrective and preventive actions as needed.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers

Directly sourced from MSMEs/ small producers	FY 2026	FY 2025
Directly sourced from MSMEs/ small producers	42.21%	56.73%
Sourced directly from within the district and neighboring districts	100%	100%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Category	FY 2026	FY 2025
Rural	-	-
Semi Urban	-	-
Urban	-	-
Metropolitan	100%	100%

Leadership Indicator

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
The Company has not conducted any formal Social Impact Assessments during the reporting period. Accordingly, no negative social impacts have been identified requiring mitigation. The Company continues to undertake CSR and community initiatives with a focus on creating positive social outcomes.	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No	State	Aspirational District	Amount Spent in INR
The Company has not undertaken any CSR projects in Aspirational Districts identified under the Aspirational Districts Programme during the reporting period.			

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

   No, Saksoft Limited does not have a preferential procurement policy.

   (b) From which marginalized /vulnerable groups do you procure? NA

   (c) What percentage of total procurement (by value) does it constitute? NA

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

S. No	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
Not Applicable				

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Corrective action taken
Not Applicable		

6. Details of beneficiaries of CSR Projects

S. No	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	Supporting the educational sponsorship of deserving candidates from financially underprivileged backgrounds	11	100%
2	Supporting STEM education initiatives in Govt. Schools	1800	100%
3	Financial assistance towards surgeries of children with Congenital Heart disease from low socio economic backgrounds	74	100%
4	Providing transformative Early childhood education and care to children from migrant communities	80	100%
5	Providing coaching to NEET Aspirants from underprivileged background	110	100%
6	Developing and providing job opportunities, skills training, and career pathways specifically designed to support young adults who are neurodivergent	120	100%
7	Providing comprehensive care and support to the elderly, especially those in marginalized and underserved communities	100	100%
8	Welfare of abandoned senior citizen and mentally disabled	30	100%

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

ESSENTIAL INDICATORS

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback**

   In line with the Company's values and the nature of its business, customer satisfaction and feedback remain key priorities. The Company has established multiple mechanisms to facilitate the timely receipt, review, and resolution of customer feedback and grievances, with the objective of ensuring accountability and maintaining high standards of service quality. Dedicated business teams serve as the primary point of contact for addressing customer concerns and ensuring that service delivery aligns with customer expectations. In addition, an internal escalation framework is in place to promptly address execution-related issues, including escalation to senior management where necessary, enabling timely resolution and minimizing any impact on customer experience. These mechanisms help ensure that customer feedback is effectively addressed while also supporting continuous improvement in the Company's service offerings and delivery standards.

2. **Turnover of products and / services as a percentage of turnover from all products/ service that carry information about:**

State	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not Applicable, as Saksoft Limited is a software service sector company
Safe and responsible usage	
Recycling and/or safe disposal	

3. **Number of consumer complaints in respect of the following:**

Category	FY 2026			FY 2025		
	Received during the year	Pending resolution at the end of the year	Remarks	Received during the year	Pending resolution at the end of the year	Remarks
Data Privacy	Nil	There were no complaints registered under these heads in FY 2025-26	Nil	Nil	There were no complaints registered under these heads in FY 2024-25	Nil
Advertising						
Cyber- security						
Delivery of essential services						
Restrictive trade practices						
Unfair Trade Practices						
Other						

4. **Details of instances of product recalls on accounts of safety issues**

   As a provider of digital transformation, IT consulting, and software solutions, Saksoft Limited operates within a service-oriented business model focused on technology services, platform solutions, and consulting offerings. Given the nature of its operations, the Company does not manufacture or distribute physical products and therefore traditional product recall mechanisms are not applicable to its business activities.

Category	Number	Reason of recall
Voluntary recalls	Not Applicable	
Forced recalls	Not Applicable	

5. **Does the entity have a framework / policy on cyber security and risks related to data privacy? (Yes/ No) If available, provide a web-link of the policy**

   Yes, Saksoft consistently refines its information security policy to stay ahead of emerging threats. The policy is reviewed periodically to assure its effectiveness by leveraging advanced threat detection capabilities. Our cybersecurity team ensures continuous vigilance by actively monitoring network traffic, system logs, and real-time security events. Our adherence to privacy best practices is further demonstrated by our ISO 27001 certification. Privacy by design principles is embedded into our processes through workshops and guidelines, and we perform thorough due diligence with third-party vendors to ensure their commitment.

   https://www.saksoft.com/investor/corporate-governance//

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services**

   There have been no customer complaints or any penalties by regulatory authorities related to Data Privacy or Cyber Security during FY 25-26.

7. **Provide the following information relating to data breaches:**

   a. **Number of instances of data breaches**

      Nil

   b. **Percentage of data breaches involving personally identifiable information of customers**

      Nil

   c. **Impact, if any, of the data breaches**

      Not applicable

Leadership Indicator

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

   Company's website is https://www.saksoft.com/ for service information and offerings.

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services**

   The Company provides IT services and solutions and ensures that its clients are adequately informed about the safe and responsible usage of its offerings. This is achieved through structured onboarding processes, user documentation, and training sessions that outline system functionalities, security protocols, and best practices.

   The Company also promotes responsible usage through contractual agreements and service-level commitments, which include provisions relating to data protection, access controls, and compliance requirements. Further, ongoing client engagement, support services, and periodic advisories are provided to address evolving cybersecurity risks and ensure secure usage of systems.

   The Company's practices are aligned with internationally recognized standards such as ISO 27001.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

   The Company has developed a comprehensive risk management framework that allows it to identify, assess, and prepare corrective action plans according to the identified risks and threats.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

   Not applicable to Saksoft Limited.

INDEPENDENT AUDITOR'S REPORT

To the Members of SAKSOFT LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **SAKSOFT LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year on that date, and notes to the 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 Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and it's Profit, Total Comprehensive Income, Changes in Equity and its Cash Flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's 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 financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

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, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

In this regard we have identified the following Key Audit Matters:

Impairment test analysis on Equity investments in subsidiaries:

In view of the significance of the carrying value of investments and the assumptions underlying the ascertainment of fair value, this is being reported as a Key Audit Matter. The carrying amount of the Company's Investments in its subsidiaries, held at cost, amount to Rs.2379 million (representing 46% of the total assets) as at March 31, 2026.

How the matter was disposed of:

The Management undertakes an annual impairment testing analysis in respect of its equity exposure in its subsidiaries, whereby the carrying value is compared with the fair value of these investments obtained from appropriate valuation methodology, and to the extent of shortfall in the fair value an impairment provision is considered in the books. Such provision is reviewed at every subsequent reporting date for necessary adjustments as may be required.

We have critically evaluated the management's approach to the valuation methodology adopted in this regard, to conclude upon the need or otherwise of an impairment provision against the carrying value of Investments as at the date of Balance Sheet.

We tested the management's assumptions and other inputs with underlying data and assessed the reasonableness of the assumptions used and performed sensitivity analysis on these key assumptions to assess the potential impact on the fair value derived to get comfort.

Information Other than the Financial Statements and Auditor's Reports thereon:

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the standalone and consolidated financial statements and our respective Auditor's Reports thereon. The matters to be included in the Annual Report is expected to be made available to us after the date of this Auditor's Report. Our opinion on the standalone financial statements does not cover the other information and will 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 identified above when it becomes available 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 for appropriate action and if left uncorrected, bring the material misstatement to attention of the user.

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, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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 Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's 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 audit report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing 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 Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has an adequate internal financial controls system in place and 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 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in

i. planning the scope of our audit work and in evaluating the results of our work; and

ii. to evaluate the effect of any identified misstatements in the standalone financial statements.

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 communicate to 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 ("Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraph 3 and 4 of the Order.

2. (A) 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;

    (c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, the Standalone Statement of Cash Flows and Statement of Changes in Equity 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 Ind AS specified under Section 133 of the Act;

    (e) On the basis of the written representations received from the directors taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

    (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements;

    (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended; In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

   (B) With respect to the other matters to be included in the Auditor's 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:

    (a) The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 22 (a) to the standalone financial statements;

    (b) The Company has long-term contracts and derivative contracts for which there were no material foreseeable losses;

    (c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;

    (d) (i) The Management has represented that, to the best of its knowledge and belief, 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 persons or entities, including foreign entities ("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 ("Ultimate Beneficiaries") by or on behalf of the Company or
    - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

    (ii) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

    - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
    - provide any guarantee, security, or the like from or on behalf of the Ultimate Beneficiaries; and

    (iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (d) (i) and (d) (ii) contain any material misstatement.

    (e) (i) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

    (ii) The interim dividend declared and paid by the Company during the year and until the date of this report is in compliance with Section 123 of the Act.

    (iii) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with Section 123 of the Act, as applicable.

    (f) 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) and the same has been operated throughout the year for all relevant transactions recorded in the respective software and has been preserved appropriately from the date the logs were maintained. Further, for the period where audit trail (edit log) was enabled and operated throughout the year in the accounting software, we did not come across any instance of audit trail feature being tampered with.

For R.G.N. Price & Co.,
Chartered Accountants
Firm registration no. 002785S

Aditya Kumar S
Partner
Membership No. 232444
UDIN: 26232444STIXWS4477

Place: Chennai
Date: May 25, 2026

Annexure A to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of SAKSOFT LIMITED of even date)

I (a) (A) The Company has maintained proper records for its Property, Plant and Equipment showing full particulars including quantitative details and situation of those assets.

(B) The Company has maintained proper records for its intangible assets.

(b) The Company has a policy of physically verifying its Property, Plant and Equipment once in two years which in our opinion is reasonable having regard to the size of the Company and its business. The Company had physically verified the assets during the year and noted no material discrepancies.

(c) According to information and explanations given to us and on the basis of examination of records of the Company, there is no immovable property held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) In our opinion and according to the information and explanations given to us, there are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

II (a) In our opinion and according to the information and explanations given to us, having regard to the nature of the Company's business / activities during the year, clause (ii) of paragraph 3 of the Order relating to inventories is not applicable to the Company.

(b) During the year, 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 quarterly returns or statements filed by the Company with such banks or financial institutions is in accordance with the books of accounts.

III In our opinion and according to the information and explanations given to us, during the year, the Company has not made any investments, 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. Accordingly, Clause 3(iii)(a) to Clause 3(iii)(f) of the Order is not applicable to the extent of guarantees or security.

IV In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act in respect of investments made and the Company has not granted any loans to Directors nor has granted any loan or given guarantee or security to any Company, body corporate or to any person.

V The Company has not accepted any deposits and the provisions of Section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder are not applicable to the Company. Hence, reporting under clause 3(v) of the Order is not applicable.

VI Having regard to the nature of the Company's business / activities, the maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Act. Accordingly, Clause 3(vi) of the Order is not applicable.

VII (a) The Company is regular in depositing with appropriate authorities undisputed material 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 other statutory dues applicable to it. There are no arrears of undisputed statutory dues outstanding as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) There are no material dues of 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 other statutory dues which have not been deposited on account of any dispute as at March 31, 2026, except for an amount of Rs. 39.61 millions as detailed below:

Name of the Statute	Nature of the dues	Amount involved (Rs in Million)	Amount unpaid (Rs in Million)	Period to which the amount relates to	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax	29.56	8.61	A.Y. 2009-10	CIT (Appeals)
Income Tax Act, 1961	Income Tax	20.45	6.56	A.Y. 2010-11	DCIT
Income Tax Act, 1961	Income Tax	11.36	0.09	A.Y. 2011-12	DCIT
Income Tax Act, 1961	Income Tax	5.39	4.03	A.Y. 2020-21	CIT (Appeals)
Income Tax Act, 1961	Income Tax	24.60	18.38	A.Y. 2016-17	CIT (Appeals)
Goods and Services Act, 2017	Goods and Services Tax	2.05	1.94	F.Y. 2018-19	Deputy Commissioner of State Tax

VIII According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

IX (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not obtained any loans or borrowings from any lender during the year and accordingly Clause 3(ix)(a) of the Order is not applicable.

(b) In our opinion and according to the information and explanations given to us, the Company is not a declared wilful defaulter by any bank or financial institution or other lender.

(c) According to the information and explanation given to us, and the records of the Company examined by us, no term loans were obtained by the Company during the year.

(d) According to the information and explanation given to us, and the records of the Company examined by us, no funds on short term basis were raised by the Company during the year.

(e) In our opinion and according to the information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) In our opinion and according to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

X (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under Clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence reporting under Clause 3(x)(b) of the Order is not applicable.

XI (a) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India and according to the information and explanation given to us, we have neither observed any instance of fraud by the Company or any fraud on the Company by its officers or employees of the Company nor have we been informed of such case by the Management, during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) In our opinion and according to the information and explanation given to us, no whistle blower complaints have been received during the year by the Company.

XII The Company is not a Nidhi Company and hence, Clause 3(xii) of the Order is not applicable.

XIII In our opinion and according to the information and explanations given to us, transactions with related parties have been disclosed in the standalone financial statements with details as required by Ind AS 24 "Related Party Transactions". These transactions are in compliance with Section 177 and 188 of the Act.

XIV (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date, for the period under audit.

XV According to the information and explanation provided to us and based on our examination of records, the Company has not entered into any non-cash transactions with directors or persons connected with them.

XVI (a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under Clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(b) In our opinion, there is no core investment Company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

XVII The Company has not incurred cash losses in the current and in the immediately preceding financial year.

XVIII There has been no resignation of the statutory auditors during the year and accordingly this clause 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 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 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 In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, Clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For R.G.N. Price & Co.,
Chartered Accountants
Firm registration no. 002785S

Aditya Kumar S
Partner
Membership No. 232444
UDIN: 26232444STIXWS4477

Place: Chennai
Date: May 25, 2026

Annexure B to the Independent Auditors' Report

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 financial reporting of **SAKSOFT LIMITED** ('the Company') as of 31st March 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 Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial reporting criteria established by the 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 (ICAI). 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.

Auditor's Responsibilities

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial reporting 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'34) 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 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 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 system with reference financial reporting and their operating effectiveness.

Our audit of internal financial controls with reference to financial reporting included obtaining an understanding of internal financial controls with reference to financial reporting, 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 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 system with reference to financial reporting.

Meaning of Internal Financial Controls with reference to Financial Reporting

A Company's internal financial control with reference to financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Generally Accepted Accounting Principles. A Company's internal financial control with reference to 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 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 financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Reporting

Because of the inherent limitations of internal financial controls with reference to 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 with reference to financial reporting to future periods are subject to the risk that the internal financial control with reference to financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

According to the information and explanations given to us and based on our audit, the Company has in all material respects, adequate internal financial controls with reference to financial reporting and such internal financial controls with reference to financial reporting were operating effectively as at March 31, 2026 based on the internal control with reference to financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

For R.G.N. Price & Co.,
Chartered Accountants
Firm registration no. 002785S

Aditya Kumar S
Partner
Membership No. 232444
UDIN: 26232444STIXWS4477

Place: Chennai
Date: May 25, 2026

Balance Sheet

As at 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Note No	Balance As at March 31, 2026	Balance As at March 31, 2025
ASSETS			
1 Non-Current Assets			
(a) Property, Plant and Equipment	3	57.02	66.05
(b) Right of use assets	3	64.38	126.71
(c) Other Intangible assets	4	1.29	2.52
(d) Goodwill on acquisition		504.95	504.95
(e) Financial Assets			
(i) Investments	5.1	2,379.30	2,376.40
(ii) Others	5.2	12.20	28.54
(f) Deferred Tax Assets (Net)	6	116.44	85.31
2 Current Assets			
(a) Financial Assets			
(i) Investments	7.1	-	-
(ii) Trade and other receivables	7.2	1,318.42	994.44
(iii) Cash and cash equivalents	7.3	470.96	582.97
(iv) Bank balances other than (iii) above	7.4	0.15	144.60
(v) Loans	7.5	-	35.00
(vi) Others	7.6	164.78	106.60
(b) Current Tax Assets (Net)		64.08	103.56
(c) Other Current Assets	8	44.09	39.98
TOTAL ASSETS		**5,198.06**	**5,197.63**
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share capital	9	132.55	132.55
(b) Other equity	10	3,824.25	3,194.36
LIABILITIES			
1 Non-current liabilities			
(a) Financial liabilities			
(i) Lease liability		26.41	89.25
(ii) Others financial liabilities	11	-	394.90
(b) Provisions	12	250.79	168.36
2 Current liabilities			
(a) Financial liabilities			
(i) Borrowings	13.1	-	200.00
(ii) Lease liability		64.90	71.69
(iii) Trade payables	13.2		
Dues to Micro and Small enterprises		8.49	30.82
Dues to creditors other than Micro and Small enterprises		26.60	38.15
(iv) Other financial liabilities	13.3	517.83	610.30
(b) Other current liabilities	14	210.05	165.01
(c) Provisions	15	136.19	102.24
TOTAL EQUITY AND LIABILITIES		**5,198.06**	**5,197.63**

See accompanying Notes to Standalone Financial Statements

Note 1 & 2 represents Company overview and Material Accounting Policies

Vide our report of even date attached
For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No: 002785S

S.Aditya Kumar
Partner
Membership No: 232444

Date: May 25, 2026
Place: Chennai

For and on behalf of the Board of Directors

Aditya Krishna
Chairman & Managing Director
DIN.00031345

Suresh Subramanian
Director
DIN.02070440

Niraj Kumar Ganeriwal
COO and CFO

Meera Venkatramanan
Company Secretary

Statement of Profit and Loss

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Note No	Year ended March 31, 2026	Year ended March 31, 2025
Revenue from operations		4,926.26	4,317.44
Other Income	18	211.35	137.60
Total income		**5,137.61**	**4,455.04**
Expenses:			
Employee benefits expense	19	3,293.99	2,810.24
Finance costs	20	53.81	54.15
Depreciation and amortization expense	3	98.72	107.01
Support / Third party charges		488.18	440.22
Other expenses	21	182.07	227.18
Total expenses		**4,116.77**	**3,638.80**
Profit from ordinary activities before tax		**1,020.84**	**816.24**
Exceptional items (Impact of Labour Codes)	22(d)	37.47	-
Profit after exceptional items and before tax		**983.37**	**816.24**
Tax expense:			
Current Tax	16	256.24	204.75
Income tax relating to earlier year		-	15.32
Deferred Tax	17	(19.14)	(18.63)
Profit / (Loss) for the year		**746.27**	**614.80**
Other Comprehensive Income, Net of Tax			
A. (i) Items that will not be reclassified to Statement of Profit or Loss - Remeasurement of defined benefit plan (Net of taxes)		11.93	(2.52)
B. (i) Items that will be reclassified to Statement of Profit & Loss - Changes in fair value of derivative instrument (Net of taxes)		(35.64)	(3.61)
Total Other Comprehensive Income for the year		**(23.71)**	**(6.13)**
Total Comprehensive Income for the year		**722.56**	**608.67**
Total Profit attributable to Equity Shareholders		**746.27**	**614.80**
Earnings per equity share of Rs 1.00 each (Face value)	22(f)		
(1) Basic		**5.63**	**4.64**
(2) Diluted		**5.63**	**4.64**

See accompanying Notes to Standalone financial statements

Note 1 & 2 represents Company overview and Material Accounting Policies

Vide our report of even date attached
For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No: 002785S

S.Aditya Kumar
Partner
Membership No: 232444

Date: May 25, 2026
Place: Chennai

For and on behalf of the Board of Directors

Aditya Krishna
Chairman & Managing Director
DIN.00031345

Suresh Subramanian
Director
DIN.02070440

Niraj Kumar Ganeriwal
COO and CFO

Meera Venkatramanan
Company Secretary

Statement of Cash Flows

For the period April 2025 to March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
A. Cash Flow from Operating Activities:		
Profit before tax:	**983.37**	**816.24**
Adjustments for:		
Depreciation & amortisation	98.72	107.01
Expenses on employee stock based compensation	17.11	28.63
Changes in fair value of derivative instrument (net of taxes)	(35.64)	(3.61)
Profit on sale of Property, Plant and Equipment	(1.05)	(0.14)
Interest and other Income	(14.53)	(42.13)
Reassessment of Contingent Consideration	11.85	-
Dividend Income	(105.32)	(58.71)
Liability No Longer Required	(1.08)	(17.50)
Interest on lease liability	16.66	18.48
Interest and Finance charges	37.15	35.67
Net actuarial gain / loss on defined benefit plan	11.93	(2.52)
Operating Profit before Working Capital / Other Changes	**1,019.17**	**881.42**
(Increase) / Decrease in Trade receivables	(323.98)	(154.15)
(Increase) / Decrease in Other Assets	(57.94)	(48.54)
Increase / (Decrease) in Trade Payables	(33.88)	30.41
Increase / (Decrease) in Other liabilities	92.31	(10.87)
Increase / (Decrease) in Provisions	116.39	45.10
Cash Generated From Operations	**812.07**	**743.37**
Income tax paid	(216.72)	(227.05)
Net Cash Flow from Operating Activities	**595.35**	**516.32**
B. Cash Flow from Investing Activities:		
Purchase of Property, Plant and Equipment	(21.16)	(24.17)
Proceeds from sale of Property, Plant and Equipment	1.05	0.14
Payment of Contingent consideration	(573.64)	(113.72)
Loan advanced to Related parties	-	(35.00)
Repayment of loan by related party	35.00	-
Purchase of investment / Business acquisition	-	(722.66)
Sale of Investment	-	145.04
Increase/(decrease) in term deposits and other bank balances	144.43	287.55
Interest and other Income	14.53	42.13
Dividend income Received	105.32	58.71
Net Cash Used in Investing Activities	**(294.47)**	**(361.98)**

Statement of Cash Flows

For the period April 2025 to March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
C. Cash Flow from Financing Activities:		
Proceeds from borrowings	-	300.00
Repayment of borrowings	(200.00)	(100.00)
Payment of Lease liabilities	(90.20)	(83.04)
Interest and Finance charges	(10.02)	(11.44)
Dividend paid (including Dividend Distribution Tax)	(112.67)	(95.44)
Net Cash Used in Financing Activities	**(412.89)**	**10.08**
Net Increase/ (Decrease) in Cash and Cash Equivalents [A+B+C]	**(112.01)**	**164.42**
Cash and Cash Equivalents at the Beginning of the Year	**582.97**	**418.55**
Cash and Cash Equivalents as at End of the Year	**470.96**	**582.97**

Note:

a. The above Cash Flows Statement is prepared under Indirect Method as provided by Ind AS 7 "Statement of Cash Flow" notified under Companies (Indian Accounting Standards) Rules, 2015. Figures in brackets represents cash outflow.

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
b. Cash and Cash Equivalents comprise of:		
Balance with Schedule banks in current accounts	470.16	582.13
Cash and Cheques on Hand and in-transit	0.03	0.05
Total	**470.19**	**582.18**
c. Reconciliation of Cash and Cash Equivalents		
Cash and Cash Equivalents as per Ind AS 7	470.19	582.18
Add: Other bank balances	0.77	0.79
Cash and Cash Equivalents as per Note 7.3	470.96	582.97
d. Reconciliation of financing activity		
Opening balance as the beginning of the year	200.00	-
Add: Proceeds during the year	-	300.00
Less: Repayment during the year	(200.00)	(100.00)
Closing balance as at the end of the year (Refer Note 12.1)	**-**	**200.00**

The notes form an integral part of the Statement of Cash Flows

This is the Statement of Cash Flows

Vide our report of even date attached
For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No: 002785S

S.Aditya Kumar
Partner
Membership No: 232444

Date: May 25, 2026
Place: Chennai

For and on behalf of the Board of Directors

Aditya Krishna
Chairman & Managing Director
DIN.00031345

Suresh Subramanian
Director
DIN.02070440

Niraj Kumar Ganeriwal
COO and CFO

Meera Venkatramanan
Company Secretary

Statement of Changes in Equity

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

(a) Equity Share Capital

Balance as at 1st April 2024	**106.04**
Add: Shares issued on exercise of employee stock options	-
Add :- Bonus shares	26.51
Balance as at 31st March 2025	**132.55**
Balance as at 1st April 2025	**132.55**
Add: Shares issued on exercise of employee stock options	-
Balance as at 31st March 2026	**132.55**

(b) Other Equity

Particulars	Reserves and Surplus					Items of Other Comprehensive Income		
	Capital reserve	General reserve	Securities Premium Reserve	Share Options outstanding reserve	Retained earnings	Financial instruments through Other Comprehensive Income	Remeasurement of Defined benefit plans through Other Comprehensive Income	Total Other Equity
Balance as at 1st April 2024	**0.21**	**48.93**	**131.42**	**54.36**	**2,422.34**	**16.70**	**0.91**	**2,674.87**
Profit for the year	-	-	-	-	614.80	-	-	614.80
Other Comprehensive Income (Net of taxes)	-	-	-	-	-	(3.59)	(2.53)	(6.12)
Amount capitalized for bonus issue	-	-	(26.51)	-	-	-	-	(26.51)
Cost related to employee share based payments	-	-	15.11	17.66	-	-	-	32.77
Cash Dividends	-	-	-	-	(95.45)	-	-	(95.45)
Balance as at 31st March 2025	**0.21**	**48.93**	**120.02**	**72.02**	**2,941.69**	**13.11**	**(1.62)**	**3,194.36**
Balance as at 1st April 2025	**0.21**	**48.93**	**120.02**	**72.02**	**2,941.69**	**13.11**	**(1.62)**	**3,194.36**
Profit for the year	-	-	-	-	746.27	-	-	746.27
Other Comprehensive Income (Net of taxes)	-	-	-	-	-	(35.64)	11.93	(23.71)
Amount capitalized for bonus issue	-	-	-	-	-	-	-	-
Cost related to employee share based payments	-	-	9.39	10.61	-	-	-	20.00
Cash Dividends	-	-	-	-	(112.67)	-	-	(112.67)
(Final Dividend for the FY 2024-25 - Rs.53.02 millions								
Interim Dividend for the FY 2025-26 - Rs. 59.65 millions)								
Balance as at 31st March 2026	**0.21**	**48.93**	**129.41**	**82.63**	**3,575.29**	**(22.53)**	**10.31**	**3,824.25**

See accompanying Notes to financial statements

Vide our report of even date attached
For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No: 002785S

S.Aditya Kumar
Partner
Membership No: 232444

Date: May 25, 2026
Place: Chennai

For and on behalf of the Board of Directors

Aditya Krishna
Chairman & Managing Director
DIN.00031345

Suresh Subramanian
Director
DIN.02070440

Niraj Kumar Ganeriwal
COO and CFO

Meera Venkatramanan
Company Secretary

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Company Overview and Material Accounting Policies

Note-1: Company Overview

Saksoft Limited ("the Company") is a public limited company incorporated and domiciled in India. The equity shares of the Company are listed on the National Stock Exchange of India Limited (NSE) and are permitted to trade on BSE Limited (BSE). The registered office of the Company is situated in Chennai, Tamil Nadu, India.

The Company is engaged in providing digital transformation solutions that enable enterprises to remain competitive in an increasingly connected and rapidly evolving business environment. Saksoft Limited is a niche technology specialist offering a comprehensive range of services including business transformation, information management, application development, and testing services, thereby assisting clients in transforming and enhancing their business operations.

The standalone financial statements of the Company for the year ended March 31, 2026 were approved and authorized for issue by the Board of Directors on May 25, 2026.

Note-2: Material Accounting Policies

a. Basis of preparation of standalone financial statements

The standalone financial statements in all material aspects have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

b. Basis of measurement

The standalone financial statements have been prepared on historical cost convention and on an accrual basis, except for the following material items that have been measured at fair value as required by relevant Ind AS:

i. Derivative financial instruments;

ii. Certain financial assets and liabilities measured at fair value;

iii. Share based payments; and

iv. Defined benefit plans and other long-term employee benefits.

c. Use of estimates

The preparation of the standalone financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions that affect the reported amounts of revenues and expenses, balances of assets and liabilities, and disclosure of contingent liabilities as at the date of the standalone financial statements. Actual results could differ from those estimates. Accounting estimates could change from period to period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the standalone financial statements in the period in which changes are made and, if material, their effects are disclosed in notes to financial statements. In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have most material effect on the amounts recognized in the standalone financial statements is included in the following notes:

Revenue Recognition

The Company uses the percentage of completion method in accounting for its fixed price contracts. Use of the percentage of completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the estimated total efforts or costs to be expended, as applicable. Provisions for estimated losses, if any, on incomplete contracts are recorded in the period in which such losses become probable based on the estimates at the reporting date.

Income Taxes

Significant judgements are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

Property, Plant and Equipment

Property, Plant and Equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and its residual value at the end of its life. Useful life and residual value of an asset is determined by the Management at the time an asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Employee Benefits

The company's defined benefit obligation to its employees and net periodic defined benefit cost / income requires the use of certain assumptions, including, among others, estimates of discount rates and expected return on plan assets. Changes in these assumptions may affect the future funding requirements of the plans. Actuarial gains / losses are recognized in Other Comprehensive Income. The sensitivity analysis for changes in estimates is disclosed under relevant Notes.

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Other estimates

The Company estimates the probability of the collection of the accounts receivable by analysing historical payment of patterns and customer credit worthiness. Stock compensation expense is determined based on the company's estimate of exercise pattern of equity instruments that vests with the employees. Estimates with regard to deferred taxes and provisions are made based on the extent of uncertainty prevalent on the date of financial statements, which may cause material adjustment to the carrying amounts of assets and liabilities.

d. Revenue recognition

The Company derives revenue primarily from software development and related services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation.

Revenue disclosed is net of discounts and Goods and Service Tax. For software development and related services, the performance obligations are satisfied as and when the services are rendered since the customer generally obtains control of the work as it progresses. The Company has to apply the principles of revenue recognition to each of the distinct performance obligation and transaction price is recognized for each of the performance obligation of the contract.

The Company recognizes revenue when the performance obligations as promised have been satisfied with a transaction price and when where there is no uncertainty as to measurement or collectability of the consideration. Recognition criteria for various types of contracts are as follows:

Time and Material Contracts:

Revenue from time-and-material contracts is recognized based on the time / efforts spent and billed to clients.

Fixed-Price Contracts:

In case of fixed-price contracts, revenue is recognized based on percentage of completion basis. Where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration is recognized as per the percentage-of-completion method. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved.

Annual Maintenance Contract:

Revenue from annual maintenance contracts are recognized proportionately over the period in which services are rendered.

Sale of products:

Revenue from sale of third party software products and hardware is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on physical or electronic dispatch of goods.

Unbilled revenue represents earnings in excess of efforts billed on software development and service contracts as at the end of the reporting period and is included as part of Other Financial Assets.

Unearned revenues represent billing in excess of revenue recognized on software development and service contracts and is included in Other Current Liabilities until the above revenue recognition criteria is met. Advance payments received from customers for whom no services have been rendered are presented as "Advance from customers".

Other Income

Other income primarily comprises of interest, dividend, foreign exchange gain/loss on financial assets / financial liabilities and on translation of other assets and liabilities. Interest income is recognized in the Statement of Profit and Loss using effective interest method at the time of accrual. Dividend income is recognized in the Statement of Profit and Loss when the right to receive payment is established. Foreign currency gain or loss is reported on net basis and includes gain or loss in respect of concluded forward contracts.

e. Property, Plant & Equipment

Property, Plant and Equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditure directly attributable to acquisition until the Property, Plant and Equipment are ready for the intended use.

Property, Plant and Equipment are depreciated / amortized over their estimated useful lives using straight-line method from the date the assets are ready for the intended use. Assets acquired under finance lease and leasehold improvements are amortized over the lower of estimated useful life or primary lease term.

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Depreciation on Computer and Office equipment is provided on straight line method over their respective useful lives as prescribed in Schedule II of the Companies Act 2013. In respect of assets other than these, depreciation is provided over the economic useful life determined by technical evaluation. The useful lives of those assets are as under:

Description	Useful Lives (in years)
Lease hold improvement	5
Office Equipment	5
Furniture and fixtures	5
Vehicles	5
Electrical installations	5
Computer equipment	3

Based on technical evaluation, the management believes that the useful lives as given above best represent the period over which Management expects to use these assets. Hence, the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013

Depreciation methods, useful life and residual value are reviewed at each reporting date.

Individual asset costing Rs.5,000/- or less are depreciated in full in the year of purchase.

Gains or losses on disposal are determined by comparing proceeds with the carrying amount. Cost and related accumulated depreciation are eliminated from the financial statements upon sale of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss.

Capital work-in-progress includes cost of fixed assets that are not ready for their intended use.

Advances paid towards the acquisition of Property, Plant and Equipment outstanding at each Balance Sheet Date is classified as capital advances under other non-current assets.

f. Impairment

Non-financial assets

The Company assesses at each balance sheet date whether there is any indication that a carrying amount of a non-financial asset or a group of non-financial assets may not be recoverable and hence require to be impaired. If any such indication exists, the Company estimates the recoverable amount of these assets. Recoverable amount is the higher of an asset's fair value adjusted for costs of disposal and the value in use. If such recoverable amount of these assets or the recoverable amount of the cash generating unit to which the asset belongs to is less than its carrying amount, the carrying amount is reduced to its recoverable amount. This reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the Balance Sheet date, there is an indication that if a previously assessed impairment loss no longer exists the recoverable amount is reassessed and the asset is reflected at such reassessed recoverable amount subject to a maximum of carrying value of the asset. Non-financial assets (other than Goodwill) that are already impaired are reviewed for possible reversal of impairment provision at the end of every reporting period.

Financial assets

Receivables: The Company follows 'simplified approach' for recognition of impairment loss on trade receivables, whereby, it recognizes impairment loss allowances based on life time expected credit loss at each reporting period from its initial recognition.

Other financial assets: For all other financial assets, Expected Credit Losses (ECL) 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 the same is measured at lifetime ECL.

Impairment gain or loss recognized in the Statement of Profit and Loss is the difference between loss allowance reassessed on the reporting date and that determined on the immediately preceding reporting date.

g. Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as non-current.

- Non-current investments in subsidiaries, associates and joint ventures are stated at cost and any decline other than temporary in the value of these investments is recognized in the Statement of Profit and Loss.
- Other non-current investments are stated at their fair value.
- Current investments are stated at their fair value.

On disposal of investments, the difference between proceeds and the carrying amount is recognized in the Statement of Profit and Loss.

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

h. Non-derivative financial instruments

Initial Measurement:

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables (that do not contain a significant financing component) which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Purchase 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 trade) are recognized on trade date.

Subsequent Measurement:

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets are subsequently measured at amortized cost using effective interest method, less any impairment losses.

Amortized assets are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

They are presented as current assets except for those maturing later than 12 months after the reporting date, which are presented as non-current assets.

Financial assets at Fair Value Through Other Comprehensive Income: (FVTOCI)

Financial assets are subsequently measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at Fair Value Through Profit or Loss: (FVTPL)

Any financial asset not subsequently measured at amortized cost or at fair value through other comprehensive income, is subsequently measured at fair value through profit or loss. Financial assets falling in this category are measured at fair value and all changes are recognized in the Statement of Profit and Loss.

Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination that is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for De-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized when the obligation specified in the contract is discharged or cancelled or expires.

Fair value hierarchy:

The Company's policy on Fair Valuation is stated below:

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - The fair value of financial instruments traded in active markets (such as publicly traded securities) is based on quoted (unadjusted) market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group is the current bid price.

Level 2 - The fair valuation of instruments not traded in active markets is determined using valuation techniques. These valuation techniques maximize the use of observable market data and minimize the use of entity specific estimates (All significant inputs to the fair value measurement is observable)

Level 3 - Valuation techniques for one or more significant inputs to the fair value measurement is unobservable.

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

For assets and liabilities that are recognized in the standalone financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

i. Foreign Currency Translation

Functional and Presentation Currency

Items included in the standalone financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (i.e. the "functional currency"). The functional currency of the Company is the Indian Rupee. These standalone financial statements are presented in Indian Rupee.

Foreign currency Transactions and Balances

Foreign currency Transactions are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of foreign – currency denominated monetary assets and liabilities into the relevant functional currency at exchange rates in effect at the reporting date are recognized in the Statement of Profit and Loss and reported within foreign exchange gains / (losses).

Non-monetary assets and liabilities denominated in foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

j. Cash and Cash Equivalents

Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage. For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents include cash on hand, deposits held at call with Banks, other short-term, highly liquid investments with original maturities of three months or less and that are readily convertible to known amounts of cash which are subject to an insignificant change in value.

Statement of Cash Flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

k. Employee benefits

Defined Contribution Plans

The Company pays Provident Fund contributions payable to the recognized provident fund. The contributions are accounted for as defined contribution plans and recognized as employee benefit expense in the Statement of Profit and Loss.

Defined Benefit Plans

The Company provides a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Company as per the provisions of the Payment of Gratuity Act, 1972. The Company makes contributions to a fund administered and managed by the Saksoft Employees' Gratuity Trust to fund the gratuity liability.

The liability or asset recognized in the Balance Sheet in respect of a defined gratuity plan is the present value of defined benefit obligation at the end of the reporting period less the fair value of plan assets. Gratuity liability is a defined benefit obligation and is recorded based on actuarial valuation using the projected unit credit method made at the end of the year.

The present value of defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The gratuity liability and net periodic gratuity cost is actuarially determined after considering discount rates, expected long term return on plan assets and increase in compensation levels.

Remeasurement gains or losses arising from Experience Adjustments and changes in actuarial assumptions are recognized in the period they occur, directly in the Other Comprehensive Income. They are included in the statement of changes in equity and in the Balance Sheet. Remeasurements comprising actuarial gains or losses and return on plan assets (excluding amounts included in net interest on the net defined benefit liability) are not reclassified to Statement of Profit or Loss in subsequent periods.

Changes in present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the Statement of Profit and Loss.

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Other short term Employee Benefits

As per the employment policy of the Company, employees are required to avail their annual leave by the end of the respective calendar year. At the end of the financial year, the Company accounts for the remaining short term compensated absences. Liability towards leave encashment is recognized in the Statement of Profit and Loss.

Undiscounted liability of performance incentive is recognized during the period when the employee renders the services, based on management estimate.

Share-based payments

Employees of the Company receive remuneration in the form of equity settled instruments, for rendering services over a defined vesting period. Equity instruments granted are measured by reference to the fair value of the instrument at the date of the grant arrived at by using the Black-Scholes Model valuation and recognizes the cost (net of estimated forfeitures) over the vesting period.

The equity instruments generally vest in a graded manner over the vesting period. The stock compensation expense is determined based on company's estimate of equity instruments that will eventually vest and be exercised. The expenses in respect of the above share based payment schemes is recognized over the vesting period in the Statement of Profit and Loss with a corresponding adjustment to the share based payment reserve, a component of equity.

l. Taxation

Income-tax expense comprises current tax (amount of tax for the period determined in accordance with The Income Tax law) and deferred tax charge or credit (reflecting the tax effects of temporary differences between tax bases of assets and liabilities and their carrying amounts in the standalone financial statements). Taxes are recognized in the Statement of Profit and Loss except to the extent it relates to items directly recognized in equity or in the Other Comprehensive Income.

Current tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

Deferred Income Tax

Deferred income tax is recognized using the Balance Sheet Approach. The corresponding deferred income tax liabilities or assets are recognized for deductible and taxable temporary differences between tax bases of assets and liabilities and their carrying amounts in the standalone financial statements.

Deferred income tax assets are recognized only 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. Deferred tax income liabilities are recognized for all taxable temporary differences.

The carrying amount of deferred income 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 the deferred income tax asset to be utilized.

Deferred income taxes are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on the tax laws enacted or substantively enacted at the reporting date.

m. Provisions and Contingent liabilities

A provision is recognized when an enterprise has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, in respect of which the amount can be reliably estimated. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

A disclosure for contingent liability is made when there is a possible obligation that arises from the past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company and that may, but not probable that an outflow of resources would be required to settle the obligation. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Notes forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

3. PROPERTY, PLANT and EQUIPMENT

Reconciliation of the gross carrying amounts and net carrying amounts at the beginning and at the end of the year

Particulars	Plant & Machinery	Leasehold improvements	Computers	Office equipments	Electrical Installations	Furniture & Fittings	Motor Vehicles Owned	Leased Vehicles	Right of Use Asset	Total
Gross carrying value										
At April 1, 2024	**9.03**	**34.74**	**218.12**	**34.04**	**11.33**	**22.62**	**6.45**	**24.66**	**267.89**	**628.88**
Additions	-	-	21.24	1.16	-	0.02	1.90	8.68	43.51	76.51
Disposals / adjustments	-	-	4.23	-	-	-	0.94	2.57	16.89	24.63
At March 31, 2025	**9.03**	**34.74**	**235.13**	**35.20**	**11.33**	**22.64**	**7.41**	**30.77**	**294.51**	**680.76**
At April 1, 2025	**9.03**	**34.74**	**235.13**	**35.20**	**11.33**	**22.64**	**7.41**	**30.77**	**294.51**	**680.76**
Additions	5.56	-	15.19	0.32	-	-	0.08	15.29	-	36.44
Disposals / adjustments	-	4.55	23.01	1.25	-	1.23	-	17.81	-	47.85
At March 31, 2026	**14.59**	**30.19**	**227.31**	**34.27**	**11.33**	**21.41**	**7.49**	**28.25**	**294.51**	**669.35**
Accumulated depreciation										
At April 1, 2024	**9.03**	**31.85**	**179.40**	**25.02**	**11.16**	**20.40**	**3.33**	**2.21**	**122.55**	**404.95**
Depreciation expense	-	1.18	29.85	2.84	0.11	0.89	1.21	7.53	61.78	105.39
Disposals / adjustments	-	-	4.23	-	-	-	0.94	0.64	16.53	22.34
At March 31, 2025	**9.03**	**33.03**	**205.02**	**27.86**	**11.27**	**21.29**	**3.60**	**9.10**	**167.80**	**488.00**
At April 1, 2025	**9.03**	**33.03**	**205.02**	**27.86**	**11.27**	**21.29**	**3.60**	**9.10**	**167.80**	**488.00**
Depreciation expense	0.23	0.76	18.46	2.64	-	0.87	1.44	10.76	62.33	97.49
Disposals / adjustments	-	4.55	23.01	1.25	-	1.23	-	7.50	-	37.54
At March 31, 2026	**9.26**	**29.24**	**200.47**	**29.25**	**11.27**	**20.93**	**5.04**	**12.36**	**230.13**	**547.95**
Net carrying value March 31, 2026	**5.33**	**0.95**	**26.84**	**5.02**	**0.06**	**0.48**	**2.45**	**15.89**	**64.38**	**121.40**
Net carrying value March 31, 2025	0.00	1.71	30.11	7.34	0.06	1.35	3.81	21.67	126.71	192.76

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

4. OTHER INTANGIBLE ASSETS

Particulars	Intellectual property	Acquired Computer Software	Total
Gross carrying value			
At April 1, 2024	4.50	54.87	59.37
Additions	-	-	-
Disposals / adjustments	-	-	-
At March 31, 2025	4.50	54.87	59.37
At April 1, 2025	4.50	54.87	59.37
Additions	-	-	-
Disposals / adjustments	-	0.07	0.07
At March 31, 2026	4.50	54.80	59.30
Accumulated amortization			
At April 1, 2024	4.50	50.73	55.23
Amortisation expense	-	1.62	1.62
Disposals / adjustments	-	-	-
At March 31, 2025	4.50	52.35	56.85
At April 1, 2025	4.50	52.35	56.85
Amortisation expense	-	1.23	1.23
Disposals / adjustments	-	0.07	0.07
At March 31, 2026	4.50	53.51	58.01
Net carrying value March 31, 2026	-	1.29	1.29
Net carrying value March 31, 2025	-	2.52	2.52

NON-CURRENT ASSETS

5.1. FINANCIAL ASSETS - NON-CURRENT INVESTMENTS

Particulars	Face value (fully paid up)	As at March 31, 2026		As at March 31, 2025	
		No. of shares /units	Cost	No. of shares /units	Cost
1) Investment in equity instruments (Unquoted)					
In subsidiary companies(Carried at cost)					
Saksoft Inc, USA	USD 1	1,95,000	9.24	1,95,000	9.24
Saksoft Pte Limited, Singapore	SGD 1	5,55,002	19.17	5,55,002	19.17
Saksoft Solutions Limited, United Kingdom	GBP 1	50,01,000	434.45	50,01,000	434.45
Augmento Labs Private Limited (w.e.f. June 2024)	INR 10	57,000	937.43	57,000	937.43
Ceptes Software Private Limited (w.e.f. October 2024)	INR 1	1,09,54,608	646.50	1,09,54,608	646.50
Zetechno Products and Services Private Limited (w.e.f. January 2025)	INR 10	13,350	30.00	13,350	30.00
DreamOrbit Softech Inc, USA	USD 10	100	0.06	100	0.06
In Associate Company(Carried at cost)					
Solveda Software India Private Limited	INR 10	5,830	283.55	5,830	283.55
Equity settled share based payments to employees of subsidiaries					
Saksoft Inc, USA			13.23		10.33
Saksoft Pte Limited, Singapore			5.67		5.67
Total			2,379.30		2,376.40
Aggregate amount of impairment in value of investments			-		-

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

5.2. FINANCIAL ASSETS - OTHERS

Particulars	As at March 31, 2026	As at March 31 , 2025
Unsecured and considered good		
Security Deposit for lease	11.77	27.25
Bank deposits with more than 12 months maturity	0.43	1.29
	12.20	**28.54**

6. DEFERRED TAX ASSETS (Net)

Particulars	As at March 31, 2026	As at March 31 , 2025
Arising from timing difference in respect of:		
Property, Plant and Equipment	9.14	9.62
Retirement Benefits	80.25	58.56
Forward contracts outstanding	12.62	0.71
Long term Leases	1.71	3.63
Other tax disallowances	12.72	12.79
	116.44	**85.31**

CURRENT ASSETS

7.1. FINANCIAL ASSETS- INVESTMENTS

Particulars	As at March 31, 2026		As at March 31 , 2025	
	Unit	Value	Unit	Value
Opening balance	-	-	19,18,362	145.04
Additions during the year	-	-	2,60,863	265.39
Deletions during the year	-	-	21,79,225	410.43
	-	-	-	-

7.2. FINANCIAL ASSETS - TRADE RECEIVABLES

Particulars	As at March 31, 2026	As at March 31 , 2025
(Unsecured, considered good)*		
Considered good	1,318.42	994.44
Credit Impaired	-	-
Less: Allowance for credit losses#	-	-
	1,318.42	**994.44**

*Related party balances are presented in Note no. 22 (c)

Refer Ageing schedule in Note no. 22(p)

#There were no significant expected credit losses , computed based on Lifetime ECL of trade receivables as at 31st March 2026 & 2025

7.3. FINANCIAL ASSETS - CASH & CASH EQUIVALENTS

Particulars	As at March 31, 2026	As at March 31 , 2025
a. Cash on hand	0.03	0.05
b. Balances with banks in current accounts and deposit accounts with maturity less then three months	470.16	582.13
c. Other bank balances#	0.77	0.79
	470.96	**582.97**

#Other bank balances represent earmarked balances in respect of unclaimed dividends, amount payable to fractional shares resulting from bonus issue and Interest Accrued on such balances

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

7.4. FINANCIAL ASSETS - BANK BALANCES OTHER THAN (iii) ABOVE

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with maturity of more than three months but less than 12 months	0.15	144.60
	0.15	**144.60**

7.5. FINANCIAL ASSETS - LOANS

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Loans to Related parties (Refer Note - 22 c)	-	35.00
	-	**35.00**

7.6. FINANCIAL ASSETS - OTHERS

Particulars	As at March 31, 2026	As at March 31, 2025
Security Deposits	17.75	1.31
Forward Contract (Refer Note - 22 k)	-	-
Unbilled revenue	147.03	104.12
Interest accured on Loans and Advances to Related parties (Refer Note - 22 c)	-	1.17
	164.78	**106.60**

8. OTHER CURRENT ASSETS

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with statutory authorities	15.21	15.21
Prepaid expenses	23.11	17.49
Advance to suppliers	2.56	4.00
Employee loans and advances	3.21	3.28
	44.09	**39.98**

9. SHARE CAPITAL

A) Authorised, Issued, Subscribed and Fully Paid up Share capital

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised:		
20,10,00,000 Equity Shares of Rs.1 each	201.00	201.00
Issued & Subscribed & Fully Paid-up:		
13,25,51,250 Equity Shares of Rs.1 each	132.55	132.55
(March 2026: 13,25,51,250 shares and March 2025: 13,25,51,250 shares)		
	132.55	**132.55**

(B) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2026	As at March 31, 2025
Outstanding as at beginning of the year	**13,25,51,250**	**10,60,41,000**
Add: Shares allotted to employees pursuant to ESOP 2009	-	-
Add: Bonus issue made during FY 24-25 (2,65,10,250 shares issued in the ratio of 1:4)	-	2,65,10,250
Outstanding as at the end of the year	**13,25,51,250**	**13,25,51,250**

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Pursuant to the approval of the shareholder in the Annual General Meeting held on August 7, 2024, the Company has issued 2,65,10,250 (Two Crores Sixty Five Lakhs Ten Thousand Two Hundred and Fifty Only) Equity shares of Rs. 1/- each as fully paid up bonus equity shares in the ratio of 1 (One) fully paid Bonus Share for every 4 (Four) Equity Shares (1:4) held by the Equity Shareholders of the Company as on September 19, 2024 i.e. Record Date.

(C) Rights attached to Equity shares

Each share entitles to a pari passu right to vote, to receive dividend and surplus at the time of liquidation

(D) Shares in the Company held by each shareholder holding more than 5% shares

S. No.	Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
		Number of shares held in the Company	Percentage of shares held	Number of shares held in the Company	Percentage of shares held
1	Aditya Krishna	2,78,33,000	21.00%	2,77,83,000	20.96%
2	Sak Industries Private Limited	6,05,96,437	45.72%	6,05,96,437	45.72%
		8,84,29,437	**66.72%**	**8,83,79,437**	**66.68%**

(E) Shares reserved for issue under options and contracts [Refer Note - 22(e)]

S. No.	Number and class of shares reserved for issue	Party in whose favour reserved	Details of contracts/ options under which shares reserved for issue
1	During the FY 2025-2026 grant of options were 2,20,000 (Net of surrender of options)	Employees	ESOP 2009

(F) Share holding of Promoters and Promoter Group

S. No	Promoters Name	AT THE END OF THE YEAR		% Change during the year
		No of Shares	% of total shares	
1	Aditya Krishna	2,78,33,000	21.00%	0.04%
2	Sak Industries Private Limited	6,05,96,437	45.72%	No change during the year
3	Kanika Krishna	3,000	0.00%	100.00%
4	Nikhil Cherian	125	0.00%	No change during the year

S. No	Promoters Name	AT THE BEGINNING OF THE YEAR		% Change during the previous year
		No of Shares	% of total shares	
1	Aditya Krishna	2,77,83,000	20.96%	0.04%
2	Sak Industries Private Limited	6,05,96,437	45.72%	No change during the year
3	Nikhil Cherian	125	0.00%	No change during the year

10. OTHER EQUITY

Particulars	As at March 31, 2026	As at March 31, 2025
a) **Capital reserve**	0.21	0.21
Any profit or loss on purchase, sale, issue or cancellation of the Company's own equity instruments is transferred to capital reserve.		
b) **Securities premium reserve**	129.41	120.02
Amounts received (on issue of shares) in excess of the par value has been classified as securities premium.		
c) **General reserve**	48.93	48.93
This represents appropriation of post tax profit by the Company.		

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
d) **Retained earnings**	3,575.29	2,941.69
Retained earnings comprise of the Company's undistributed earnings after taxes.		
e) **Share option outstanding account**	82.63	72.02
The share option outstanding account is used to record the value of equity-settled share based payment transactions with employees. The amounts recorded in this account are transferred to share premium upon exercise of stock options by employees. In case of forfeiture, corresponding balance is transferred to retained earnings.		
f) **Financial Instruments through Other Comprehensive Income**	(22.53)	13.11
Changes in the fair value of equity instruments is recognized in equity instruments through Other Comprehensive Income (net of taxes), and presented within other equity.		
g) **Other items of Other Comprehensive Income**	10.31	(1.62)
Other items of Other Comprehensive Income consist of re-measurement of net defined liability/asset.		
	3,824.25	3,194.36

NON- CURRENT LIABILITY

11. FINANCIAL LIABILITIES- OTHERS

Particulars	As at March 31, 2026	As at March 31, 2025
Liability towards acquisition of business (Ref. Note no.5.1)	-	394.90
	-	**394.90**

12. PROVISIONS

Particulars	As at March 31, 2026	As at March 31, 2025
Gratuity Payable*	250.79	168.36
	250.79	**168.36**

*Refer Note 22 (d) for details of gratuity plan as per Ind AS 19

CURRENT LIABILITIES

13.1. FINANCIAL LIABILITY - BORROWINGS

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, From a related party		
From Sak Industries Private Limited	-	200.00
Repayment Terms:		
The Loan is repayable by 30th September 2025.		
Rate of interest - 6 Months SBI MCLR rate		
*Refer Note 22 (c)		
	-	**200.00**

13.2. FINANCIAL LIABILITY- TRADE PAYABLES

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Payables - Micro and Small enterprises*	8.49	30.82
Trade payables - Others#	26.60	38.15
	35.09	**68.97**

#Related Party Balances are presented in Note no 22 (c)

*Refer Note No. 22 (g)

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

13.3. FINANCIAL LIABILITY- OTHERS

Particulars	As at March 31, 2026	As at March 31, 2025
Liability towards acquisition of business (Refer Note 5.1)	466.90	606.66
Unclaimed Dividends and cash value of fractional shares	0.77	0.80
Forward Contracts (Refer Note: 22(k))	50.16	2.84
	517.83	**610.30**

14. OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2026	As at March 31, 2025
Unearned income from customers	28.63	23.83
Statutory dues	40.48	35.33
Liabilities for expenses	137.68	105.62
Advance from Customer	3.26	0.23
	210.05	**165.01**

15. PROVISIONS

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for compensated absences	27.93	29.77
Provision for contractual liability	98.26	72.47
Provision for gratuity*	10.00	-
	136.19	**102.24**

*Refer Note 22 (d) for details of gratuity plan as per Ind AS 19

16. INCOME TAX

Income tax expense in the statement of profit and loss consists of:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Current income tax:		
In respect of the current year	256.24	204.75
In respect of earlier year	-	15.32
Deferred tax:		
In respect of the current year	(19.14)	(18.63)
Income tax expense recognised in the Statement of Profit or Loss:	**237.10**	**201.44**
Income tax recognised in Other Comprehensive Income		
Current tax on remeasurement of defined benefit plan	1.96	(2.90)
Current tax on outstanding Forward contracts	(11.99)	(1.50)
Total	**(10.03)**	**(4.40)**

The reconciliation between the provision for income tax of the Company and amounts computed by applying the Indian statutory income tax rates to profit before taxes is as follows:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Profit before tax	983.37	816.24
Enacted income tax rate in India	25.17%	25.17%
Computed expected tax expenses	**247.49**	**205.43**
Effect of:		
Income that is exempt from tax	(26.65)	(14.51)
Expenses that are not deductible in determining taxable profit	23.39	7.72

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Income subject to different taxes	0.26	1.54
Depreciation allowance / disallowance under IT Act	6.70	6.73
CSR Expenses and Other Donations	3.94	3.60
Taxes recognised in OCI	(10.02)	(4.40)
In respect of earlier year	-	15.32
Others	(18.02)	(24.39)
Income tax expenses recognized in the Statement of Profit and Loss	**227.09**	**197.04**

Calculation of Applicable Tax Rate:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Basic tax rate	22.00%	22.00%
Surcharge @ 10% (PY 10%) on the basic tax rate	2.20%	2.20%
Aggregate of tax and surcharge	24.20%	24.20%
Cess @ 4% (PY 4%) on tax and surcharge	0.97%	0.97%
Tax Rate applicable	**25.17%**	**25.17%**

17. Deferred tax assets / liabilities

Deferred tax assets / liabilities as at March 31, 2026

Particulars	As at April 1, 2025	Recognized in Statement of Profit and Loss	Recognised in Other Comprehensive Income	As at March 31, 2026
Property, Plant and Equipment	9.62	(0.48)	-	9.14
Retirement and employee benefits	58.56	21.69	-	80.25
Forward contracts outstanding	0.71	-	11.91	12.62
Long term Leases	3.63	(1.92)	-	1.71
Provision for currency devaluation	13.24	-	-	13.24
Others	(0.45)	(0.07)	-	(0.52)
Total	**85.31**	**19.22**	**11.91**	**116.44**

Deferred tax assets / liabilities as at March 31, 2025

Particulars	As at April 1, 2024	Recognized in Statement of Profit and Loss	Recognised in Other Comprehensive Income	As at March 31, 2025
Property, Plant and Equipment	7.41	2.21	-	9.62
Retirement and employee benefits	44.12	14.44	-	58.56
Derivative financial instruments - FVTOCI	(0.38)	1.09	-	0.71
Lease Liability	2.18	1.45	-	3.63
Provision for currency devaluation	13.81	(0.57)	-	13.24
Others	(0.45)	-	-	(0.45)
Total	**66.69**	**18.62**	-	**85.31**

18. OTHER INCOME

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(A) Income from investments		
Dividends from subsidiary company	105.32	54.06
Dividend from Mutual Fund	-	4.65
	105.32	**58.71**
(B) Others		
Exchange Fluctuation (Net)	87.30	12.27
Interest income	14.53	42.13
Interest on fair valuation of security deposits	2.07	1.93
Profit / Loss on Sale of Property, Plant and Equipment	1.05	0.14
Liabilities no longer required written back	1.08	17.50
Miscellaneous Receipts	-	4.92
	106.03	**78.89**
	211.35	**137.60**

19. EMPLOYEE BENEFIT EXPENSE

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Salaries and wages	3,062.65	2,606.91
Contribution to Provident and other funds	150.01	124.25
Share based compensation to employees (Refer Note 22 (e))	17.11	28.63
Staff Welfare Expenses	64.22	50.45
	3,293.99	**2,810.24**

20. FINANCE COSTS

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest Expense		
• on finance lease for vehicles	5.23	3.32
• on fair valuation of security deposits	1.10	1.04
• on fair valuation of lease liability	11.42	15.16
• on Contingent Consideration	27.15	23.18
• on Loan Borrowed from related party	7.38	10.11
Other borrowing cost	1.53	1.34
	53.81	**54.15**

21. OTHER EXPENSES

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Rent	-	0.60
Travel and conveyance	29.80	24.90
Insurance	8.27	10.39
Rates and Taxes	2.49	4.06
CSR Expenditure (Refer note 23)	15.65	14.27
Power and Fuel	9.85	11.80
Repairs to Buildings	17.43	25.32
Repairs to Plant & Machinery and other assets	33.93	14.21
Communication Expenses	6.59	7.42
Payment to Auditors		
• For Statutory Audit	3.23	4.01
• For Certification	0.15	0.33
• Reimbursement of expenses	0.18	0.02
Legal, Professional and consultancy charges	28.07	67.45
Advertisement, Publicity and Sale Promotion	1.15	1.60
Miscellaneous expenses	25.28	40.80
	182.07	**227.18**

Notes forming part of the Standalone Financial Statements
For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

22 Additional notes

(a) Contingent Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Income-tax matters	66.67	34.62

The future cash outflows on items above are determinable only on receipt of the decision or judgment that is pending at various forums and authorities. The Company does not expect the outcome of these proceedings to have an adverse material effect on the financial results.

22 (b) Disclosure under Ind AS 116 Leases.

For leased buildings

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation charge for ROU Asset	62.33	61.78
Interest expense on lease liability	11.42	15.16
Expenses relating to short term leases (need not include the expense relating to leases with a lease term of one month or less)	-	-
Expense relating to leases of low-value assets (not include the expense relating to short-term leases of low-value assets included in above line)	-	-
Total Cash Outflow for leases	75.17	73.06
Additions to ROU Assets during the year	-	43.51
Carrying amount of right-of-use assets at the end of the reporting period for each asset category	64.38	126.71

For leased vehicles

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation charge for leased vehicles	10.76	7.53
Interest expense on lease liability for vehicles	5.23	3.32
Total Cash Outflow for leases	15.03	9.98
Additions to leased vehicles during the year	15.29	8.68
Carrying amount of right-of-use assets at the end of the reporting period for each asset category	15.89	21.67

22 (c) Related party disclosures

Enterprise which has significant influence	Sak Industries Private Limited and its subsidiaries
Enterprises in which key management personnel exercise significant influence	Saksoft Employees Welfare Trust
	Saksoft Employees Gratuity Trust
	Sakserve Private Limited
Subsidiaries and step down subsidiaries	Saksoft Inc, USA
	Saksoft Pte Ltd, Singapore
	Saksoft Solutions Limited, UK
	Acuma Solutions Limited, UK
	DreamOrbit Inc, USA
	MC Consulting Malaysia SDN
	MC Consulting Pte Ltd , Singapore
	Solveda UK
	Solveda LLC
	Solveda Software India Private Limited
	Augmento Labs Private Limited
	Ceptes Software Private Limited
	Ceptes Software LLC, Dubai (Up to 18 September 2025)
	Ceptes Software Inc
	Zetechno Products and Services Private Limited
Key management personnel	Mr. Aditya Krishna - CMD
	Mr. Niraj Kumar Ganeriwal - COO &CFO
	Ms. Meera Venkatramanan - Company Secretary
Relatives of Key Managerial Personnel	Ms. Kanika Krishna - Director
	Ms. Avantika Krishna - Employee
	Ms. Asmita Krishna - Employee
	Mr. Skanda Ramesh Haritha - Employee

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Transactions entered during the year

Description	Year ended March 31, 2026	Year ended March 31, 2025
Revenues		
Acuma Solutions Limited, United Kingdom	524.66	610.43
Saksoft Inc, USA	1,458.33	834.28
Saksoft Pte Limited, Singapore	31.16	25.23
DreamOrbit INC	451.71	708.57
MC Consulting Pte	16.08	24.02
Solveda Software India Private Limited	9.26	12.84
Solveda LLC	5.01	4.30
Augmento Labs Private Limited	26.02	2.71
Saksoft Solutions Ltd UK	3.26	-
Dividend Income		
Saksoft Solutions Limited, UK	105.32	54.06
Interest Income		
Ceptes Software Private Limited	1.08	1.11
Zetechno Products and Services Private Limited	0.17	0.06
Reimbursement of expenses (Net)		
Saksoft Solutions Limited, United Kingdom	0.37	0.64
Acuma Solutions Limited, United Kingdom	-	0.43
Saksoft Inc, USA	0.35	0.72
Saksoft Pte Limited, Singapore	0.36	0.16
MC Consulting Pte , Singapore	0.28	-
Support & Third Party Expense		
Augmento Labs Private Limited	5.44	2.27
Ceptes Software Private Limited	56.63	7.94
Solveda Software India Private Limited	22.07	-
Zetechno Products and Services Private Limited	18.39	-
Dividend paid		
Sak Industries Private Limited	51.51	43.63
Chairman and Managing Director	23.60	19.97
COO & CFO	1.33	1.15
Saksoft Employees Welfare Trust	4.02	4.20

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Description	Year ended March 31, 2026	Year ended March 31, 2025
Relative of Key Managerial Personnel	0.17	0.00
Interest on loan		
Sak Industries Private Limited	7.38	10.11
Borrowings/(Repayment), net		
Sak Industries Private Limited	(200.00)	200.00
Payment towards lease liability		
Sak Industries Private Limited	21.24	21.24
Loans Advanced/(Repayment)		
Ceptes Software Private Limited	(30.00)	30.00
Zetechno Products and Services Private Limited	(5.00)	5.00
Remuneration of Key Managerial Personnel	21.22	19.15
Non-Executive Director Commission	0.25	0.25
Non-Executive Director - Sitting Fees	0.22	0.28
Remuneration to relative of KMP	12.51	8.68
Shares exercised under ESOP(2009 Scheme)		
COO & CFO (number of shares)	3,00,000	2,00,000

*Managerial remuneration does not include cost of employee benefits such as gratuity, compensated absences , ESOP and provision for these are based on an actuarial valuation carried out for the Company as a whole.

Year end balances

Description	Year ended March 31, 2026	Year ended March 31, 2025
Investments		
Saksoft Inc, USA	9.24	9.24
Saksoft Pte Limited, Singapore	19.17	19.17
Saksoft Solutions Limited, United Kingdom	434.45	434.45
Augmento Labs Private Limited	937.43	937.43
Ceptes Software Private Limited	646.50	646.50
Zetechno Products and Services Private Limited	30.00	30.00
Solveda Software India Private Limited	283.55	283.55
Dreamorbit Inc, USA	0.06	0.06
Right to Use Asset		
Sak Industries Private Limited	15.00	33.51
Receivables		
Acuma Solutions Limited, United Kingdom	38.11	52.02
Saksoft Inc, USA	853.19	348.50
Saksoft Pte Limited, Singapore	1.39	10.70
Dreamorbit Inc, USA	28.63	159.69
MC Consulting Pte	1.84	8.23
Solveda Software India Private Limited	2.44	1.13
Solveda LLC, USA	1.13	4.30
Augmento Labs Private Limited	8.42	0.50
Payables		
Augmento Labs Private Limited	0.30	0.27
Ceptes Software Private Limited	7.03	2.81
Zetechno Products and Services Private Limited	1.93	-
Solveda Software India Private Limited	4.56	-
Sak Industries Private Limited	0.22	0.22
Lease Liability- Sak Industries Private Limited	16.10	34.57

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

22 (d) Gratuity

IMPACT IN THE STATEMENT OF PROFIT AND LOSS:

The expenses charged to the Statement of Profit and Loss for period along with the corresponding charge of the previous period is presented in the table below:

Particulars	Period Ended	
	March 31, 2026	March 31, 2025
Current service cost	52.68	36.40
Past service cost	36.06	-
Administration expenses.	-	-
Interest on net defined benefit liability / (asset)	12.46	9.50
(Gains) / losses on settlement	-	-
Total expense charged to Statement of Profit and Loss	**101.20**	**45.90**

FINANCIAL ASSUMPTIONS AT THE VALUATION DATE:

Particulars	Period Ended	
	March 31, 2026	March 31, 2025
Discount rate (p.a.)	7.15%	6.65%
Salary escalation rate (p.a.)	8.00%	8.00%

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. The expected return on plan assets is based on expectation of the average long-term rate of return expected on investments of the fund during the estimated term of the obligations.

Amount Recorded in Other Comprehensive Income

The total amount of remeasurement items and impact of liabilities assumed or settled, if any, which is recorded immediately in Other Comprehensive Income (OCI) during the period is shown in the table below:

Particulars	Period Ended	
	March 31, 2026	March 31, 2025
Opening amount recognized in OCI outside profit and loss account	**(5.99)**	**(9.17)**
Remeasurements during the period due to:		
Changes in financial assumptions	(13.62)	8.69
Changes in demographic assumptions	9.43	-
Experience adjustments	(4.12)	(4.94)
Actual return on plan assets less interest on plan assets	0.52	(0.57)
Adjustment to recognize the effect of asset ceiling		
Closing amount recognized in OCI outside profit and loss account	**(13.78)**	**(5.99)**

The following table sets out the status of the gratuity plan.

Particulars	Period Ended	
	March 31, 2026	March 31, 2025
Opening of defined benefit obligation	**195.23**	**153.03**
Current service cost	52.68	36.39
Past service cost	36.06	-
Interest on defined benefit obligation	13.81	10.47
Remeasurements due to:		
Actuarial loss / (gain) arising from change in financial assumptions	(13.62)	8.69
Actuarial loss / (gain) arising from change in demographic assumptions	9.43	-
Actuarial loss / (gain) arising on account of experience changes	(4.12)	(4.94)
Benefits paid	(13.17)	(8.41)
Liabilities assumed / (settled)	-	-
Liabilities extinguished on settlements	-	-
Closing of defined benefit obligation	**276.30**	**195.23**

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Period Ended March 31, 2026	Period Ended March 31, 2025
Opening fair value of plan assets	**26.87**	**16.47**
Employer contributions	2.50	17.27
Interest on plan assets	1.36	0.97
Administration expenses	-	-
Remeasurements due to:		
Actual return on plan assets less interest on plan assets	(0.52)	0.57
Benefits paid	(13.17)	(8.41)
Assets acquired / (settled)	-	-
Assets distributed on settlements	-	-
Closing fair value of plan assets	**17.04**	**26.87**

Sensitivity Analysis:

Gratuity is a lump sum plan and the cost of providing these benefits is typically less sensitive to small changes in demographic assumptions. The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 50 basis points.

Particulars	Period Ended March 31, 2026	
	Discount Rate	Salary Escalation Rate
Impact of increase in 50 bps on DBO	-4.56%	3.60%
Impact of decrease in 50 bps on DBO	4.93%	-3.54%

Disaggregation of Plan Assets

Particulars	Total
Property	-
Government Debt Instrument	-
Other Debt Instrument	-
Equity Instruments	-
Insurer managed funds	17.04
Others	-

The expected contribution payable to the plan for financial year 2026 27 is INR 1,00,00,000.

Maturity Profile of Assets:

Maturity Year	March 31, 2026
2027	25.14
2028	24.00
2029	24.42
2030	22.68
2031	24.54
2032-2037	523.56

The Government of India has consolidated multiple existing labour legislations effective 21st November 2025 into a unified framework comprising four Labour Codes collectively referred to as the 'New Labour Codes'. The Group has assessed and disclosed the incremental impact of these changes, taking into consideration the best information available read with the FAQs released by Ministry of Labour & Employment and Institute of Chartered Accountants of India. The New Labour Codes has resulted in estimated one time increase in provision for employee benefits of the Company amounting to Rs. 37.47 Millions and the same has been recognized as an exceptional item in the current

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

reporting period. The Group continues to monitor developments on the rules to be notified by regulatory authorities, including clarifications/additional guidance from authorities and will continue to assess the accounting implications basis such developments/ guidance.

22 (e) Employee Stock option plans ('ESOP')

ESOP 2009 Plan

The ESOP 2009 Plan was introduced by the Company with the consent of the shareholders in 2009 under which the Company grants options from time to time to employees of the Company and its subsidiaries. Further the scheme was amended at the AGM held on 26th September 2014 to increase the exercise period from 5 to 10 years. This Plan complies with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

The total outstanding options available under the ESOP 2009 as on 31st March 2026 is 29,31,307 options, of which 8,59,063 options remain unvested.

During the year, the Allotment Committee has approved the exercise of 7,17,250 options to certain eligible employees of the Company, who were granted options on various dates at their respective exercise price allotted under ESOP 2009 plan.

Out of the 7,17,250 equity shares exercised during the year, all equity shares were allotted from the shares held by the Saksoft Employees Welfare Trust ('the Trust'), based on approval obtained through postal ballot in October 2023. The details of options as on 31st March 2026 is provided in the table below:

The details of the ESOP 2009 Plan are

Particulars	Year ended March 31, 2026		Year ended March 31, 2025	
	Number of share options	Weighted average exercise price	Number of share options	Weighted average exercise price
Options outstanding at the beginning of the year	37,03,557	64.23	45,74,000	44.70
Options granted during the year	2,20,000	191.20	4,68,750	213.79
Options exercised during the year	(7,17,250)	26.26	(10,13,868)	30.83
Options lapsed during the year	(2,75,000)	200.94	(11,85,000)	29.99
Bonus impact on Option series outstanding at the beginning of the Year	-	-	8,59,675	64.23
Options outstanding at the end of the year	29,31,307	70.22	37,03,557	64.23
Options vested and exercisable at the end of the year	20,72,244	36.16	23,91,057	22.20

22 (f) Earnings Per Share (EPS)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Earnings (Net profit for the year (Rs. In million)	746.27	614.80
Shares		
Equity shares as at the balance sheet date	13,25,51,250	13,25,51,250
Total number of equity shares at the end of the year – Basic	13,25,51,250	13,25,51,250
Impact of bonus issued for last year	-	-
Weighted average number of equity shares outstanding as at the end of the year – Basic	13,25,51,250	13,25,51,250
Diluted Shares		
Weighted average number of equity shares outstanding as at the end of the year.	13,25,51,250	13,25,51,250

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Add: Weighted average number of equity shares arising out of outstanding stock options that have dilutive effect on the EPS	-	-
Weighted average number of equity shares outstanding during the year – Diluted	13,25,51,250	13,25,51,250
Earnings per share of par value Rs.1.00 – Basic (Rs.)	5.63	4.64
Earnings per share of par value Rs.1.00 – Diluted (Rs.)	5.63	4.64

22 (g) Dues to Micro and small enterprises

The Company has initiated the process of obtaining confirmation from suppliers who have registered under the Micro, Small and Medium Enterprises Development Act, 2006.

The information required to be disclosed under the Micro, Small And Medium Enterprises Development Act, 2006 ('the MSMED Act") has been determined to the extent such parties have been identified on the basis of information received from such parties and available with the Company. There are no overdue to parties on account of principal amount and / or interest as disclosed below:

Particulars	March 31, 2026	March 31, 2025
The principal amounts and interest overdue thereon, remaining unpaid to any supplier at the end of each accounting year	-	-
Principal	-	-
Interest	-	-
The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act 2006	-	-
The amount of the payments made to suppliers beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment(which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years until such dates when the interest due above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act,2006	-	-

22 (h) Dividend

The Board of Directors had recommended interim dividend during the financial year 2025-26 amounting to Rs 0.45 per equity share. This has resulted in a cash flow of Rs 59.65 Million.

The Board of Directors at its meeting held on 25th May 2026 had further recommended a final dividend of 55% (Rs 0.55 per equity share of Rs.1/- face value fully paid up) subject to approval of the shareholders at The Annual General Meeting. The outflow on account of the final dividend is expected to be Rs 72.9 Million.

22 (i) Disclosure under Ind AS 115

The entire revenue from operations for the year ended 31st March 2026 and 31st March 2025 related to revenue from software services.

Disaggregation of revenue:

Revenue earned by the Company is disaggregated by its sources based on geographical location as disclosed in Note 23 (d) to the consolidated financial statements.

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Information about contract balances

The Company classifies the right to consideration as Trade receivables and unbilled revenue.

Trade receivables are amounts billed to the customer on satisfaction of performance obligation. Unbilled revenue represents revenues in excess of efforts billed on software development and service contracts as at the end of the reporting period and is included as part of Other Financial Assets.

Billing in excess of revenue are classified as unearned revenue. Balances of trade receivables, unbilled revenue and unearned income are available in the relevant Schedules of the financial statements. Trade receivables and unbilled revenue are net of provision in the Balance Sheet.

Information about performance obligations

Performance obligations estimates are subject to change and are affected by several factors including change in scope of contracts, its termination, foreign currency adjustments and any other items influencing the measurement, collectability and performance of the contract.

Disclosure relating to remaining performance obligation across all live fixed bid price contracts relate to require the aggregate amounts of transaction price yet to be recognized as at the reporting date and expected timelines to recognize these amounts. In view of the fact that all outstanding contracts have an original expected duration for completion of less than a year no disclosure is warranted.

22 (j) Capital Management

The Company manages its capital to ensure that it will be able to continue as going concerns while maximizing the return to stakeholders through the optimization of the debt and equity balance. The Company's policy is to maintain a strong capital base so as to maintain investors, creditors and market confidence to sustain future development of the business.

The capital structure of the Company consists of debt and equity as per table below:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Total equity attributable to equity share holders of the Company	3,956.80	3,326.91
Current borrowings	-	200.00
Non-current borrowings	-	-
Total debt held by the Company	-	200.00
Total capital (Equity and Debt)	3,956.80	3,526.91
Equity as a percentage of total capital	100%	94%
Debt as a percentage of total capital	0%	6%

The Company is predominantly equity financed which is evident from the capital structure table above. The Company's risk management committee reviews the capital structure of the Company on an ongoing basis. As part of this review, the committee considers the cost of capital and the risks associated with each class of capital.

22 (k) Financial Instruments

The carrying value and fair value of financial instruments by categories as at March 31, 2026 and March 31, 2025 is as follows:

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Financial Assets		
Amortized Cost		
Trade and other receivables	1,318.42	994.44
Cash and cash equivalents	470.96	582.97
Loans	-	35.00
Others financial assets- Refer note no. 5.2, 7.4, 7.6	177.13	279.74

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
FVTOCI		
Derivative instruments in hedging relationship	-	-
At Cost		
Investments in subsidiaries, associates and joint ventures	2,379.30	2,376.40
TOTAL ASSETS	**4,345.81**	**4,268.55**
Financial Liabilities		
Amortized Cost		
Borrowings	-	200.00
Trade Payables	35.09	68.97
Other financial liabilities	558.98	1,163.30
FVTOCI		
Derivative instruments in hedging relationship- Refer Note No.13.2	50.16	2.84
TOTAL LIABILITIES	644.24	1,435.11

The Management assessment of fair value of cash and short-term deposits, trade receivables and trade payables, bank overdrafts, and other current financial assets and liabilities approximate the carrying amounts largely due to the short-term maturities of these instruments

The Company's derivative financial instruments consist of foreign currency forward exchange contracts. Fair values for derivative financial instruments are based on market observable inputs and are classified as Level 2. The most frequently applied valuation technique include forward pricing model, using present value calculations.

Fair Value Measurement Hierarchy

Foreign exchange forward contracts have been measured using Level 2 (Significant observable inputs) - Fair value measurement hierarchy. Balances as at March 31, 2026 and March 31, 2025 amounts to (Rs.50.17 million) and Rs.(2.84) million respectively. There have been no transfers between Level 1 and Level 2 during the year.

Foreign Exchange Forward Contracts

The Company is exposed to foreign currency fluctuations on foreign currency assets / liabilities and forecast cash flows denominated in foreign currency. The use of derivatives to hedge foreign currency forecast cash flows is governed by the Company's strategy, which provides principles on the use of such forward contracts and currency options consistent with the Company's Risk Management Policy. The counterparty in these derivative instruments is a bank and the Company considers the risks of non-performance by the counterparty as insignificant. The Company has entered into a series of foreign exchange forward contracts that are designated as cash flow hedges. The Company does not use forward covers and currency options for speculative purposes.

The following table represents the details of Company's forward contracts outstanding:

Particulars	Balance Sheet Exposure - Asset / (Liability)	
	As at March 31, 2026	As at March 31, 2025
Foreign currency forward - USD/INR	(35.83)	(0.66)
Foreign currency forward - GBP/INR	(14.34)	(2.70)
Foreign currency forward - EURO/INR	-	0.52
Total	**(50.17)**	**(2.84)**

The balance sheet exposure denotes the fair values of these contracts at the reporting date and is presented in millions. The Company presents its foreign exchange forward contracts on a net basis in the financial statements.

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Various outstanding foreign currency exchange forward contracts (sell) entered into by the Company which have been designated as Cash Flow Hedges in the respective foreign currency:

Particulars	Amount outstanding in foreign currency	
	As at March 31, 2026	As at March 31, 2025
Foreign currency forward - USD/INR	7.30	9.30
Foreign currency forward - GBP/INR	2.79	1.83
Total	**10.09**	**11.13**

(l) Financial Risk Management

The Company is exposed to a variety of financial risks, credit risk, liquidity risk and market risk,viz; foreign currency risk and interest rate risk. The Company has a risk management policy to manage & mitigate these risks.

The Company's risk management policy aims to reduce volatility in financial statements and aims to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The Board of Directors reviews and agrees policies for managing each of these risks as summarized below

Credit risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty to the financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables from customers and investment securities.

Financial instruments that potentially subject the Company to concentration of credit risk consists of trade receivables, investments, loans, cash and cash equivalents, other balances with banks and other financial assets. The maximum exposure to credit risk is equal to the carrying value of the financial assets. By their nature, all such financial assets involve risks, including the credit risk of non-performance by counterparties.

The Company periodically assesses the credit quality of the counterparties by taking into account their financial position, past experience, ageing of accounts receivables and any other factor determined by individual characteristic of the counterparty.

The maximum amount of exposure to credit was as follows:

Particulars	Balance As at March 31, 2026	Balance As at March 31, 2025
i. Investments	2,379.30	2,376.40
ii. Trade receivables	1,318.42	994.44
iii. Cash and cash equivalents	470.96	582.97
iv. Bank balances other than (iii) above	0.15	144.60
v. Loans	-	35.00
vi. Other financial assets	176.99	135.14
TOTAL	**4,345.82**	**4,268.55**

Trade receivables:

The Company has used a practical expedient by computing the lifetime expected credit loss allowance for trade receivables based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information. The Company's exposure to customers is diversified. The concentration of credit risk is limited due to the fact that the customer base is large and unrelated.

Liquidity Risk:

Liquidity risk is the risk that the Company will not be able to encounter its financial obligations associated with financial liabilities as they become due. The Company manages its liquidity risk by ensuring, as far as possible, to maintain sufficient liquid funds to meet its liabilities on the due date. The Company consistently generates sufficient cash flows from operations (with adequate reserves) and has access to multiple sources of funding (banking facilities and loans from promoter company) to meet the financial obligations and maintain adequate liquidity for use.

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

The processes and policies related to such risks are overseen by Senior Management.

Maturity profile of the Company's non-derivative financial liabilities based on contractual payments is as below:

Particulars	Year 1 (Current)	1 - 2 years	2 years and above
As at March 31, 2026			
Borrowings	-	-	-
Trade Payables	35.09	-	-
Other financial liabilities	517.83	-	-
Lease liability	64.90	24.78	1.63
As at March 31, 2025			
Borrowings	200.00	-	-
Trade Payables	68.97	-	-
Other financial liabilities	610.30	394.90	
Lease liability	71.69	63.01	26.24

Market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Company's exposure to market risk is primarily on account of foreign currency exchange rate risk.

Foreign Currency Risk:

The fluctuation in foreign currency exchange rates may have potential impact on the Statement of Profit or Loss and Other Comprehensive Income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the Company.

The Company's exchange risk arises from its foreign currency revenues (primarily in U.S. Dollars, British Pound Sterling, Euros and Singapore Dollars). A significant portion of the Company's revenue are in these foreign currencies, while a significant portion of its corresponding costs are in Indian Rupee. As a result, if the value of Indian rupee appreciates relative to these foreign currencies, the Company's revenue measured in Indian Rupee may decrease and vice versa. The exchange rate between the Indian rupee and these foreign currencies has changed substantially in recent periods and may continue to fluctuate substantially in the future.

The Company periodically determines its strategy to mitigate foreign currency risk. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in line with its risk management policies.

The following table presents foreign currency risk from non-derivative financial instruments as at each reporting period:

The maximum amount of exposure to foreign currency risk was as follows: (Millions in respective currencies)

Particulars	Balance As at March 31, 2026	Balance As at March 31, 2025
Investments		
In US Dollars	0.20	0.20
In Singapore Dollars	0.56	0.56
In Pound Sterling	5.00	5.00
Cash and cash equivalents		
In US Dollars	0.31	0.99
In Pound Sterling	-	-
Trade receivables		
In US Dollars	10.16	6.92
In Singapore Dollars	0.04	0.08
In Pound Sterling	0.31	0.36
In Euro	0.81	0.90
Trade payables		
In Euro	-	0.03
In Usd	-	0.03

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Interest rate risk:

Interest rate risk is the risk that the fair value or 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 arises on Company's debt obligations with floating interest rate.

(m) Other Statutory Information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

(ii) The Company does not have any transactions with companies which are struck off.

(iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(vi) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding 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 Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall

(a) 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

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(viii) The Company does not have any such 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).

(n) Analysis of Ratios

Particulars	As at March 31, 2026	As at March 31, 2025	% Change
1. Current Ratio (Note 1)	2.07	1.56	32.65%
Current Assets	1,998.40	1,903.59	
Current Liabilities	964.06	1,218.20	
2. Return on Equity %	19%	18%	2.06%
Profit attributable to equity share holders	746.27	614.80	

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	% Change
Equity	3,956.80	3,326.91	
3. Trade Receivable Turnover Ratio	**4.26**	**4.71**	**-9.49%**
Net sales	4,926.26	4,317.44	
Average trade receivables	1,156.43	917.37	
Receivables turnover in days	85.68	77.56	
4. Trade Payable Turnover Ratio	**12.88**	**12.41**	**3.79%**
Purchase of Services and Other expenses	670.26	667.40	
Average trade payables	52.03	53.77	
Payable turnover in days	28.33	29.41	
5. Net Capital Turnover Ratio (Note 2)	**4.76**	**6.30**	**-24.39%**
Net Sales	4,926.26	4,317.44	
Working Capital	1,034.33	685.39	
6. Net Profit Ratio %	**15%**	**14%**	**6.38%**
Net Profit	746.27	614.80	
Revenue from operations	4,926.26	4,317.44	
7. Return on Capital Employed %	**26%**	**25%**	**2.20%**
EBIT	1,037.17	870.39	
Capital Employed	3,983.22	3,416.16	
8. Return on Investment %	**19%**	**18%**	**2.06%**
PAT	746.27	614.80	
Net Worth	3,956.80	3,326.92	
9. Debt Equity Ratio %(Note 3)	**0%**	**6%**	**-100.00%**
Total Debt	-	200.00	
Shareholder's equity	3,956.80	3,326.91	
10. Debt Service Coverage ratio	**2.88**	**3.56**	**-19.12%**
Earnings available for debt service	909.57	758.46	
Debt service	315.77	212.98	

Note 1: Increase in Current Ratio is due to decrease in current liabilities viz. repayment of short term borrowings.

Note 2: Decrease in Net Capital Turnover Ratio is due to increase in working capital viz. Repayment of short term borrowings.

Note 3: Decrease in Debt Equity ratio is due to repayment of borrowings during FY 25-26

Note 4:Inventory Turnover Ratio is not applicable to the Company, as it operates in the service sector and does not hold physical inventory

(o) Ageing Schedule - Trade Payables

Particulars	Outstanding as at 31st March 2026 from the due date of payment						TOTAL
	Not due	< 1 year	1-2 years	2-3 years	>3 years	Unbilled	
MSME	6.92	1.57	-	-	-	-	8.49
Others	6.34	20.27	-	-	-	-	26.61
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-

Particulars	Outstanding as at 31st March 2025 from the due date of payment						TOTAL
	Not due	< 1 year	1-2 years	2-3 years	>3 years	Unbilled	
MSME	28.07	2.75	-	-	-	-	30.82
Others	24.76	13.40	-	-	-	-	38.16
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-

Notes forming part of the Standalone Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

(p) Ageing Schedule - Trade Receivables

Particulars	Outstanding as on 31st March 2026 from the due date of payment					TOTAL
	< 6 months	6 months -1 year	1-2 years	2-3 years	>3 years	
Undisputed - Considered good	1,056.13	262.29	-	-	-	1,318.42
Undisputed - having significant increase in credit risk	-	-	-	-	-	-
Undisputed - Credit impaired	-	-	-	-	-	-
Disputed - Considered good	-	-	-	-	-	-
Disputed - having significant increase in credit risk	-	-	-	-	-	-
Disputed - Credit impaired	-	-	-	-	-	-

Particulars	Outstanding as on 31st March 2025 from the due date of payment					TOTAL
	< 6 months	6 months -1 year	1-2 years	2-3 years	>3 years	
Undisputed - Considered good	991.99	2.45	-	-	-	994.44
Undisputed - having significant increase in credit risk	-	-	-	-	-	-
Undisputed - Credit impaired	-	-	-	-	-	-
Disputed - Considered good	-	-	-	-	-	-
Disputed - having significant increase in credit risk	-	-	-	-	-	-
Disputed - Credit impaired	-	-	-	-	-	-

Note 23 Corporate Social Responsibility (CSR) Expenditure

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(a) Gross amount required to be spent by the Company during the year	15.09	13.97
(b) Amount spent during the year on	15.65	14.27
(c) (Shortfall)/ Excess at the end of the year	0.86	0.30
(d) Amount spent in the current year relating to previous years shortfall	-	2.87
(e) Reason for shortfall	NA	
(f) Nature of CSR activities	Promoting education among children, women,elderly and the differently abled and livelihood enhancement projects.	
(g) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision	NA	
(h) Details of related party transactions (contribution to a trust controlled by the Company in relation to CSR expenditure)	NIL	

Vide our report of even date attached
For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No: 002785S

For and on behalf of the Board of Directors

Aditya Krishna
Chairman & Managing Director
DIN.00031345

Suresh Subramanian
Director
DIN.02070440

S.Aditya Kumar
Partner
Membership No: 232444

Niraj Kumar Ganeriwal
COO and CFO

Meera Venkatramanan
Company Secretary

Date: May 25, 2026
Place: Chennai

INDEPENDENT AUDITOR'S REPORT

To the Members of SAKSOFT LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **SAKSOFT LIMITED** ("the Holding Company") and its subsidiaries (the 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 ended on that date, and notes to the consolidated financial statements including a summary of the 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, 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 Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, the consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described *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 (ICAI) together with the independence requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

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 Consolidated Financial Statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In this regard we have identified impairment test on Goodwill (represented by consideration in excess of acquisition date fair value of net assets in the acquired entities) as Key Audit Matter relating to the year, in view of the significance of its carrying value to the total assets of the Group. The carrying amount of Goodwill in consolidated financial statements amount to Rs.5181.51 million (representing 48% of the total assets of the Group) as at March 31, 2026.

How the matter was disposed of:

The Management undertakes an annual impairment testing analysis in respect of the Goodwill carried in its consolidated financial statements, whereby the carrying value of the above intangible is compared with the fair value of the cash generating units to which it represents. In doing so, to the extent such fair value falls short of the carrying value of Goodwill, is considered as an impairment loss in terms of principles detailed under Ind AS 36 – Impairment of Assets.

We have critically evaluated the management's approach in valuation methodology adopted in this regard, to conclude upon the need or otherwise of an impairment loss against the carrying value of Goodwill as at the date of Balance Sheet.

We also tested the management's assumptions and other inputs with underlying data and assessed the reasonableness of the assumptions and performed sensitivity analysis on these key assumptions to assess the potential impact on the fair value derived to get comfort.

Other Matters

We did not audit the financial statements of fifteen subsidiaries and a trust, whose financial statements reflect total assets of Rs. 5573.72 million as at March 31, 2026, total revenues of Rs. 8607.96 million and net cash flows amounting to Rs. 383.17 million for the year ended on that date, as considered in the consolidated financial statements. 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 and trust and our report in terms of sub-section (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries and trust, 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 Management.

Information Other than the Financial Statements and Auditor's Reports thereon:

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the standalone and consolidated financial statements and our respective auditor's reports thereon. The matters to be included in the Annual Report is expected to be made available to us after the date of this Auditor's Report. Our opinion on the consolidated financial statements does not cover the other information and will 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 identified above when it becomes available 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 for appropriate action and if left uncorrected, bring the material misstatement to attention of the user.

Management's Responsibility and Those Charged With Governance for the consolidated financial statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of the 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial 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 included in the Group are responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities

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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which companies are incorporated in India, has adequate internal financial controls system 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 auditor's 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 auditor's report. However, future events or conditions may cause 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 consolidated 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 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 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. 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 Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries in India 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 CARO reports.

2. (A) As required by Section 143 (3) of the Act, based on our audit and on the consideration of report of other auditors on separate financial statements as noted in 'Other Matters' paragraph, 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, based on our examination and the reports of the statutory auditors of the subsidiary companies incorporated in India, 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 report of other auditors;

    (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including (including Other Comprehensive Income) Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows 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;

    (e) On the basis of the written representations received from the directors of the respective Company taken on record by the Board of Directors of the Holding Company and its subsidiaries incorporated in India and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the companies incorporated in India is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

    (f) With respect to the adequacy of the internal financial controls with reference to financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditor's reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control with reference to financial reporting of those companies, for reasons stated therein;

    (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:

    In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

   (B) With respect to the other matters to be included in the Auditor's 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:

    (a) The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group – Refer Note 23 (a) to the consolidated financial statements;

    (b) The Group has long-term contracts including derivative contracts for which there were no material foreseeable losses;

    (c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company during the year ended March 31, 2026. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the subsidiary companies incorporated in India during the year ended March 31, 2026;

    (d) (i) The Management has represented that, to the best of its knowledge and belief, 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 Holding Company or its subsidiary companies incorporated in India to or in any other persons or entities, including foreign entities ("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 ("Ultimate Beneficiaries") by or on behalf of the Holding Company or its subsidiary, companies incorporated in India or
    - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries; and

    (ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Holding Company or its subsidiary companies incorporated in India from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary companies incorporated in India shall:

    - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
    - provide any guarantee, security, or the like from or on behalf of the Ultimate Beneficiaries; and

    (iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (d) (i) and (d) (ii) contain any material misstatement.

    (e) (i) The final dividend proposed in the previous year, declared and paid by the Holding Company during the year is in accordance with Section 123 of the Act, as applicable.

    (ii) The interim dividend declared and paid by the Holding Company during the year and until the date of this report is in compliance with Section 123 of the Act.

    (iii) The Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with Section 123 of the Act, as applicable.

    (f) Based on our examination, which included test checks and the report of the auditors of the Indian subsidiaries, the Group has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) and the same has been operated throughout the year for all relevant transactions recorded in the respective software and has been preserved appropriately from the date the logs were maintained. Further, for the period where audit trail (edit log) was enabled and operated throughout the year in the accounting software, we did not come across any instance of audit trail feature being tampered with.

For R.G.N. Price & Co.,
Chartered Accountants
Firm registration no. 002785S

Aditya Kumar S
Partner
Membership No. 232444
UDIN: 26232444VOWDOI9734

Place: Chennai
Date: May 25, 2026

Annexure A to the Independent Auditor's Report

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Saksoft Limited of 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 **SAKSOFT LIMITED** (hereinafter referred to as "Holding Company") as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to financial reporting of the Holding Company and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The Boards of Directors of the Holding Company and its subsidiary companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial reporting criteria established by the respective Companies 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 ("the ICAI"). 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 the respective 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial reporting of the Holding Company and its subsidiary companies, which are companies incorporated in India, 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 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 system with reference to financial reporting and their operating effectiveness. Our audit of internal financial controls with reference to financial reporting included obtaining an understanding of internal financial controls with reference to financial reporting, 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 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 internal financial controls system with reference to financial reporting of the Holding Company and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls with reference to Financial Reporting

A Company's internal financial control with reference to financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Reporting

Because of the inherent limitations of internal financial controls with reference to 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 with reference to financial reporting to future periods are subject to the risk that the internal financial control with reference to 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, and to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary companies incorporated in India, have, in all material respects, adequate internal financial controls system with reference to financial reporting and such internal financial controls with reference to financial reporting were operating effectively as at March 31, 2026, based on the internal control with reference to financial reporting criteria established by the respective companies 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 reports under Section 143(3) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to subsidiary companies, which are companies incorporated in India, is based on the corresponding standalone/consolidated reports of the auditors, as applicable, of such companies incorporated in India.

Our opinion is not modified in respect of this matter.

For R.G.N. Price & Co.,
Chartered Accountants
Firm registration no. 002785S

Aditya Kumar S
Partner
Membership No. 232444
UDIN: 26232444VOWDOI9734

Place: Chennai
Date: May 25, 2026

Consolidated Balance Sheet

As at March 31, 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars			Note No	Balance As at March 31, 2026	Balance As at March 31, 2025
ASSETS					
1	**Non-Current Assets**				
	(a)	Property, Plant and Equipment	3	139.64	137.23
	(b)	Right of Use Asset		107.78	176.46
	(c)	Goodwill on consolidation	4	5,181.51	4,887.74
	(d)	Other Intangible assets	4	1.32	2.55
	(e)	Financial Assets			
		(i) Others	5.1	19.54	68.82
	(f)	Deferred Tax Assets (Net)	6	178.14	140.81
2	**Current Assets**				
	(a)	Financial Assets			
		(i) Investments	7.1	-	-
		(ii) Trade and other receivables	7.2	1,927.04	1,939.99
		(iii) Cash and cash equivalents	7.3	1,187.98	1,683.21
		(iv) Bank Balance other than (iii) above		1,319.78	289.87
		(v) Others	7.4	296.47	252.53
	(b)	Current Tax Assets (Net)		35.08	52.50
	(c)	Other Current Assets	8	377.50	296.65
		TOTAL ASSETS		**10,771.78**	**9,928.36**
	EQUITY AND LIABILITIES				
	EQUITY				
	(a)	Equity Share capital	9	127.84	127.12
	(b)	Other equity	10	7,661.73	6,063.86
	LIABILITIES				
1	**Non-current liabilities**				
	(a)	Financial liabilities			
		(i) Borrowings	11.1	188.36	326.13
		(ii) Lease liabilities		55.48	126.44
		(iii) Other financial liabilities	11.2	-	394.90
	(b)	Other non-current liabilities	11.3	52.65	-
	(c)	Provisions	12	310.57	210.13
2	**Current liabilities**				
	(a)	Financial liabilities			
		(i) Borrowings	13.1	103.61	216.66
		(ii) Trade payables			
		Dues to Micro and Small enterprises	13.2	6.26	39.96
		Dues to creditors other than Micro and Small enterprises		387.23	251.65
		(iii) Lease liabilities		89.31	85.23
		(iv) Other financial liabilities	13.3	568.23	889.12
	(b)	Other current liabilities	14	1,009.98	1,067.96
	(c)	Provisions	15	210.53	129.20
		TOTAL EQUITY AND LIABILITIES		**10,771.78**	**9,928.36**

See accompanying Notes to financial statements

Vide our report of even date attached
For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No: 002785S

For and on behalf of the Board of Directors

Aditya Krishna
Chairman & Managing Director
DIN.00031345

Suresh Subramanian
Director
DIN.02070440

S.Aditya Kumar
Partner
Membership No: 232444

Niraj Kumar Ganeriwal
COO and CFO

Meera Venkatramanan
Company Secretary

Date: May 25, 2026
Place: Chennai

Consolidated Statement of Profit and Loss

For the year ended March 31, 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Note No	Year ended March 31, 2026	Year ended March 31, 2025
Revenue from operations		10,071.91	8,830.09
Other Income	18	197.92	168.31
Total income		**10,269.83**	**8,998.40**
Expenses:			
Employee benefits expense	19	5,116.49	4,154.37
Finance costs	20	89.03	84.95
Depreciation and amortization expense	22	134.58	126.34
Support / Third party charges		2,627.10	2,681.39
Other expenses	21	457.50	531.76
Total expenses		**8,424.70**	**7,578.81**
Profit before exceptional items and tax		**1,845.13**	**1,419.59**
Exceptional Items			
Impact of Labour Codes		**48.65**	-
Profit after exceptional items and before tax		**1,796.48**	**1,419.59**
Tax expense:			
Current Tax	16	494.78	342.87
Income tax relating to earlier year		0.23	14.75
Deferred Tax	17	(31.22)	(26.01)
Profit / (Loss) for the period		**1,332.69**	**1,087.98**
Other Comprehensive Income, Net of Taxes			
A. Items that will not be reclassified to Statement to Profit or Loss			
Remeasurement of defined benefit plan		13.75	(4.13)
B. Items that will be reclassified to Statement to Profit & Loss			
Changes in fair value of derivative instrument		(35.64)	(3.61)
Differences on account of translation of foreign operations		357.60	113.90
Total Other Comprehensive Income for the year		**335.71**	**106.16**
Total Comprehensive Income for the year		**1,668.40**	**1,194.14**
Total Profit attributable to Equity Shareholders		**1,332.69**	**1,087.98**
Profit for the period attributable to:			
Shareholders of Saksoft Limited		1,332.69	1,087.98
Non-controlling interest		-	-
		1,332.69	**1,087.98**
Total Comprehensive income for the period attributable to:			
Shareholders of Saksoft Limited		1,668.40	1,194.14
Non-controlling interest		-	-
		1,668.40	**1,194.14**
Earnings per equity share of Re 1/- each			
(1) Basic	24	**10.42**	**8.21**
(2) Diluted		**10.19**	**8.21**

See accompanying Notes to financial statements

Vide our report of even date attached
For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No: 002785S

For and on behalf of the Board of Directors

Aditya Krishna
Chairman & Managing Director
DIN.00031345

Suresh Subramanian
Director
DIN.02070440

S.Aditya Kumar
Partner
Membership No: 232444

Niraj Kumar Ganeriwal
COO and CFO

Meera Venkatramanan
Company Secretary

Date: May 25, 2026
Place: Chennai

Consolidated Statement of Cash Flows

As at March 31, 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A. Cash Flow from Operating Activities:		
Profit before tax:	**1,796.48**	**1,419.59**
Adjustments for:		
Depreciation & amortisation	134.58	126.34
Expenses on employee stock based compensation	20.00	32.75
Interest and other Income	(53.98)	(70.38)
Dividend Income	-	(4.65)
Interest and Finance charges	89.03	84.95
Net actuarial gain / loss on defined benefit plan	13.75	(7.74)
Liability/provision no longer required written back	(1.08)	(47.93)
Profit on sale of Investments	(0.01)	(30.24)
Profit on sale of Property, Plant and Equipment	(1.50)	(0.11)
Reassessment of Contingent Consideration	11.85	
Operating Profit before Working Capital / Other Changes	**2,009.12**	**1,502.58**
(Increase) / Decrease in Trade receivables	12.94	(320.40)
(Increase) / Decrease in Other Assets	(106.42)	(139.83)
Increase / (Decrease) in Trade Payables	101.88	(49.25)
Increase / (Decrease) in Other liabilities	1.79	391.82
Increase / (Decrease) in Provisions	175.30	124.63
Cash Generated From Operations	**2,194.61**	**1,509.55**
Income tax paid	(483.66)	(399.53)
Net Cash Flow from Operating Activities	**1,710.95**	**1,110.02**
B. Cash Flow from Investing Activities:		
Purchase of Property, Plant and Equipment	(42.62)	(39.52)
Proceeds from sale of Property, Plant and Equipment	1.50	0.11
Interest and other Income	51.86	70.38
Sale / (Purchase) of Current Investments, (net)	0.01	175.28
(Investment) / Maturity of Fixed Deposits	(998.48)	216.94
Payment towards acquisition of business and translation adjustment	(769.78)	(1,499.18)
Dividend income Received	-	4.65
Net Cash Used in Investing Activities	**(1,757.51)**	**(1,071.34)**

Consolidated Statement of Cash Flows

As at March 31, 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
C. Cash Flow from Financing Activities:		
Proceeds from borrowings	-	559.26
Payment of Lease Liability	(112.32)	(91.56)
Repayment of borrowings	(250.83)	(100.00)
Interest and Finance charges	(34.29)	(64.09)
Dividend paid	(108.65)	(91.24)
ESOP Exercised	18.84	-
Net Cash Used in Financing Activities	**(487.25)**	**212.37**
Net Increase in Cash and Cash Equivalents [A+B+C]	**(533.81)**	**251.05**
Effect on translation on Cash and Cash Equivalents	**38.58**	**13.76**
Cash and Cash Equivalents at the Beginning of the Year	**1,683.21**	**1418.40**
Cash and Cash Equivalents as at End of the Year	**1,187.98**	**1,683.21**

Note:

a. The above Cash Flow Statement is prepared under Indirect Method as provided by Ind AS 7 "Statement of Cash Flow" notified under Companies (Indian Accounting Standards) Rules, 2015.

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
b. Cash and Cash Equivalents comprise of:		
i) Balance with Schedule banks in current accounts	1,187.04	1,682.24
ii) Cash and Cheques on Hand and in-transit	0.17	0.18
Total	**1,187.21**	**1,682.42**
c. Reconciliation of Cash and Cash Equivalents		
Cash and Cash Equivalents as per Ind AS 7	1,187.21	1,682.42
Add: Other bank balances	0.77	0.79
Cash and Cash Equivalents as per Note 7.3	**1,187.98**	**1,683.21**

This is the Statement of Cash Flow referred to in our Report of even date.

Vide our report of even date attached
For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No: 002785S

S.Aditya Kumar
Partner
Membership No: 232444

Date: May 25, 2026
Place: Chennai

For and on behalf of the Board of Directors

Aditya Krishna
Chairman & Managing Director
DIN.00031345

Suresh Subramanian
Director
DIN.02070440

Niraj Kumar Ganeriwal
COO and CFO

Meera Venkatramanan
Company Secretary

Consolidated Statement Of Changes in Equity

For The Year Ended March 31, 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

(a) Equity Share Capital

Balance as at 1st April 2024	**100.73**
Add: Changes in equity share capital during the year including bonus shares	26.39
Balance as at 31st March 2025	**127.12**
Balance as at 1st April 2025	**127.12**
Add: Allotment of shares from ESOP trust	0.72
Balance as at 31st March 2026	**127.84**

(b) Other Equity

Particulars	Reserves and Surplus						Items of Other Comprehensive Income		Total Other Equity
	Capital reserve	General reserve	Securities Premium Reserve	Share Options outstanding reserve	Retained earnings	Foreign currency translation reserve	Equity instruments through Other Comprehensive Income	Remeasurement of Defined benefit plans through Other Comprehensive Income	
Balance as at 1st April 2024	0.21	48.93	131.42	54.36	4,335.15	362.54	2.96	17.99	4,953.56
Profit for the year	-	-	-	-	1,087.98	-	-	-	1,087.98
Other Comprehensive Income (Net of taxes)	0.03	-	-	-	-	113.90	(3.61)	(4.13)	106.19
Items related to employee share based payments	-	-	(10.28)	17.66	-	-	-	-	7.38
Cash Dividends	-	-	-	-	(91.24)	-	-	-	(91.24)
Balance as at 31st March 2025	0.24	48.93	121.14	72.02	5,331.89	476.44	(0.65)	13.86	6,063.86
Balance as at 1st April 2025	0.24	48.93	121.14	72.02	5,331.89	476.44	(0.65)	13.86	6,063.86
Profit for the year	-	-	-	-	1,332.69	-	-	-	1,332.69
Other Comprehensive Income (Net of taxes)	-	-	-	-	-	357.60	(35.64)	13.75	335.71
Items related to employee share based payments	-	-	9.39	10.60	18.13	-	-	-	38.12
Cash Dividends	-	-	-	-	(108.65)	-	-	-	(108.65)
Balance as at 31st March 2026	0.24	48.93	130.53	82.62	6,574.06	834.04	(36.29)	27.60	7,661.73

Vide our report of even date attached
For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No: 002785S

S.Aditya Kumar
Partner
Membership No: 232444

Date: May 25, 2026
Place: Chennai

For and on behalf of the Board of Directors

Aditya Krishna
Chairman & Managing Director
DIN.00031345

Suresh Subramanian
Director
DIN.02070440

Niraj Kumar Ganeriwal
COO and CFO

Meera Venkatramanan
Company Secretary

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Company Overview and Material Accounting Policies

Note-1: Company Overview

Saksoft Limited ("the Company") is a public limited company incorporated and domiciled in India. The equity shares of the Company are listed on the National Stock Exchange of India Limited (NSE) and are permitted to trade on BSE Limited (BSE). The registered office of the Company is situated in Chennai, Tamil Nadu, India.

The Company is engaged in providing digital transformation solutions that enable enterprises to remain competitive in an increasingly connected and rapidly evolving business environment. Saksoft Limited is a niche technology specialist offering a comprehensive range of services including business transformation, information management, application development, and testing services, thereby assisting clients in transforming and enhancing their business operations.

The consolidated financial statements of the Company for the year ended March 31, 2026 were approved and authorized for issue by the Board of Directors on May 25, 2026.

Note-2: Material Accounting Policies

The subsidiaries including the step down in the Group considered in the presentation of these consolidated financial statements are tabled below. All the subsidiaries and step down subsidiaries are 100% held within the Group

Name of the subsidiary	Country of incorporation
Saksoft Inc	United States of America
Step down subsidiaries of Saksoft Inc.	
Solveda LLC	United States of America
Solveda UK	United Kingdom
Solveda Software India Private Limited	India
Augmento Labs Private limited	India
Zetechno Products and Services Private Limited	India
Ceptes Software Private Limited.	India
Step down subsidiaries of Ceptes Software Private Limited	
Ceptes Software Inc	United States of America
Saksoft Pte Limited	Singapore
Step down subsidiaries of Saksoft Pte Limited	
MC Consulting Malaysia SDN Bhd	Malaysia
MC Consulting Pte Ltd	Singapore
Saksoft Solutions Limited	United Kingdom
Step down subsidiaries of Saksoft Solutions Limited	
Acuma Solutions Limited	United Kingdom
Dream Orbit Inc	United States of America

a. **Basis of preparation of financial statements**

The consolidated financial statements in all material aspects have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Amendment Rules, 2016 as applicable.

The audited financial statements of foreign subsidiaries have been prepared in accordance with the Generally Accepted Accounting Principle of its Country of Incorporation or International Financial Reporting Standards. The differences in accounting policy, if any of the Company and its subsidiaries are adjusted in the consolidated financial statements, if material.

b. **Basis of measurement**

The consolidated financial statements have been prepared on historical cost convention and on an accrual basis, except for the following material items that have been measured at fair value as required by relevant Ind AS:

(i) Derivative financial instruments;

(ii) Certain financial assets and liabilities measured at fair value;

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

(iii) Share based payments; and

(iv) Defined benefit plans and other long-term employee benefits.

c. Use of estimates

The preparation of the consolidated financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions that affect the reported amounts of revenues and expenses, balances of assets and liabilities, and disclosure of contingent liabilities as at the date of the consolidated financial statements. Actual results could differ from those estimates. Accounting estimates could change from period to period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in notes to consolidated financial statements. In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have most significant effects on the amounts recognized in the consolidated financial statements is included in the following notes:

Revenue Recognition

The Group uses the percentage-of completion method in accounting for its fixed price contracts. Use of the percentage-of-completion method requires the Group to estimate the efforts or costs expended to date as a proportion of the estimated total efforts or costs to be expended, as applicable. Provisions for estimated losses, if any, on incomplete contracts are recorded in the period in which such losses become probable based on the estimates at the reporting date.

Income Taxes

The Group's major tax jurisdictions are India, U.S. and UK though the Groups also files tax returns in other foreign Jurisdictions. Significant judgements are involved in determining the provision for income taxes, including amount expected to be paid / recovered for uncertain tax positions.

Property, Plant and Equipment

Property, Plant and Equipment represent a significant proportion of the asset base of the Group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and its residual value at the end of its life. Useful life and residual value of an asset is determined by the Management at the time an asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Employee Benefits

The Group's defined benefit obligation to its employees and net periodic defined benefit cost / income requires the use of certain assumptions, including, among others, estimates of discount rates and expected return on plan assets. Changes in these assumptions may affect the future funding requirements of the plans. Actuarial gains / losses are recognized in Other Comprehensive Income. The sensitivity analysis for changes in estimates is disclosed under relevant Notes.

Other estimates

The Group estimates the probability of the collection of the accounts receivable by analysing historical payment of patterns and customer credit worthiness. Stock compensation expense is determined based on the group's estimate of exercise pattern of equity instruments that vests with the employees. Estimates with regard to deferred taxes and provisions are made based on the extent of uncertainty prevalent on the date of consolidated financial statements, which may cause material adjustment to the carrying amounts of assets and liabilities.

d. Principles of Consolidation

The Consolidated Financial Statements comprise the financial statements of the parent company and its subsidiaries consolidated for all entities which are controlled by the parent company. Control exists when the parent has power over an investee, exposure or rights to variable returns from its involvement with the investee and ability to use its power to affect those returns. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the effective date the control commences and ceases when the control is lost.

For preparation of consolidated financial statements of the Group, the financial statements of the parent company and its subsidiaries have been combined on a line-by-line basis by adding together book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances and transactions and resulting unrealized gain/loss. The consolidated financial statements are prepared by applying uniform accounting policies in use by the Group.

The excess / deficit of cost to the parent company of its investment in the subsidiaries over its portion of

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

equity at the respective dates on which investment in such entities were made are recognized in the financial statements as goodwill / capital reserve. The Group tests for impairment of goodwill at each balance sheet date. When the Group identifies that the goodwill has been impaired, the goodwill to the extent impaired is recognized in the Consolidated Statement of Profit and Loss.

Minority Interest in the Net income of the group, if any, are identified and adjusted against the income of the group to arrive at the Net income attributable to the equity shareholders of the Parent Company. Minority Interest in the Net assets of the group are identified and disclosed separately

e. Business Combinations and Goodwill

In accordance with the provisions of Ind AS 101 related to first time adoption, the Group has elected to apply Ind AS accounting for business combinations prospectively from the transition date. As such, Previous GAAP balances relating to business combinations entered into before the transition date, including goodwill, have been carried forward at same values.

Business combinations are accounted for using the purchase (acquisition) method. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange. The cost of acquisition also includes the fair value of any contingent consideration. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value on the date of acquisition.

Any contingent consideration to be transferred by the acquirer is recognized at fair value at the acquisition date. Contingent consideration classified as financial liability is measured at fair value with changes in fair value recognized in the statement of profit and loss

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net amounts of the identifiable assets acquired and the liabilities assumed on the acquisition date

f. Revenue recognition

The Group derives revenue primarily from software development and related services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation.

Revenue disclosed is net of discounts and Goods and Service Tax. For software development and related services, the performance obligations are satisfied as and when the services are rendered since the customer generally obtains control of the work as it progresses. The Group has to apply the principles of revenue recognition to each of the distinct performance obligation and transaction price is recognized for each of the performance obligation of the contract.

The Group recognizes revenue when the performance obligations as promised have been satisfied with a transaction price and when where there is no uncertainty as to measurement or collectability of the consideration. Recognition criteria for various types of contracts are as follows:

Time and Material Contracts:

Revenue from time-and-material contracts is recognized based on the time / efforts spent and billed to clients.

Fixed-Price Contracts:

In case of fixed-price contracts, revenue is recognized based on percentage of completion basis. Where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration is recognized as per the percentage-of-completion method. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved.

Annual Maintenance Contract:

Revenue from annual maintenance contracts are recognized proportionately over the period in which services are rendered.

Sale of products:

Revenue from sale of third party software products and hardware is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on physical or electronic dispatch of goods.

Unbilled revenue represents earnings in excess of efforts billed on software development and service contracts as at the end of the reporting period and is included as part of Other Financial Assets.

Unearned revenues represent billing in excess of revenue recognized on software development and service contracts and is included in Other Current

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Liabilities until the above revenue recognition criteria is met. Advance payments received from customers for whom no services have been rendered are presented as "Advance from customers".

Other Income

Other income primarily comprises of interest, dividend, foreign exchange gain/loss on financial assets / financial liabilities and on translation of other assets and liabilities. Interest income is recognized in the Statement of Profit and Loss using effective interest method at the time of accrual. Dividend income is recognized in the Statement of Profit and Loss when the right to receive payment is established. Foreign currency gain or loss is reported on net basis and includes gain or loss in respect of concluded forward contracts.

g. Property, Plant & Equipment

Property, Plant and Equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditure directly attributable to acquisition until the Property, Plant and Equipment are ready for the intended use.

Property, Plant and Equipment are depreciated / amortized over their estimated useful lives using straight-line method from the date the assets are ready for the intended use. Assets acquired under finance lease and leasehold improvements are amortized over the lower of estimated useful life or primary lease term.

Depreciation on Computer and Office equipment is provided on straight line method over their respective useful lives as prescribed in Schedule II of the Companies Act 2013. In respect of assets other than these, depreciation is provided over the economic useful life determined by technical evaluation. The useful lives of those assets are as under:

Description	Useful Lives (in years)
Lease hold improvement	5
Office Equipment	5
Furniture and fixtures	5
Vehicles	5
Electrical installations	5
Computer Equipment	3

Based on technical evaluation, the management believes that the useful lives as given above best represent the period over which Management expects to use these assets. Hence, the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013

Depreciation methods, useful life and residual value are reviewed at each reporting date.

Individual asset costing Rs.5,000/- or less are depreciated in full in the year of purchase.

Gains or losses on disposal are determined by comparing proceeds with the carrying amount. Cost and related accumulated depreciation are eliminated from the consolidated financial statements upon sale of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss.

Capital work-in-progress includes cost of fixed assets that are not ready for their intended use.

Advances paid towards the acquisition of Property, Plant and Equipment outstanding at each Balance Sheet Date is classified as capital advances under other non-current assets.

h. Leases

The Company adopted Ind AS 116 - "Leases" from 1st April 2019 using the Modified Retrospective Approach. In accordance with the Modified Retrospective Approach, a right to use asset equal to the lease liability in the Balance Sheet immediately before the date of initial application has been recognized on the date of initial application and the comparatives have not been retrospectively adjusted.

A lessee recognizes assets and liabilities for both operating and finance leases with a term of more than twelve months, unless the underlying asset is of low value. Lease liability is recognized as the present value of minimum lease payment (including the escalation clause as per the lease agreement) outstanding as at the date of the Balance Sheet immediately prior to the date of initial application.

The right to asset so recognized are depreciated over the lease term on a straight line basis and the lease payment are made at respective intervals and the present value of lease liability is remeasured at every reporting period and accounted for as interest expense.

Short term leases and low value leases have been exempted from lease accounting. These leases have been accounted by debit to the Statement of the Profit and Loss as and when the lease rentals are paid.

i. Impairment

Non-financial assets

The Group assesses at each balance sheet date whether there is any indication that a carrying amount of a non-financial asset or a group of non-financial assets may not be recoverable and hence require to

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

be impaired. If any such indication exists, the Group estimates the recoverable amount of these assets. Recoverable amount is the higher of an asset's fair value adjusted for costs of disposal and the value in use. If such recoverable amount of these assets or the recoverable amount of the cash generating unit to which the asset belongs to is less than its carrying amount, the carrying amount is reduced to its recoverable amount. This reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the Balance Sheet date, there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at such reassessed recoverable amount subject to a maximum of carrying value of the asset. Non-financial assets (other than Goodwill) that are already impaired are reviewed for possible reversal of impairment provision at the end of every reporting period.

Financial assets

Receivables: The Group follows 'simplified approach' for recognition of impairment loss on trade receivables, whereby, it recognizes impairment loss allowances based on life time expected credit loss at each reporting period from its initial recognition.

Other financial assets: For all other financial assets, Expected Credit Losses (ECL) 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 the same is measured at lifetime ECL.

Impairment gain or loss recognized in the Statement of Profit and Loss is the difference between loss allowance reassessed on the reporting date and that determined on the immediately preceding reporting date.

j. Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as non-current.

- Non-current investments in associates and joint ventures are stated at cost and any decline other than temporary in the value of these investments is recognized in the Statement of Profit and Loss.
- Other non-current investments are stated at their fair value.
- Current investments are stated at their fair value.

On disposal of investments, the difference between proceeds and the carrying amount is recognized in the Statement of Profit and Loss.

k. Non-derivative financial instruments

Initial Measurement:

Financial assets and liabilities are recognized when the Group becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables (that do not contain a significant financing component) which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Purchase 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 trade) are recognized on trade date.

Subsequent Measurement:

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets are subsequently measured at amortized cost using effective interest method, less any impairment losses.

Amortized assets are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

They are presented as current assets except for those maturing later than 12 months after the reporting date, which are presented as non-current assets.

Financial assets at Fair Value Through Other Comprehensive Income: (FVTOCI)

Financial assets are subsequently measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at Fair Value Through Profit or Loss: (FVTPL)

Any financial asset not subsequently measured at amortized cost or at fair value through other comprehensive income, is subsequently measured at fair value through profit or loss. Financial assets falling in this category are measured at fair value and all changes are recognized in the Statement of Profit and Loss.

Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination that is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for De-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized when the obligation specified in the contract is discharged or cancelled or expires.

Fair value hierarchy:

The group's policy on Fair Valuation is stated below;

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - The fair value of financial instruments traded in active markets (such as publicly traded securities) is based on quoted (unadjusted) market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group is the current bid price.

Level 2 - The fair valuation of instruments not traded in active markets is determined using valuation techniques. These valuation techniques maximize the use of observable market data and minimize the use of entity specific estimates (All significant inputs to the fair value measurement is observable)

Level 3 - Valuation techniques for one or more significant inputs to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

l. Foreign Currency Translation

Functional and Presentation Currency

Items included in the consolidated financial statements of the Group's subsidiaries are measured using the currency of the primary economic environment in which the entity operates (i.e. the "functional currency"). The functional currency of the parent company is the Indian Rupee. These consolidated financial statements are presented in Indian Rupee.

Foreign currency Transactions and Balances

Foreign currency Transactions are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of foreign – currency denominated monetary assets and liabilities into the relevant functional currency at exchange rates in effect at the reporting date are recognized in the Statement of Profit and Loss and reported within foreign exchange gains / (losses).

Non-monetary assets and liabilities denominated in foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

The translation of foreign operations from respective functional currency into INR (the reporting currency) for assets and liabilities is performed using the exchange rates in effect at the balance sheet date, and for revenue, expenses and cash flows is performed using an appropriate daily weighted average exchange rate for the respective years. The exchange differences arising on translation for consolidation are reported as a component of Other Comprehensive Income. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognized in the Statement of Profit and Loss.

m. Cash and Cash Equivalents

Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

For the purpose of presentation in the Statement of Cash flows, cash and cash equivalents include cash on hand, deposits held at call with Banks, other short-term, highly liquid investments with original maturities of three months or less and that are readily convertible to known amounts of cash which are subject to an insignificant change in value.

Statement of cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

n. Employee benefits

Defined Contribution Plans

The Group pays Provident Fund contributions payable to the recognized provident fund for the parent company and the Indian subsidiaries. The contributions are accounted for as defined contribution plans and recognized as employee benefit expense in the Statement of Profit and Loss.

Defined Benefit Plans

The Company and its subsidiaries in India provides a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Group as per the provisions of the Payment of Gratuity Act, 1972.

The liability or asset recognized in the Balance Sheet in respect of a defined gratuity plan is the present value of defined benefit obligation at the end of the reporting period less the fair value of plan assets. Gratuity liability is a defined benefit obligation and is recorded based on actuarial valuation using the projected unit credit method made at the end of the year.

The present value of defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The gratuity liability and net periodic gratuity cost is actuarially determined after considering discount rates, expected long term return on plan assets and increase in compensation levels.

Remeasurement gains or losses arising from Experience Adjustments and changes in actuarial assumptions are recognized in the period they occur, directly in the Other Comprehensive Income. They are included in the statement of changes in equity and in the Balance Sheet. Remeasurements comprising actuarial gains or losses and return on plan assets (excluding amounts included in net interest on the net defined benefit liability) are not reclassified to Statement of Profit or Loss in subsequent periods.

Changes in present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the Statement of Profit and Loss.

Other short term Employee Benefits

The employees of the Group are entitled to compensated absences. At the end of the financial year, the Group accounts for the remaining short term compensated absences. Liability towards leave encashment is recognized in the Statement of Profit and Loss.

Undiscounted liability of performance incentive is recognized during the period when the employee renders the services, based on management estimate.

Contributions to other foreign defined contribution plans are recognized as expense when the employees have rendered services entitling them to such benefits.

Share-based payments

Employees of the Group receive remuneration in the form of equity settled instruments, for rendering services over a defined vesting period. Equity instruments granted are measured by reference to the fair value of the instrument at the date of the grant arrived at by using the Black-Scholes Model valuation and recognizes the cost (net of estimated forfeitures) over the vesting period.

The equity instruments generally vest in a graded manner over the vesting period. The stock compensation expense is determined based on group's estimate of equity instruments that will eventually vest and be exercised. The expenses in respect of the above share based payment schemes is recognized over the vesting period in the Statement of Profit and Loss with a corresponding adjustment to the share based payment reserve, a component of equity.

o. Taxation

Income-tax expense comprises current tax (amount of tax for the period determined in accordance with the Income Tax law of the respective geographies) and deferred tax charge or credit (reflecting the tax effects of temporary differences between tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements). Taxes are recognized in the Statement of Profit and Loss except

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

to the extent it relates to items directly recognized in equity or in the Other Comprehensive Income.

Current tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the period. The Group offsets current tax assets and current tax liabilities, where it has legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

Deferred Income Tax

Deferred income tax is recognized using the Balance Sheet Approach. The corresponding deferred income tax liabilities or assets are recognized for deductible and taxable temporary differences between tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements.

Deferred income tax assets are recognized only 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. Deferred tax income liabilities are recognized for all taxable temporary differences.

The carrying amount of deferred income 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 the deferred income tax asset to be utilized.

Deferred income taxes are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on the tax laws enacted or substantively enacted at the reporting date.

p. Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred and subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in Statement of Profit and Loss over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after reporting period.

q. Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. 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.

Other borrowing costs are expended in the period in which they are incurred.

r. Provisions and Contingent liabilities

A provision is recognized when an enterprise has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, in respect of which the amount can be reliably estimated. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

A disclosure for contingent liability is made when there is a possible obligation that arises from the past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group and that may, but not probable that an outflow of resources would be required to settle the obligation. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

3. PROPERTY, PLANT and EQUIPMENT

Reconciliation of the gross carrying amounts and net carrying amounts at the beginning and at the end of the year

Particulars	Plant & Machinery	Buildings	Leasehold improvements	Computers	Office equipments	Electrical Installations	Leased Vehicles	Furniture & Fittings	Motor Vehicles Owned	Right of Use Asset	Total
Gross carrying value											
At April 1, 2024	9.03	54.41	40.74	246.04	41.72	11.32	24.66	28.67	15.07	366.80	838.45
Additions	-	-	-	37.31	2.01	-	-	0.07	3.78	36.94	80.12
Additions due to acquisition	-	-	-	7.57	1.82	-	8.68	0.09	2.28	59.76	80.19
Disposals / adjustments	-	-	-	4.23	-	-	2.57	-	0.94	20.82	28.56
Translation/Consolidation adjustment	-	1.75	0.28	0.67	0.38	-	-	0.22	-	-	3.29
At March 31, 2025	9.03	56.16	41.02	287.36	45.93	11.32	30.76	29.04	20.19	442.68	973.49
At April 1, 2025	9.03	56.16	41.02	287.36	45.93	11.32	30.76	29.04	20.19	442.68	973.49
Additions	5.56	-	0.56	30.21	0.43	-	20.83	-	0.08	11.90	69.57
Disposals / adjustments	-	-	4.55	27.77	4.28	-	17.81	3.80	2.71	0.23	61.15
Translation/Consolidation adjustment	-	8.07	0.75	3.00	0.88	-	-	0.54	-	1.60	14.84
At March 31, 2026	14.59	64.23	37.78	292.80	42.96	11.32	33.78	25.78	17.56	455.95	996.75
Accumulated depreciation											
At April 1, 2024	9.03	5.83	38.03	198.83	32.12	11.16	2.21	23.49	4.92	217.52	543.14
Additions to Accumulated depreciation due to acquisition	-	-	-	14.31	-	-	-	0.53	2.13	-	16.97
Depreciation expense	-	0.98	1.18	35.60	5.72	0.11	7.53	1.38	2.91	69.23	124.65
Disposals / adjustments	-	-	-	4.23	-	-	0.84	-	0.86	20.52	26.45
Translation/Consolidation adjustment	-	0.19	0.28	0.59	0.33	-	-	0.11	-	-	1.50
At March 31, 2025	9.03	7.01	39.49	245.10	38.18	11.27	8.90	25.51	9.10	266.23	659.81
At April 1, 2025	9.03	7.01	39.49	245.10	38.18	11.27	8.90	25.51	9.10	266.23	659.81
Additions to Accumulated depreciation due to acquisition	-	-	-	-	-	-	-	-	-	-	-
Depreciation expense	0.23	1.06	0.88	27.72	3.07	-	11.52	2.40	3.84	82.60	133.32
Disposals / adjustments	-	-	4.55	28.50	3.36	-	7.50	3.86	1.10	1.02	49.89
Translation/Consolidation adjustment	-	1.07	0.74	2.62	0.85	-	-	0.47	-	0.34	6.09
At March 31, 2026	9.26	9.14	36.56	246.90	38.75	11.27	12.92	24.52	11.84	348.16	749.33
Net carrying value March 31, 2026	5.33	55.09	1.22	45.90	4.21	0.05	20.86	1.26	5.72	107.78	247.42
Net carrying value March 31, 2025	-	49.15	1.53	42.25	7.76	0.04	21.87	3.52	11.08	176.46	313.69

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

4. GOODWILL and OTHER INTANGIBLE ASSETS

a) Reconciliation of the gross carrying amounts and net carrying amounts at the beginning and at the end of the year

Particulars	Goodwill on consolidation	Intellectual property	Computer Software	Total
Gross carrying value				
At April 1, 2024	**3,211.05**	**4.50**	**56.15**	**3,271.70**
Additions	1,525.39	-	0.28	1,525.66
Disposals / adjustments	-	-	-	-
Translation/Consolidation adjustment	-	-	-	-
At March 31, 2025	**4,736.44**	**4.50**	**56.43**	**4,797.36**
At April 1, 2025	**4,736.44**	**4.50**	**56.43**	**4,797.36**
Additions due to acquisition	-	-	-	-
Additions	-	-	-	-
Disposals / adjustments	-	-	0.08	0.08
Translation/Consolidation adjustment	293.77	-	0.20	293.97
At March 31, 2026	**5,030.21**	**4.50**	**56.55**	**5,091.26**
Accumulated amortization				
At April 1, 2024	**(58.85)**	**4.50**	**51.91**	**(2.44)**
Additions to Accumulated depreciation due to acquisition	-	-	0.27	0.27
Amortisation expense	-	-	1.70	1.70
Disposals / adjustments	-	-	-	-
Translation/Consolidation adjustment	(92.45)	-	-	(92.45)
At March 31, 2025	**(151.30)**	**4.50**	**53.88**	**(92.92)**
At April 1, 2025	**(151.30)**	**4.50**	**53.88**	**(92.92)**
Additions to Accumulated depreciation due to acquisition	-	-	-	-
Amortisation expense	-	-	1.25	1.25
Disposals / adjustments	-	-	0.08	0.08
Translation/Consolidation adjustment	-	-	0.18	0.18
At March 31, 2026	**(151.30)**	**4.50**	**55.23**	**(91.57)**
Net carrying value March 31, 2026	**5,181.51**	**-**	**1.32**	**5,182.83**
Net carrying value March 31, 2025	**4,887.74**	**-**	**2.55**	**4,890.29**

b) Assessment of Impairment

The changes in the carrying value of Goodwill balances

Particulars	Amount
Opening balance as at 1st April 2024	**3,269.90**
Additions on Acquisition through business combinations:	1525.39
Effect of translation differences	(92.45)
Closing balance as at 31st March 2025	**4,887.74**
Opening balance as at 1st April 2025	**4,887.74**
Additions on Acquisition through business combination	-
Effect of translation differences	293.77
Closing balance as at 31st March 2026	**5,181.51**

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the Cash Generating Units (CGU) or group of CGUs , which benefit from the synergies of the acquisition.

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. The fair value of a CGU is determined based on the discounted cash flow approach, using turnover and EBITDA projections discounted at WACC rates of the Company. The value-in-use is determined based on specific calculations. These calculations use post tax cash flow projections over a period of five years based on financial budgets and an average of the range of each assumption mentioned below.

As at March 31, 2026, the estimated recoverable amount of the CGU exceeds its carrying amount, hence impairment is not triggered. The key assumptions used for the calculations are as follows:

Particulars	As at	
	March 31, 2026	March 31 , 2025
Terminal growth rate	5%	5%
Discount rate	WACC Rate	

The above discount rates are based on the Weighted Average Cost of Capital (WACC) of the Company. These estimates are likely to differ from future actual results of operations and cash flows. An analysis of the calculation's sensitivity to a change in the key parameters (turnover and earnings multiples), did not identify any probable scenarios where the CGU's recoverable amount would fall below its carrying amount.

NON-CURRENT ASSETS

5.1. FINANCIAL ASSETS- OTHERS

Particulars	As at March 31, 2026	As at March 31, 2025
Security Deposit	17.78	35.64
Bank deposits with more than 12 months	1.76	33.18
	19.54	68.82

6. DEFERRED TAX ASSETS (Net)

Particulars	As at March 31, 2026	As at March 31, 2025
Arising from timing difference in respect of:		
Property, Plant and Equipment	12.68	12.60
Retirement Benefits	105.40	71.54
Other tax disallowances	45.37	52.38
Long term Leases	0.67	2.20
Forward Contracts outstanding	14.02	2.09
	178.14	**140.81**

CURRENT ASSETS

7.1. FINANCIAL ASSETS- INVESTMENTS

Particulars	As at March 31, 2026		As at March 31, 2025	
Opening balance	-	-	19,18,362	145.04
Additions during the year	-	-	2,60,863	265.39
Deletions during the year	-	-	21,79,225	410.43
Total	**-**	**-**	**-**	**-**

Particulars	As at March 31, 2026	As at March 31, 2025
In Securitised Debt Instruments	-	-

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

7.2. FINANCIAL ASSETS- TRADE AND OTHERS RECEIVABLES

Particulars	As at March 31, 2026	As at March 31, 2025
(Unsecured, considered good)		
Considered good	1,927.04	1,939.99
Significant increase in credit risk	-	-
Credit Impaired	56.23	55.13
Less: Allowance for doubtful debts	(56.23)	(55.13)
	1,927.04	**1,939.99**

7.3. FINANCIAL ASSETS- CASH & CASH EQUIVALENTS

Particulars	As at March 31, 2026	As at March 31, 2025
a. Cash on hand	0.17	0.18
b. Balances with banks in current accounts and deposit accounts#	1,187.04	1,682.24
c. Other bank balances##	0.77	0.79
	1,187.98	**1,683.21**

#Balances with banks in Current accounts and deposit accounts includes interest accrued on deposits

##Other bank balances represent earmarked balances in respect of unclaimed dividends and amount payable to fractional shares resulting from bonus issue , Interest Accrued on such balances

7.4. FINANCIAL ASSETS- OTHERS

Particulars	As at March 31, 2026	As at March 31, 2025
Security Deposits	22.60	6.74
Forward Contract	-	-
Unbilled revenue	273.87	245.79
	296.47	**252.53**

8. OTHER CURRENT ASSETS

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with statutory Authority	-	-
Prepaid expenses	353.63	287.26
Advance to suppliers	19.11	4.14
Employee loans and advances	4.76	5.25
	377.50	**296.65**

9. SHARE CAPITAL

A) Authorised, Issued, Subscribed and Fully Paid up Share capital

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised:		
20,10,00,000 Equity Shares of Rs.1 each	201.00	201.00
Issued & Subscribed & Fully Paid-up (net off shares held in the ESOP Trust):		
12,78,39,193 Equity Shares of Rs.1 each	127.84	127.12
(March 2026: 12,78,39,193 shares and March 2025: 12,71,21,943 shares)		
Total	**127.84**	**127.12**

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

(B) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2026	As at March 31, 2025
Outstanding as at beginning of the year	13,25,51,250	10,60,41,000
Add: Shares allotted to employees pursuant to ESOP 2009	-	-
Add: Bonus issue made during the year (2,65,10,250 shares issued in the ratio of 1:4)	-	2,65,10,250
Outstanding as at the end of the year	**13,25,51,250**	**13,25,51,250**
Less: Elimination on account of consolidation of Saksoft Employee Welfare Trust	(47,12,057)	(54,29,307)
Outstanding as at the end of the year	**12,78,39,193**	**12,71,21,943**

Pursuant to the approval of the shareholder in the Annual General meeting held on August 7, 2024, the Company has issued 2,65,10,250 (Two Crores Sixty Five Lakhs Ten Thousand Two Hundred and Fifty Only) Equity shares of Re. 1/- each as fully paid up bonus equity shares in the ratio of 1 (One) fully paid Bonus Shares for every 4 (Four) Equity Share (1:4) held by the Equity Shareholders of the Company as on September 19,2024 i.e. Record Date.

(C) Rights attached to Equity shares

Each share entitles to a pari passu right to vote, to receive dividend and surplus at the time of liquidation

(D) Shares in the Company held by each shareholder holding more than 5% shares

S. No.	Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
		Number of shares held in the Company	Percentage of shares held	Number of shares held in the Company	Percentage of shares held
1	Aditya Krishna	2,78,33,000	21.00%	2,77,83,000	20.96%
2	Sak Industries Private Limited	6,05,96,437	45.72%	6,05,96,437	45.72%
	Total	**8,84,29,437**	**66.71%**	**8,83,79,437**	**70.77%**

(E) Shares reserved for issue under options and contracts [Refer Note - 22(e)]

S. No.	Number and class of shares reserved for issue	Party in whose favour reserved	Details of contracts/ options under which shares reserved for issue
1	During the FY 2025-2026 grant of options were 2,20,000 (Net of surrender of options)	Employees	ESOP 2009

(F) Share holding of Promoters and Promoter Group

AT THE END OF THE YEAR

S. No	Promoters Name	No of Shares	% of total shares	% Change during the year
1	Aditya Krishna	2,78,33,000	21.00%	0.04%
2	Sak Industries Private Limited	6,05,96,437	45.72%	No change during the year
3	Kanika Krishna	3,000	0.00%	100.00%
4	Nikhil Cherian	125	0.00%	No change during the year

AT THE BEGINNING OF THE YEAR

S. No	Promoters Name	No of Shares	% of total shares	% Change during the previous year
1	Aditya Krishna	2,77,83,000	20.96%	0.04%
2	Sak Industries Private Limited	6,05,96,437	45.72%	No change during the year
3	Nikhil Cherian	125	0.00%	No change during the year

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

10. OTHER EQUITY

Particulars	As at March 31, 2026	As at March 31, 2025
a) Capital reserve	0.24	0.24
Any profit or loss on purchase, sale, issue or cancellation of the Company's own equity instruments is transferred to capital reserve.		
b) Securities premium reserve	130.53	121.14
Amounts received (on issue of shares) in excess of the par value has been classified as securities premium.		
c) General reserve	48.93	48.93
This represents appropriation of post tax profit by the Company.		
d) Retained earnings	6,574.06	5,331.89
Retained earnings comprise of the Company's undistributed earnings after taxes.		
e) Share option outstanding account	82.62	72.02
The share option outstanding account is used to record the value of equity-settled share based payment transactions with employees. The amounts recorded in this account are transferred to share premium upon exercise of stock options by employees. In case of forfeiture, corresponding balance is transferred to retained earnings.		
f) Financial Instruments through Other Comprehensive Income	(36.29)	(0.65)
Changes in the fair value of equity instruments is recognized in equity instruments through Other Comprehensive Income (net of taxes), and presented within other equity.		
g) Foreign currency translation reserve	834.04	476.44
h) Other items of Other Comprehensive Income	27.60	13.85
Other items of Other Comprehensive Income consist of re-measurement of net defined liability/asset.		
	7,661.73	**6,063.86**

NON CURRENT LIABILITIES

11.1 FINANCIAL LIABILITIES- BORROWINGS

Particulars	As at March 31, 2026	As at March 31, 2025
Term loan from Bank - Unsecured	188.36	326.13
Rate of Interest: Benchmark Interest rate of SOFR plus		
Period and amount of continuing default: NIL		
Terms of Repayment : Repayable from 20th December 2024 to 20th December 2028		
	188.36	**326.13**

11.2. FINANCIAL LIABILITIES- OTHERS

Particulars	As at March 31, 2026	As at March 31, 2025
Liability towards acquisition of business		
Contingent Consideration	-	394.90
	-	**394.90**

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

11.3. OTHER NON-CURRENT LIABILITIES

Particulars	As at March 31, 2026	As at March 31, 2025
Unearned income from customers	52.65	-
	52.65	**-**

12. PROVISIONS

Particulars	As at March 31, 2026	As at March 31, 2025
Gratuity Payable*	310.57	210.13
	310.57	**210.13**

*Refer Note 23 (e) for details of gratuity plan as per Ind AS 19

13.1. FINANCIAL LIABILITIES- BORROWINGS

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, From a related party		
From Sak Industries Private Limited	-	200.00
Repayment Terms:		
The Loan is repayable by 30th September 2025.		
Rate of interest - SBI rate prime rate + 1.5%		
Term loan from Bank - Unsecured		
Current maturities of term loan	103.61	16.66
Rate of Interest: Benchmark Interest rate of SOFT plus		
Period and amount of continuing default: NIL		
Terms of Repayment : Repayable from 20th December 2024 to 20th December 2028		
	103.61	**216.66**

13.2. FINANCIAL LIABILITIES - TRADE PAYABLES

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Payables - Micro and Small enterprises	6.26	39.96
Trade payables - Others#	387.23	251.65
	393.49	**291.61**

#Related Party Balances are presented in Note no 23 (c)

13.3. FINANCIAL LIABILITIES-OTHERS

Particulars	As at March 31, 2026	As at March 31, 2025
Liability towards acquisition of business		
Contingent Consideration	466.90	810.93
Forward contract	50.16	2.84
Unclaimed Dividends and cash value of fractional Shares	0.77	0.79
Others	50.40	74.56
	568.23	**889.12**

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

14. OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2026	As at March 31, 2025
Unearned income from customers	412.08	606.77
Statutory dues	60.72	82.57
Liabilities for expenses	523.06	374.09
Advance from Customer	14.12	4.53
	1,009.98	**1,067.96**

15. PROVISIONS

Particulars	As at March 31, 2026	As at March 31, 2025
For compensated absences	36.28	31.11
For contractual liability	162.15	96.09
For gratuity*	12.10	2.00
	210.53	**129.20**

*The current portion of gratuity payable is based on management estimate of amounts that would be paid in the next 12 months.

16. INCOME TAX

Income tax expense in the statement of profit and loss consists of:

Particulars	As at March 31, 2026	As at March 31, 2025
Current income tax:		
In respect of the current year	494.78	342.87
Income tax relating to earlier year	0.23	14.75
Deferred tax:		
In respect of the current year	(31.22)	(26.01)
Income tax expense recognised in the Statement of Profit or Loss:	**463.79**	**331.60**
Income tax recognised in Other Comprehensive Income		
Current tax on remeasurement of defined benefit plan	2.57	(2.80)
Current tax on outstanding Forward contracts	(11.99)	(1.50)
Total	**(9.42)**	**(4.29)**

The reconciliation between the provision for income tax of the Company and amounts computed by applying the Indian statutory income tax rates to profit before taxes is as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Profit before tax	1,796.48	1,419.59
Enacted income tax rate in India	25.17%	25.17%
Computed expected tax expenses	**452.14**	**357.28**
Effect of:		
Differential tax rates of branches/subsidiaries operating in other jurisdiction	(21.90)	(30.68)
Income that is exempt from tax	(26.65)	(14.51)
Expenses that are not deductible in determining taxable profit	23.37	0.34
Income subject to different taxes	0.26	(1.54)
CSR Expenses and Other Donations	4.93	3.88
Depreciation allowance / disallowance under IT Act	9.40	6.45
Reversal of tax provisions of previous year	0.23	-

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax relating to earlier year	-	14.75
Taxes recognised in OCI	(9.41)	(4.29)
Others	22.01	(4.37)
Income tax expenses recognized in the Statement of Profit and Loss	**454.38**	**327.31**

Calculation of Applicable Tax Rate:

Particulars	As at March 31, 2026	As at March 31, 2025
Basic tax rate	22.00%	22.00%
Surcharge @ 10% (PY 10%) on the basic tax rate	2.20%	2.20%
Aggregate of tax and surcharge	24.20%	24.20%
Cess @ 4% (PY 4%) on tax and surcharge	0.97%	0.97%
Tax Rate applicable	**25.17%**	**25.17%**

17. Deferred tax assets / liabilities

Deferred tax assets / liabilities as at March 31, 2026

Particulars	As at April 1, 2025	Recognized in Statement of Profit and Loss	Recognized in Other Comprehensive Income	As at March 31, 2026
Property, Plant and Equipment	12.60	0.08	-	12.68
Retirement and employee benefits	71.54	33.86	-	105.40
Other tax disallowances	52.38	(7.01)	-	45.37
Forward Contracts outstanding	2.09	-	11.93	14.02
Long Term Leases	2.20	(1.53)	-	0.67
Total	**140.81**	**25.40**	**11.93**	**178.14**

Deferred tax assets / liabilities as at March 31, 2025

Particulars	As at April 1, 2024	Recognized in Statement of Profit and Loss	Recognized in Other Comprehensive Income	As at March 31, 2025
Property, Plant and Equipment	8.91	3.69	-	12.60
Retirement and employee benefits	52.99	18.55	-	71.54
Other tax disallowances	21.94	30.44	-	52.38
Financial instruments - FVTOCI	0.99	1.10	-	2.09
Lease Liability	0.75	1.45	-	2.20
Total	**85.58**	**55.23**	**-**	**140.81**

18. OTHER INCOME

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(A) Income from investments		
Dividends	-	4.65
	-	**4.65**
(B) Others		
Exchange Fluctuation (net)	135.02	1.46
Interest income	51.86	70.38

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest on fair valuation of security deposits	2.12	1.93
Liability/provision no longer required written back	1.08	47.93
Profit on Sale of Property, Plant and Equipment	1.50	0.11
Profit on sale of investments	0.01	30.24
Miscellaneous Receipts	6.33	11.61
	197.92	**163.66**
Total Other Income	**197.92**	**168.31**

19. EMPLOYEE BENEFIT EXPENSE

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Salaries and wages	4,821.48	3,907.15
Contribution to Provident and other funds	200.02	159.76
Share based compensation to employees	20.00	32.75
Staff Welfare Expenses	74.99	54.71
	5,116.49	**4,154.37**

20. FINANCE COSTS

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest Expense		
• on loans from banks	22.29	22.83
• on finance lease for vehicles	5.88	3.32
• on contingent consideration	31.13	27.80
• on fair valuation of security deposits	1.60	1.04
• on fair valuation of lease liability	16.13	16.50
• on Loan Borrowed from related party	7.38	10.11
• Other borrowing cost and Bank charges	4.62	3.35
	89.03	**84.95**

21. OTHER EXPENSES

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Rent	24.62	34.34
Travel and conveyance	55.88	45.61
Insurance	39.50	39.14
Rates and Taxes	11.21	22.98
CSR Expenditure	19.59	16.87
Power and Fuel	11.35	13.17
Repairs to Buildings	25.55	31.91
Repairs to Plant	38.90	16.11
Communication Expenses	10.84	11.15
Provision for doubtful debts	8.21	55.65
Legal, Professional and consultancy charges	133.50	115.68
Advertisement, Publicity and Sale Promotion	28.18	78.88
Miscellaneous expenses	50.17	50.27
	457.50	**531.76**

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

22. Depreciation and amortization expense

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation	134.58	126.34
	134.58	**126.34**

23 Additional notes

a Contingent Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Income-tax matters	67.21	73.10

The future cash outflows on the items above are determinable only on the receipt of the decision or judgment that is pending at various forums and authorities. The Company does not expect the outcome of those proceedings to have an adverse material effect on its financial results

b Disclosure under Ind AS 116

For leased buildings

Particulars	Amount in INR
Depreciation charge for ROU Asset	82.60
Interest expense on lease liability	16.13
Expenses relating to short term leases **(need not include the expense relating to leases with a lease term of one month or less)**	15.54
Expense relating to leases of low-value assets **(not include the expense relating to short-term leases of low-value assets included in above line)**	-
Expenses relating to variable lease payments	-
Income from sub-leasing of ROU Asset	-
Total Cash Outflow for leases	95.92
Additions to ROU Assets during the year	11.90
Gains or losses arising from sale and leaseback transactions	-
Carrying amount of right-of-use assets at the end of the reporting period for each asset category	**107.78**

For leased vehicles

Particulars	Year ended March 31, 2026
Depreciation charge for leased vehicles	11.52
Interest expense on lease liability for vehicles	5.88
Expenses relating to short term leases **(need not include the expense relating to leases with a lease term of one month or less)**	-
Expense relating to leases of low-value assets **(not include the expense relating to short-term leases of low-value assets included in above line)**	-
Expenses relating to variable lease payments	-
Income from sub-leasing of ROU Asset	-
Total Cash Outflow for leases	16.39
Additions to leased vehicles during the year	20.83
Gains or losses arising from sale and leaseback transactions	-
Carrying amount of right-of-use assets at the end of the reporting period for each asset category	**20.86**

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

c **Related party disclosures**

Enterprises which has significant influence	Sak Industries Private Limited and its subsidiaries.
Enterprises in which key management personnel exercise significant influence	Saksoft Employees Gratuity Trust
	Sakserve Private Limited
Key Management Personnel	Mr Aditya Krishna - Chairman and Managing Director
	Mr Niraj Kumar Ganeriwal- COO & CFO
	Ms Meera Venkatramanan - Company Secretary
Relatives of Key Managerial Personnel	Ms Kanika Krishna - Director
	Ms Avantika Krishna - Employee
	Ms Asmita Krishna - Employee
	Mr Skanda Ramesh Haritha - Employee

Transactions entered during the year

Description	Year ended March 31, 2026	Year ended March 31, 2025
Dividend paid		
Sak Industries Private Limited	51.51	43.63
Chairman and Managing Director	23.60	19.97
COO & CFO	1.33	1.15
Saksoft Employees Welfare Trust	4.02	4.20
Relative of Key Managerial Personnel	0.17	0.00
Interest on loan		
Sak Industries Private Limited	7.38	10.11
Borrowings / (Repayments), net		
Sak Industries Private Limited	(200.00)	200.00
Payment towards Lease Liability		
Sak Industries Private Limited	21.24	21.24
Remuneration of Key Managerial Personnel	21.22	19.15
Non-Executive Director Commission	0.25	0.25
Non-Executive Director - Sitting Fees	0.22	0.28
Remuneration to relatives of KMP	12.51	8.68
Shares exercised under ESOP (2009 Scheme)		
COO& CFO (number of shares)	3,00,000	2,00,000

Year end Balances

Description	Year ended March 31, 2026	Year ended March 31, 2025
Borrowings		
Sak Industries Private Limited	-	200.00
Lease Liability- Sak Industries Private Limited	16.10	34.57
Right to Use Asset		
Sak Industries Private Limited	15.00	33.51

d **Segment information**

The COO & CFO of the Company has been identified as the Chief Operating Decision Maker. The CODM has considered only IT Business as the operating segment as defined under Ind AS 108. The Company's operations primarily relate to providing Information Technology ('IT') services.

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Geographic location of customers	Year ended March 31, 2026	Year ended March 31, 2025
Revenue		
Europe	2,886.15	1,951.16
USA	5,078.25	3,745.85
Asia Pacific and Others	2,107.51	3,133.08
Total	**10,071.91**	**8,830.09**

Segment Revenue	Year ended March 31, 2026	Year ended March 31, 2025
BFS	3,124.66	2,667.18
Logistics	1,411.65	1,092.46
Emerging vertical	4,658.38	4,113.15
Commerce	877.22	957.30
Revenue from Operations	**10,071.91**	**8,830.09**
SEGMENT RESULT		
BFS	593.89	502.53
Logistics	369.57	297.24
Emerging vertical	818.49	519.64
Commerce	88.88	143.17
SEGMENT RESULT	**1,870.83**	**1,462.58**
Add :-		
Other Income	197.92	168.31
Less :-		
Depreciation and amortisation expense	134.58	126.34
Finance Costs	89.03	84.95
Impact of Labour codes (Refer to note (3))	48.65	
PROFIT BEFORE TAX	**1,796.49**	**1,419.60**

Fixed assets used in the Company's business, assets or liabilities contracted, other than those specifically identifiable, have not been identified to any of the reportable segments, as the fixed assets are used interchangeably between segments.

During the years ended 31 March 2026 and 31 March 2025, two customers, each of them contribute to 10% or more of the Group's total revenue and the top five customers accounted for 42% and 40% of the revenue of the Group respectively

e **Gratuity**

PROFIT & LOSS ACCOUNT EXPENSE:

The expenses charged to the profit & loss account for period along with the corresponding charge of the previous period is presented in the table below:

Particulars	Period Ended	
	March 31, 2026	March 31, 2025
Current service cost	66.33	46.33
Past service cost	45.98	-
Administration expenses.	-	-
Interest on net defined benefit liability / (asset) (Gains) / losses on settlement	15.42	11.85
Total	**127.73**	**58.18**

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

FINANCIAL ASSUMPTIONS AT THE VALUATION DATE:

Particulars	Period Ended	
	March 31, 2026	March 31, 2025
Discount rate (p.a.)	7.15% to 7.55%	6.55% to 6.85%
Salary escalation rate (p.a.)	7% to 8 %	7% to 8%

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. The expected return on plan assets is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.

Amount Recorded in Other Comprehensive Income

The total amount of remeasurement items and impact of liabilities assumed or settled, if any, which is recorded immediately in Other Comprehensive Income (OCI) during the period is shown in the table below:

Particulars	Period Ended	
	March 31, 2026	March 31, 2025
Opening amount recognized in OCI outside profit and loss account	(15.86)	(19.03)
Remeasurements during the period due to Changes in financial assumptions	(21.06)	6.96
Changes in demographic assumptions	8.73	(0.69)
Experience adjustments	1.63	(2.63)
Actual return on plan assets less interest on plan assets	0.47	(0.46)
Closing amount recognized in OCI outside profit and loss account	**(26.09)**	**(15.86)**

The following table sets out the status of the gratuity plan:

Particulars	Period Ended	
	March 31, 2026	March 31, 2025
Opening of defined benefit obligation Consolidation Adjustment	239.15	172.69
Opening of defined benefit obligation due to acquisition		17.91
Current service cost	66.33	46.33
Past service cost	45.98	-
Interest on defined benefit obligation	17.00	13.06
Remeasurements due to:		
Actuarial loss / (gain) arising from change in financial assumptions	(21.06)	6.96
Actuarial loss / (gain) arising from change in demographic assumptions	8.73	(0.69)
Actuarial loss / (gain) arising on account of experience changes	1.63	(2.63)
Benefits paid	(18.69)	(9.47)
Liabilities assumed / (settled)	-	(5.00)
Closing of defined benefit obligation	**339.07**	**239.15**

Particulars	Period Ended	
	March 31, 2026	March 31, 2025
Opening fair value of plan assets	29.44	18.92
Employer contributions	8.02	18.32
Interest on plan assets	1.59	1.21
Administration expenses	-	-
Remeasurements due to:		
Actual return on plan assets less interest on plan assets	(0.47)	0.46
Benefits paid	(18.69)	(9.47)

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Period Ended	
	March 31, 2026	March 31, 2025
Assets acquired / (settled)	-	-
Assets distributed on settlements	-	-
Closing fair value of plan assets	**19.89**	**29.44**

Sensitivity Analysis:

Gratuity is a lump sum plan and the cost of providing these benefits is typically less sensitive to small changes in demographic assumptions. The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 50 basis points.

Particulars	Period Ended	
	March 31, 2026	
	Discount Rate	Salary Escalation Rate
Impact of increase in 50 bps on DBO	-4.81%	3.71%
Impact of decrease in 50 bps on DBO	5.22%	-3.65%

Maturity profile of assets

Maturity in	March 31, 2026	March 31, 2025
1 year	29.08	28.17
2 to 5 years	113.98	94.41
6 to 9 years	105.30	72.21
More than 10 years	608.49	290.84

Disaggregation of plan assets:

Investment	Total
Property	-
Government Debt Instrument	-
Other Debt Instrument	-
Equity Instruments	-
Insurer managed funds	19.88
Others	-
Total	**19.88**

The Government of India has consolidated multiple existing labour legislations effective 21st November 2025 into a unified framework comprising four Labour Codes collectively referred to as the 'New Labour Codes'. The Group has assessed and disclosed the incremental impact of these changes, taking into consideration the best information available read with the FAQs released by Ministry of Labour & Employment and Institute of Chartered Accountants of India. The New Labour Codes has resulted in estimated one time increase in provision for employee benefits of the Group amounting to Rs. 48.65 Millions and the same has been recognized as an exceptional item in the current reporting period. The Group continues to monitor developments on the rules to be notified by regulatory authorities, including clarifications/additional guidance from authorities and will continue to assess the accounting implications basis such developments/ guidance.

f Employee Stock Option Plans ('ESOP')

ESOP 2009 Plan

The ESOP 2009 Plan was introduced by the Company with the consent of the shareholders in 2009 under which the Company grants options from time to time to employees of the Company and its subsidiaries. Further the scheme was amended at the AGM held on 26th September 2014 to increase the exercise period from 5 to 10 years. This

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Plan complies with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

The total outstanding options available under the ESOP 2009 as on 31st March 2026 is 29,31,307 options, of which 8,59,063 options remain unvested.

During the year, the Allotment Committee has approved the exercise of 7,17,250 options to certain eligible employees of the Company, who were granted options on various dates at their respective exercise price allotted under ESOP 2009 plan.

Out of the 7,17,250 equity shares exercised during the year, all equity shares were allotted from the shares held by the Saksoft Employees Welfare Trust ('the Trust'), based on approval obtained through postal ballot in October 2023. The details of options as on 31st March 2026 is provided in the table below

The details of the ESOP 2009 Plan are:

Particulars	Year ended March 31, 2026		Year ended March 31, 2025	
	Number of share options	Weighted average exercise price	Number of share options	Weighted average exercise price
Options outstanding at the beginning of the year	37,03,557	64.23	45,74,000	44.70
Options granted during the year	2,20,000	191.20	4,68,750	213.79
Options exercised during the year	(7,17,250)	26.26	(10,13,868)	30.83
Options lapsed during the year	(2,75,000)	200.94	(11,85,000)	29.99
Bonus impact on Option series outstanding at the beginning of the Year	-	-	8,59,675	64.23
Options outstanding at the end of the year	29,31,307	70.22	37,03,557	64.23
Options vested and exercisable at the end of the year	20,72,244	36.16	23,91,057	22.20

g Earnings Per Share (EPS)

Description	Year ended March 31, 2026	Year ended March 31, 2025
Earnings		
Net profit for the year	1,332.69	1,087.98
Shares		
Equity shares as at the balance sheet date	13,25,51,250	13,25,51,250
Total number of equity shares outstanding at the end of the year – Basic	13,25,51,250	13,25,51,250
Weighted average number of equity shares outstanding as at the end of the year – Basic	12,78,39,193	13,25,51,250
Diluted Shares		
Weighted average number of equity shares outstanding as at the end of the year.	12,78,39,193	13,25,51,250
Add: Weighted average number of equity Shares held by Saksoft Employees Welfare Trust	-	-
Add: Weighted average number of equity shares arising out of outstanding stock options that have dilutive effect on the EPS	29,31,307	-
Weighted average number of equity shares outstanding during the year – Diluted	13,07,70,500	13,25,51,250
Earnings per share of par value Rs.1.00 – Basic (Rs.)	10.42	8.21
Earnings per share of par value Rs.1.00 – Diluted (Rs.)	10.19	8.21

The shares issued to the Saksoft Employees Welfare Trust have been considered as outstanding for Basic and diluted EPS purposes .

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

h Dividend

The Board of Directors had recommended interim dividend during the financial year 2025-26 amounting to Rs 0.45 per equity share. This has resulted in a cash flow of Rs 59.65 Million.

The Board of Directors at its meeting held on 25th May 2026 had further recommended a final dividend of 55 % (Rs 0.55 per equity share of Rs.1.00/- face value fully paid up) subject to approval of the shareholders at The Annual General Meeting. The outflow on account of the final dividend is expected to be Rs 72.9 Million

i Disclosure under Ind AS 115

General:

The entire revenue from operations for the year ended 31st March 2026 and 31st March 2025 related to revenue from software services.

Disaggregation of revenue:

Revenue earned by the Company is disaggregated by its sources based on geographical location as disclosed in Note 23 (d) to the financial statements.

Information about contract balances

The Company classifies the right to consideration as Trade receivables and unbilled revenue.

Trade receivables are amounts billed to the customer on satisfaction of performance obligation. Unbilled revenue represents revenues in excess of efforts billed on software development and service contracts as at the end of the reporting period and is included as part of Other Financial Assets.

Billing in excess of revenue are classified as unearned revenue. Balances of trade receivables, unbilled revenue and unearned income are available in the relevant Schedules of the financial statements. Trade receivables and unbilled revenue are net of Provision in the Balance Sheet.

Information about performance obligations

Performance obligations estimates are subject to change and are affected by several factors including change in scope of contracts, its termination, foreign currency adjustments and any other items influencing the measurement, collectability and performance of the contract.

Disclosure relating to remaining performance obligation across all live fixed bid price contracts relate to require the aggregate amounts of transaction price yet to be recognized as at the reporting date and expected timelines to recognize these amounts. In view of the fact that all outstanding contracts have an original expected duration for completion of less than a year no disclosure is warranted.

j Capital Management

The Company manages its capital to ensure that it will be able to continue as going concerns while maximizing the return to stakeholders through the optimisation of the debt and equity balance. The Company's policy is to maintain a strong capital base so as to maintain investors, creditors and market confidence to sustain future development of the business.

The capital structure of the Company consists of debt and total equity of the Company as tabled below:

Particulars	As at Balance as at March 31, 2026	As at Balance as at March 31, 2025
Total equity attributable to equity share holders of the Company	7,789.57	6,190.98
Current borrowings	103.61	216.66
Non-current borrowings	188.36	326.13
Total debt held by the Company	291.97	542.79
Total capital (Equity and Debt)	8,081.54	6,733.77
Equity as a percentage of total capital	96.39%	91.94%
Debt as a percentage of total capital	3.61%	8.06%

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

The Company is predominantly equity financed which is evident from the capital structure table above. The Company's Risk Management Committee reviews the capital structure of the Company on an ongoing basis. As part of this review, the committee considers the cost of capital and the risks associated with each class of capital.

k Financial Instruments

The carrying value and fair value of financial instruments by categories as at March 31, 2026 and March 31, 2025 is as follows:

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Financial Assets		
Amortized Cost		
Trade and other receivables	1,927.04	1,939.99
Cash and cash equivalents	1,187.98	1,683.21
Other Bank Balances	1,319.78	289.87
Loans	-	-
Others financial assets	316.00	321.35
TOTAL ASSETS	**4,750.81**	**4,234.42**
Financial Liabilities		
Amortized Cost		
Borrowings	291.97	542.79
Trade Payables	393.49	291.61
Lease Liabilities	144.79	211.67
Other financial liabilities	518.07	1,281.17
FVTOCI		
Derivative instruments in hedging relationship	50.16	2.84
TOTAL LIABILITIES	**1,398.49**	**2,330.08**

The Management assessment of the fair value of cash and short-term deposits, trade receivables and trade payables, book overdrafts, and other current financial assets and liabilities approximate the carrying amounts largely due to the short-term maturities of these instruments

The Company's derivative financial instruments consist of foreign currency forward exchange contracts. Fair values for derivative financial instruments are based on market observable inputs and are classified as Level 2. The most frequently applied valuation technique include forward pricing model, using present value calculations.

Fair Value Measurement Hierarchy

Foreign exchange forward contracts have been measured using Level 2 (Significant observable inputs) - Fair value measurement hierarchy. Balances as at March 31, 2026 and March 31, 2025 amounts to (Rs. 50.17 million)and (Rs. 2.84 million) respectively. There have been no transfers between Level 1 and Level 2 during the year.

Foreign Exchange Forward Contracts

The Company is exposed to foreign currency fluctuations on foreign currency assets / liabilities and forecast cash flows denominated in foreign currency. The use of derivatives to hedge foreign currency forecast cash flows is governed by the Company's strategy, which provides principles on the use of such forward contracts and currency options consistent with the Company's Risk Management Policy. The counterparty in these derivative instruments is a bank and the Company considers the risks of non-performance by the counterparty as insignificant. The Company has entered into a series of foreign exchange forward contracts that are designated as cash flow hedges. The Company does not use forward covers and currency options for speculative purposes.

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

The following table represents the details of Company's forward contracts outstanding:

Particulars	Balance Sheet Exposure - Asset / (Liability)	
	As at March 31, 2026	As at March 31, 2025
Foreign currency forward - USD/INR	(35.83)	(0.66)
Foreign currency forward - GBP/INR	(14.34)	(2.70)
Foreign currency forward - EUR/INR	-	0.52
Total	**(50.17)**	**(2.84)**

The balance sheet exposure denotes the fair values of these contracts at the reporting date and is presented in millions. The Company presents its foreign exchange forward contracts on a net basis in the financial statements.

Various outstanding foreign currency exchange forward contracts (sell) entered into by the Company which have been designated as Cash Flow Hedges in the respective foreign currency:

Particulars	Amount outstanding in foreign currency	
	As at March 31, 2026	As at March 31, 2025
Foreign currency forward - (USD in Million)	7.30	9.30
Foreign currency forward - (GBP in Million)	2.79	1.83
Total	**10.09**	**11.13**

l Financial Risk Management

The Company is exposed to a variety of financial risks, credit risk, liquidity risk and market risk,viz; foreign currency risk and interest rate risk. The Company has a risk management policy to manage & mitigate these risks.

The Company's risk management policy aims to reduce volatility in financial statements and aims to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The Board of Directors reviews and agrees policies for managing each of these risks as summarized below

Credit risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty to the financial instrument fails to meet its contractual obligations and arises principaly from the Company's receivables from customers and investment securities.

Financial instruments that potentially subject the Company to concentration of credit risk consists of trade receivables, investments, loans, cash and cash equivalents, other balances with banks and other financial assets. The maximum exposure to credit risk is equal to the carrying value of the financial assets. By their nature, all such financial assets involve risks, including the credit risk of non-performance by counterparties.

The Company periodically assesses the credit quality of the counterparties by taking into account their financial position, past experience, ageing of accounts receivables and any other factor determined by individual characteristic of the counterparty.

The maximum amount of exposure to credit was as follows:

Particulars	Balance As at March 31, 2026	Balance As at March 31, 2025
Trade receivables	1,927.04	1,939.99
Cash and cash equivalents	1,187.98	1,683.21
Other Bank Balances	1,319.78	289.87
Other financial assets	316.00	321.35
Total	**4,750.80**	**4,234.42**

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Trade receivables:

The Company has used a practical expedient by computing the lifetime expected credit loss allowance for trade receivables based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information. The Company's exposure to customers is diversified. The concentration of credit risk is limited due to the fact that the customer base is large and unrelated.

Liquidity Risk:

Liquidity risk is the risk that the Company will not be able to encounter its financial obligations associated with financial liabilities as they become due. The Company manages its liquidity risk by ensuring, as far as possible, to maintain sufficient liquid funds to meet its liabilities on the due date. The Company consistently generates sufficient cash flows from operations (with adequate reserves) and has access to multiple sources of funding (banking facilities and loans from promoter company) to meet the financial obligations and maintain adequate liquidity for use.

The processes and policies related to such risks are overseen by Senior Management.

Maturity profile of the Company's non-derivative financial liabilities based on contractual payments is as below:

Particulars	Year 1 (Current)	1 - 2 years	2 years and above
As at March 31, 2026			
Borrowings	103.61	103.61	84.75
Trade Payables	393.49	-	-
Other financial liabilities	657.54	49.12	6.36
As at March 31, 2025			
Borrowings	216.66	16.25	309.88
Trade Payables	291.61	-	-
Other financial liabilities	974.34	521.34	-

Market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Company's exposure to market risk is primarily on account of foreign currency exchange rate risk.

Foreign Currency Risk:

The fluctuation in foreign currency exchange rates may have potential impact on the Statement of Profit or Loss and Other Comprehensive Income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the Company.

The Company's exchange risk arises from its foreign currency revenues (primarily in U.S. Dollars, British Pound Sterling, Euros and Singapore Dollars). A significant portion of the Company's revenue are in these foreign currencies, while a significant portion of its corresponding costs are in Indian Rupee. As a result, if the value of Indian rupee appreciates relative to these foreign currencies, the Company's revenue measured in Indian Rupee may decrease and vice versa. The exchange rate between the Indian rupee and these foreign currencies has changed substantially in recent periods and may continue to fluctuate substantially in the future.

The Company periodically determines its strategy to mitigate foreign currency risk. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in line with its risk management policies.

The following table presents foreign currency risk from non-derivative financial instruments as at each reporting period:

The maximum amount of exposure to foreign currency risk was as follows: (Millions in respective currencies)

Particulars	Balance As at March 31, 2026	Balance As at March 31, 2025
Cash and Cash Equivalents		
In US Dollars	2.99	4.58
In Singapore Dollars	2.23	1.18
In Pound Sterling	6.56	5.69
In Euro	0.68	0.26
In MYR	0.27	0.15
Trade receivables		
In US Dollars	13.27	18.51
In Singapore Dollars	2.61	3.72
In Pound Sterling	3.25	4.30
In Euro	-	0.90
In MYR	0.30	0.52
In CAD	-	-
In AED	-	0.13
In AUD	-	0.14
Trade payables		
In US Dollars	22.52	8.71
In Singapore Dollars	1.88	1.37
In Pound Sterling	1.97	1.37
In Euro	-	0.03
In MYR	0.02	-
In AUD	-	0.01

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026 (All amounts are in Indian rupees millions, except share data and as otherwise stated)

Interest rate risk:

Interest rate risk is the risk that the fair value or 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 arises on Company's debt obligations with floating interest rate.

(m) Ageing Schedule - Trade Payables

Particulars	Outstanding as at 31st March 2026 from the due date of payment					
	Not due	< 1 year	1-2 years	2-3 years	>3 years	Total
MSME	4.07	2.19	-	-	-	6.26
Others	282.04	105.19	-	-	-	387.23
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	**286.11**	**107.38**	**-**	**-**	**-**	**393.49**

Particulars	Outstanding as at 31st March 2025 from the due date of payment					
	Not due	< 1 year	1-2 years	2-3 years	>3 years	Total
MSME	36.11	3.85	-	-	-	39.96
Others	160.25	91.40	-	-	-	251.65
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	**196.36**	**95.25**	**-**	**-**	**-**	**291.61**

(n) Ageing Schedule - Trade Receivables

Particulars	Outstanding as on 31st March 2026 from the due date of payment					TOTAL
	< 6 months	6 months -1 year	1-2 years	2-3 years	>3 years	
Undisputed - Considered good	1,835.90	35.80	-	-	55.34	1,927.04
Undisputed - having significant increase in credit risk	-	-	-	-	-	-

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

Particulars	Outstanding as on 31st March 2026 from the due date of payment					TOTAL
	< 6 months	6 months -1 year	1-2 years	2-3 years	>3 years	
Undisputed - Credit impaired	-	-	-	56.23	-	56.23
Disputed - Considered good	-	-	-	-	-	-
Disputed - having significant increase in credit risk	-	-	-	-	-	-
Disputed - Credit impaired	-	-	-	-	-	-
Less : Allowance for expected credit loss	-	-	-	(56.23)	-	(56.23)
Total	**1,835.90**	**35.80**	**-**	**-**	**55.34**	**1,927.04**

Particulars	Outstanding as at 31st March 2025 from the due date of payment					TOTAL
	< 6 months	6 months -1 year	1-2 years	2-3 years	>3 years	
Undisputed - Considered good	1,840.09	34.00	65.90	-	-	1,939.99
Undisputed - having significant increase in credit risk	-	-	-	-	-	-
Undisputed - Credit impaired	-	-	-	-	55.13	55.13
Disputed - Considered good	-	-	-	-	-	-
Disputed - having significant increase in credit risk	-	-	-	-	-	-
Disputed - Credit impaired	-	-	-	-	-	-
Less :- Allowance for expected credit loss	-	-	-	-	(55.13)	(55.13)
Total	**1,840.09**	**34.00**	**65.90**	**-**	**-**	**1,939.99**

Vide our report of even date attached
For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No: 002785S

S.Aditya Kumar
Partner
Membership No: 232444

Date: May 25, 2026
Place: Chennai

For and on behalf of the Board of Directors

Aditya Krishna
Chairman & Managing Director
DIN.00031345

Suresh Subramanian
Director
DIN.02070440

Niraj Kumar Ganeriwal
COO and CFO

Meera Venkatramanan
Company Secretary

Notes forming part of the Consolidated Financial Statements

For the year ended 31 March 2026

(All amounts are in Indian rupees millions, except share data and as otherwise stated)

S. No.	Name of the Subsidiary	1 Saksoft Inc & its subsidiaries	2 Saksoft Pte Ltd and its subsidiaries	3 Saksoft Solutions Ltd and its subsidiaries	4 Augmento Labs Private Limited	5 Ceptes Software Private Limited	6 Zetechno Products and Services Private Limited	7 DreamOrbit Inc
1	Reporting Period for the Subsidiary	1st April - 31st March 2026	1st April - 31st March 2026	1st April - 31st March 2026	1st April - 31st March 2026	1st April - 31st March 2026	1st April - 31st March 2026	1st April - 31st March 2026
2	Reporting Currency and exchange rate as on the last date of the relevant Financial year	USD , Ex Rate 93.85 /USD	SGD, Ex Rate 72.81 /SGD	GBP, Ex Rate 124.03/GBP	INR	INR	INR	USD , Ex Rate 93.85 /USD
3	Share Capital	INR 9.24 m-195000 equity shares of USD 1 each fully paid up	INR 19.17m- 555002 equity shares of SGD 1 each fully paid up	INR 434.45m- 5001000 equity shares of GBP 1 each fully paid up	INR 0.57m - 57,000 equity shares of INR 10 each fully paid up	INR 10.95 m - 109,54,608 equity shares of INR 1 each fully paid up	INR - 0.13m - 13,350 equity shares of INR 10 each fully paid up	INR 0.09m-100 equity shares of USD 10 each fully paid up
4	Reserves & Surplus	996.11	371.19	1,695.10	428.70	134.00	30.15	234.75
5	Total Assets	3,138.02	802.98	3,104.62	561.02	226.87	61.50	269.04
6	Total Liabilities	1,933.97	397.20	975.06	131.75	81.91	31.22	34.20
7	Investments							
8	Turnover	3,589.73	1,126.98	1,852.21	857.71	500.66	122.20	558.48
9	Profit Before Taxation	166.35	60.53	215.60	294.63	128.08	35.11	61.67
10	Provision for Taxation	27.84	6.44	53.78	75.86	35.71	8.77	14.34
11	Profit After Taxation	138.51	54.09	161.81	218.76	92.37	26.33	47.32
12	Interim Dividend + Tax	44.17	-	106.57	-	-	-	-
13	Proposed Dividend	-	-	-	-	-	-	-
14	% of Shareholding	100	100	100	100	100	100	100

Name of Entity	Net assets		Share in Profit or Loss		Share in Other Comprehensive Income		Share in total comprehensive income	
	as a % of Consolidated Net assets	Amount	as a % of Consolidated Profit or Loss	Amount	as a % of Consolidated Comprehensive Income	Amount	as a % of Consolidated Total Comprehensive income	Amount
Parent								
Saksoft Ltd	46.36%	3,956.79	50.24%	746.26	108.31%	(23.71)	49.37%	722.55
Indian Subsidiaries								
Augmento Labs Private Limited	5.03%	429.27	14.73%	218.76	-5.82%	1.27	15.03%	220.04
Ceptes Software Private Limited	1.70%	144.96	6.22%	92.37	5.00%	(1.10)	6.24%	91.27
Zetechno Products and Services Private Limited	0.35%	30.28	1.77%	26.33	-0.16%	0.04	1.80%	26.37
Foreign Subsidiaries								
Dreamorbit Inc	2.75%	234.84	3.19%	47.32	0.00%	-	3.23%	47.32
Saksoft Inc and its Subsidiaries	14.11%	1,204.05	9.32%	138.51	-7.33%	1.60	9.57%	140.11
Saksoft Pte and its Subsidiaries	4.75%	405.78	3.64%	54.09	0.00%	-	3.70%	54.09
Saksoft Solutions and its subsidiaries	24.95%	2,129.56	10.89%	161.81	0.00%	-	11.06%	161.81
Subtotal	**100.00%**	**8,535.52**	**100.00%**	**1,485.45**	**100.00%**	**(21.89)**	**100.00%**	**1,463.56**
Employee Welfare Trust		85.18		3.53				3.53
Adjustment arising out of consolidation		(831.14)		(156.28)		357.60		201.32
Total		**7,789.57**		**1,332.69**		**335.71**		**1,668.41**

SAKSOFT LIMITED

CIN: L72200TN1999PLC054429
Regd office: Global Infocity Park, Block A, 2nd floor, #40, Dr MGR Salai, Kandanchavadi, Perungudi, Chennai – 600 096
Email Id: complianceofficer@saksoft.com; investorqueries@saksoft.com;website: www.saksoft.com;
Phone: 044 – 24543500; Fax: 044 - 24543510

Dear Members,

Dated: May 25, 2026

You are cordially invited to attend the 27th Annual General Meeting of the Members of Saksoft Limited ("the Company") to be held on Friday, August 07, 2026 at 10:30 A.M. IST through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM") facility.

The Notice of the Meeting, containing the business to be transacted, is enclosed herewith.

As per Section 108 of the Companies Act, 2013, ("the Act") read with the related Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its Members the facility to cast their vote through electronic means on all resolutions set forth in the Notice. The instructions for e-voting are enclosed herewith.

Very truly yours,

Sd/-
Aditya Krishna
Chairman & Managing Director

Enclosures:

1. Notice of the 27th Annual General Meeting along with annexures

Note: Attendees who require technical assistance to access and participate in the meeting through VC are requested to contact either of these helpline numbers: NSDL - 022 - 48867000, CDSL - 1800 - 21 - 09911

AGM and E-voting information at a glance:

S No.	Particulars	Details
1	Day, Date and Time of the AGM	Friday, August 07, 2026, 10:30 A.M. (IST)
2	Mode	Through VC/OAVM
3	Participation through VC mode	Members can login from 10:00 A.M. (IST) onwards on Friday, August 07, 2026 at https://evoting.nsdl.com/
4	Helpline number for VC	NSDL Helpdesk: evoting@nsdl.com or call 022-48867000 CDSL Helpdesk: helpdesk.evoting@cdslindia.com or call 1800-21-09911
5	Speaker registration before AGM	Speakers may register themselves by sending an email from their registered email address mentioning their name, DP ID and Client ID/ Folio Number, PAN and mobile number at complianceofficer@saksoft.com till 5:00 P.M. (IST) on August 01, 2026
6	Record Date for determining eligibility of shareholders for Final Dividend payment	July 31, 2026
7	Cut-off date for evoting eligibility	July 31, 2026
8	Remote E-voting Start time and date	9:00 A.M., August 03, 2026
9	Remote E-voting End time and date	5:00 P.M., August 06, 2026
10	Remote E-voting website of NSDL	https://www.evoting.nsdl.com/
11	EVEN	140204

NOTICE TO THE SHAREHOLDERS

NOTICE is hereby given that the 27th (Twenty Seventh) Annual General Meeting ("AGM") of the Members of the Company will be held on Friday, the 07th day of August, 2026 at 10:30 A.M (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

Item No	Summary of Business to be transacted at the 27th Annual General Meeting	Type of Resolution
1	To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors ("the Board") and auditors thereon.	Ordinary
2	To consider and approve a Final Dividend of 55% (Re.0.55/- per Equity Share) on the Paid-up Equity Share Capital of the Company for the Financial Year 2025- 2026 in addition to the Interim Dividend of Re. 0.45/- per Share paid during the year.	Ordinary
3	To appoint a Director in place of Mr. Ajit Thomas, Non-Executive Director (DIN: 00018691), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary
4	To appoint Ms. Avantika Krishna (DIN: 07382967) as a Whole Time Director of the Company, liable to retire by rotation, to hold office from May 25, 2026 to May 24, 2031	Ordinary
5	To appoint Mr. Vaidyanathan Sreenivasan (DIN: 11549452) as an Independent Director of the Company, to hold office from May 25, 2026 to May 24, 2031	Special
6	To appoint Mr. Mahesh Ramakant Muzumdar (DIN: 02402435) as an Independent Director of the Company, to hold office from May 25, 2026 to May 24, 2031	Special

Ordinary Business:

1. To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors ("the Board") and auditors thereon.

2. To consider and approve a Final Dividend of 55% (Re. 0.55/- per Equity Share) on the Paid-up Equity Share Capital of the Company for the Financial Year 2025-2026 in addition to the Interim Dividend of Re. 0.45/- per Share paid during the year.

3. To appoint a Director in place of Mr. Ajit Thomas, Non-Executive Director (DIN: 00018691), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. **To appoint Ms. Avantika Krishna (DIN: 07382967) as a Whole Time Director of the Company, liable to retire by rotation, to hold office from May 25, 2026 to May 24, 2031**

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

"**RESOLVED THAT,** pursuant to the provisions of Sections 152, 161, 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Articles of Association of the Company and upon recommendation of the Nomination and Remuneration Committee and approval and recommendation of the Board of Directors, Ms. Avantika Krishna (DIN: 07382967) who was appointed as an Additional Director (Executive Whole Time) with effect from May 25, 2026, be and is hereby appointed as Whole Time Director, liable to retire by rotation, to hold office for a term of 5 (Five) consecutive years commencing from May 25, 2026 to May 24, 2031 (both days inclusive), on the terms and conditions including payment of remuneration as set out in the Explanatory Statement pursuant to Section 102 of the Act, forming part of this Notice.

RESOLVED FURTHER THAT the Chairman and Managing Director, COO & Group CFO and the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to the foregoing resolution."

5. **To appoint Mr. Vaidyanathan Sreenivasan (DIN: 11549452) as an Independent Director of the Company, to hold office from May 25, 2026 to May 24, 2031**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149 (read with Schedule IV of the Companies Act, 2013), 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulations 16(1)(b), 17, 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the recommendation of the Nomination and Remuneration Committee (NRC) and the Board of Directors of the Company, Mr. Vaidyanathan Sreenivasan (DIN: 11549452), who was appointed as an Additional Director (Non-Executive Independent) of the Company, with effect from May 25, 2026 under Section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director of the Company, be and is hereby appointed as Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years, commencing from May 25, 2026 to May 24, 2031 (both days inclusive)

RESOLVED FURTHER THAT the Chairman and Managing Director, COO & Group CFO and the Company Secretary of the Company is hereby authorised to do all acts and take all such steps as may be necessary and expedient to give effect to this resolution."

6. **To appoint Mr. Mahesh Ramakant Muzumdar (DIN: 02402435) as an Independent Director of the Company, to hold office from May 25, 2026 to May 24, 2031**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149 (read with Schedule IV of the Companies Act, 2013), 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulations 16(1)(b),17, 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the recommendation of the Nomination and Remuneration Committee (NRC) and the Board of Directors of the Company, Mahesh Ramakant Muzumdar (DIN: 02402435), who was appointed as an Additional Director (Non-Executive Independent) of the Company, with effect from May 25, 2026 under Section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director of the Company, be and is hereby appointed as Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years, commencing from May 25, 2026 to May 24, 2031 (both days inclusive)

RESOLVED FURTHER THAT the Chairman and Managing Director, COO & Group CFO and the Company Secretary of the Company is hereby authorised to do all acts and take all such steps as may be necessary and expedient to give effect to this resolution."

SAKSOFT LIMITED

CIN: L72200TN1999PLC054429

Regd Office: Global Infocity Park, Block A, 2nd floor, #40, Dr MGR Salai, Kandanchavadi, Perungudi, Chennai – 600 096

Tel: 044 – 24543500; Fax: 044 - 24543510

https://www.saksoft.com/

By order of the Board of Directors for Saksoft Limited

Date: May 25, 2026
Place: Chennai

Meera Venkatramanan
Company Secretary and Compliance Officer
Membership No. FCS9922

Notes:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") in respect of Item Nos.4 to 6 of the accompanying Notice, is annexed hereto. Further, disclosures in relation to Item Nos. 3 to 6 of the Notice, as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and 'Secretarial Standard - 2 on General Meetings' issued by the Institute of Company Secretaries of India ("SS-2") forms an integral part of this Notice.

2. Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025 read with circulars issued earlier on the subject ("MCA Circulars") have permitted to conduct the Annual General Meeting ("AGM") virtually, without physical presence of Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the provisions of the Act and the SEBI Listing Regulations, the 27th AGM of the Company is being held virtually. The Notice convening this AGM along with the Annual Report for FY 2025-26 is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories, unless a Member has specifically requested for a physical copy of the same. Members may kindly note that the Notice convening this AGM and Annual Report for FY 2025-26 will also be available on the Company's website www.saksoft.com, website of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com, respectively and on the website of National Securities Depository Limited (NSDL) at https://www.evoting.nsdl.com. The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail Id., Cut-off date for e-voting, Record Date for payment of dividend, etc.

3. Since this AGM is held through Video Conference/ Other Audio-Visual Means ("VC/OAVM"), route map to the venue is not required and therefore, the same is not annexed to this Notice.

4. Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. Members holding equity shares as on Friday, 31st July, 2026 ("Cut-off date") may join the AGM anytime 30 minutes before the scheduled time by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice as being for information purposes only.

5. Attendance through VC/OAVM is restricted and hence, Members shall be eligible to join the meeting on first-come, first-serve basis. However, attendance of Members holding more than 2% of the paid-up equity share capital, Institutional investors, Directors, Key Managerial Personnel, and Auditors will not be restricted on first-come, first-serve basis.

6. Appointment of Proxy and Attendance Slip: Since the 27th AGM is being held through VC/OAVM in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 27th AGM, and therefore, proxy form and attendance slip are not annexed to this Notice.

7. The Company has appointed Mr. V Suresh, Practising Company Secretary (Membership No 2969 and Certificate of Practice No. 6032) failing which Mr. Udaya Kumar K R, Partner of V Suresh Associates Practicing Company Secretaries (Membership No 11533 and Certificate of Practice No. 21973) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.

8. Corporate shareholders/institutional shareholders intending to send their authorised representative(s) to attend / vote at the 27th AGM are requested to send from their registered e-mail address, scan copy of the relevant Board Resolution/ Authority Letter, etc. authorizing their representative(s) to attend / vote, to the Scrutinizer on the e-mail ID at vsassociates16@gmail.com a copy marked to evoting@nsdl.com and complianceofficer@saksoft.com.

9. Members may kindly note that Friday, July 31 2026 has been fixed as the "Record Date" to determine entitlement of Members to the Final Dividend for the Financial Year 2025-26, if approved at the AGM.

10. Dividend income is taxable in the hands of Members and accordingly, the Final Dividend, as recommended by the Board of Directors, and if approved at the 27th AGM, shall be paid after deducting tax at source ('TDS') at the prescribed rates in accordance with the provisions of the Income Tax Act, 2025, within 30 days from the date of declaration:

    - to the Members in respect of equity shares held by them in physical form, whose name appears as Member in the Company's Register of Members as on close of business hours on July 31 2026; and
    - to the beneficial owners in respect of equity shares held by them in dematerialized form, whose name appears in the list of beneficial owners furnished by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), on close of business hours on 31st July 2026.

For information on TDS, please refer the section on "TDS instructions on Dividend Distribution" forming part of this Notice.

11. **Mandatory updation of PAN, KYC, Nomination and Bank details by Members:**

    a. Members holding shares in physical form are requested to note that in terms of Regulation 40 of the SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019. In view of the above and in order to eliminate risks associated with physical transfer of securities, shareholders holding equity shares of the Company in physical form are requested to consider converting their holdings to dematerialised form. Members may contact the Company's Registrar and Share Transfer Agent ('RTA') for assistance in this regard.

    b. SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with subsequent circulars issued in this regard, has mandated furnishing of PAN, nomination, contact details, bank account details and specimen signature by holders of physical securities to the Registrar and Share Transfer Agent. Further, dividend payments in respect of physical folios shall be made electronically only upon furnishing of the aforesaid documents/ details ("KYC") to the Registrar and Share Transfer Agent of the Company.

    c. Members holding shares in physical form are requested to furnish Form ISR-1, Form ISR-2 and SH13 (available on the Company's website at (https://www.saksoft.com/investor/investor-forms/) to update KYC and choice of Nomination (in case the same are not already updated), to Cameo Corporate Services Limited at, Subramanian Building, No. 1, Club House Road, Chennai - 600 002, India., the Company's Registrar and Share Transfer Agent. Alternatively, Members may send digitally signed copy of their documents by email to Cameo Corporate Services Limited at investor@cameoindia.com;

    d. Members holding shares in demat mode are requested to update their details with their Depository Participants at the earliest.

    e. Members may further note that SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated listed companies to issue securities in dematerialized form only while processing service requests, viz., issue of duplicate securities certificate, claim from unclaimed suspense account, splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition etc. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on Company's website at https://www.saksoft.com/investor/investor-forms/ and on the website of Cameo Corporate Services Limited at www.cameoindia.com. It may be noted that any service request can be processed only after the folio is KYC compliant.

12. **Unclaimed Dividend**

    Details of unclaimed dividend are available on the Company's website https://www.saksoft.com/investor/company-announcements/unclaimed-dividends/. In compliance with Section 124 of the Act and Rules made thereunder, unclaimed dividend and equity shares in respect whereof dividend remains unclaimed for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund ("IEPF"). The said requirement does not apply to shares in respect of which there is a specific Order of Court, Tribunal or Statutory Authority, restraining any transfer of the Shares.

    During the Financial Year 2026-27, following dividends are due for transfer to IEPF:

Particulars	Date of declaration	Last date for claiming unpaid dividend
Final Dividend 2018-2019	August 12, 2019	September 26, 2026
Interim Dividend 2019-2020	November 13, 2019	January 3, 2027

    The Members who have a claim on above Dividends and Shares may claim the same from IEPF Authority by submitting an online application in the prescribed Form No. IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with requisite documents enumerated in the Form No. IEPF-5. No claims shall lie against the Company in respect of the Dividend/Shares so transferred. The Members/ Claimants can file only one Consolidated claim in a Financial Year as per the IEPF Rules. The Company has appointed a Nodal Officer under the provisions of IEPF, the details of which are available on the website of the Company at https://www.saksoft.com/investor/company-announcements/unclaimed-dividends/

13. **E-voting:**

    a. In accordance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, SS-2 and Regulation 44 of the SEBI Listing Regulations, the Company has extended the facility of voting through electronic means including 'Remote e-voting' (e-voting other than at the AGM) to transact the business mentioned in the Notice convening the 27th AGM.

b. Necessary arrangements have been made by the Company to facilitate 'Remote e-voting' as well as e-voting at the aforementioned AGM. Members shall have the option to vote either through remote e-voting (during the remote e-voting window) or at the AGM.

c. Voting rights of Members shall be reckoned on the paid-up value of equity shares registered in their name as on the Cut-off date.

d. Members whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date, shall be entitled to avail the facility of remote e-voting or e-voting at the AGM, as the case may be.

e. The procedure for e-voting on the day of the AGM is identical to Remote e-voting instructions as outlined in this Notice.

f. Any person who becomes a Member of the Company after dispatch of the Notice and holds equity shares as on the Cut-off date can vote by following the procedure for e-voting, as outlined in the Notice.

g. Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the Cut-off Date, may obtain the login credentials for remote e-voting by sending a request to NSDL at evoting@nsdl.com or to the Registrar and Share Transfer Agent of the Company. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on 022 - 4886 7000. In case of Shareholders holding securities in demat mode who acquire shares and become Member after the notice is sent through e-mail and holding shares as of the Cut-off date may follow steps mentioned in the Notice.

h. Members present at the 27th AGM and who have not cast their vote on resolutions set out in the Notice convening the AGM through remote e-voting and who are not otherwise barred from doing so, shall be allowed to cast their vote through e-voting facility during the AGM.

i. However, Members who have exercised their right to vote during the Remote e-voting period may attend the AGM but shall not be entitled to cast their vote again.

j. Once the vote on a resolution is cast, Member shall not be allowed to change the same subsequently or cast vote again.

k. Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution again.

l. In case of joint holders attending the 27th AGM, only such joint holder who is higher in the order of names as per the Company's records, will be entitled to cast vote.

14. The following documents will be available for inspection by the Members electronically during the 27th AGM. Members seeking to inspect such documents can send an email to complianceofficer@saksoft.com on or before Thursday, August 06, 2026, 5:00 P.M. (IST).

a) Certificate from the Secretarial Auditors relating to the Company's ESOP under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

b) 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.

15. Shareholders who would like to express their views/ ask questions during the Meeting may register themselves as a speaker by sending their request on or before August 1, 2026 mentioning their name, demat account number/folio number, email id, mobile number at complianceofficer@saksoft.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries on or before August 1, 2026 mentioning their name, demat account number/folio number, email id, mobile number at complianceofficer@saksoft.com. These queries will be replied to by the Company suitably by email.

16. After conclusion of the meeting, the Scrutinizer will submit the report on votes cast in favour or against and invalid votes, if any, to the Chairman or any other person authorized by him, who shall countersign the same, and the result of the voting will be declared within the time stipulated under the applicable laws. The result declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges, NSDL and RTA, and will also be displayed on the Company's website, www.saksoft.com

17. TDS instructions on Dividend Distribution

a) Applicability- In compliance with the Income Tax Act, 2025 ('the Act') read with Finance Act, 2026, for any dividend, the dividend income is taxable in the hands of the member. In view of the above, in the current financial year 2026-27, the Company shall be deducting TDS as per the applicable provisions and TDS rates, while paying dividend. No TDS will be deducted for the exempted category of shareholders, provided they furnish the requisite documents with the Company's Registrar and Share Transfer Agent (RTA) on or before the 'Record Date' (mentioned below).

b) Record Date: Friday, July 31, 2026

c) Exempted Category:

- LIC/ GIC/ The New India Assurance Company Limited / United India Insurance Company Limited / The Oriental Insurance Company Limited / National Insurance Company Limited and other Insurance Companies in respect of shares owned by them or in which they have full beneficial interest;
- A "business trust" as defined in Section 2(21) of the Act, by a special purpose vehicle referred to in Note 2 of Schedule 2 of the Act
- Government; Reserve Bank of India; a corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income-tax on its income; mutual funds;
- Any person for, or on behalf of, the New Pension System Trust referred to in Schedule VII (41) of the Act; Alternative Investment Fund (Category I&II) or any other exempted entity;
- Resident shareholders furnishing valid Form 121 (earlier Form 15G/H)
- In case of non-resident shareholders, no TDS shall be deducted subject to furnishing valid self-attested documentary evidence like copy of registration, order or notification issued by the Indian Income Tax Authority;
- Any other person as may be notified by the Central Government in the Official Gazette in this behalf.

d) Lower TDS / Withholding tax rates:

- In case of Resident shareholders: TDS shall be deducted at the rate prescribed in the lower tax withholding certificate issued by competent tax authority, if same is submitted with RTA before the Record Date.
- In case of non-resident shareholders (including FII/FPI): TDS as per the Act or Tax Treaty rate, whichever is beneficial shall be applied, provided the non-resident shareholder submits the following documents:
  1. Self-attested copy of Permanent Account Number (PAN);
  2. Self-attested copy of Tax Residency Certificate (TRC) for FY2026-27, issued by the tax authority of the country of which shareholder is resident;
  3. Self-declaration in electronically filed Form 41 (earlier form 10F); and
  4. Self-declaration on 'No-Permanent Establishment in India', in the format annexed.

e) TDS rates for FY 2026-27:

Resident Shareholders		Non Resident Shareholders
With PAN	Without PAN/ invalid PAN	
10%	20%	20% (plus applicable surcharge & cess)

f) Higher rate of TDS in case of non-linking of Aadhaar & PAN:

(a) An Individual shareholder who is eligible to obtain Aadhaar number is required to link PAN with Aadhaar.

(b) PAN shall become inoperative if the Individual shareholder has not linked PAN - Aadhaar on or before the above date and all the consequences under the Act for not furnishing PAN shall apply.

Reporting of dividend paid under Statement of Financial Transactions (SFT):

- W.e.f. April 1, 2021, dividend paid by a company is a reportable transaction under SFT.
- Accordingly, the shareholder's details such as name, PAN, registered address, email Id., dividend amount would be reported under SFT.

Notes:

No communication in relation to submission of document(s) shall be accepted after the Record Date.

No TDS shall be deducted, if aggregate dividend distributed or paid or likely to be distributed or paid during the financial year to resident individual shareholder does not exceed Rs. 10,000/-.

The table below shows the withholding tax on dividend payment to Non-Resident Shareholders who submit, on or before July 30, 2026 the following document(s), as mentioned in column no.4 of the below table, to the Company / RTA. In case all necessary documents are not submitted, then the TDS/ Withholding tax will be deducted @ 20% (plus applicable surcharge and cess).

S. No (1)	Particulars (2)	Withholding Tax Rate (3)	Documents required (if any) / Remarks (4)
1	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) / Other Non-Resident shareholders	20% (plus applicable surcharge and cess) or Tax Treaty Rate, whichever is beneficial	FPI registration certificate in case of FIIs / FPIs. To avail Beneficial Rate of Tax Treaty following tax documents would be required: 1. Tax Residency certificate issued by revenue authority of Country of Residence of Shareholder for the year in which dividend is received 2. PAN or declaration as per Rule 217 of Income Tax Rules, 2026 in a specified format. 3. Form 41 filled & duly Signed. 4. Self-declaration for non-existence of permanent establishment/fixed base in India (Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non-Resident shareholder and review to the satisfaction of the Company.)
2	Availability of Lower/NIL tax deduction certificate issued by Income Tax Authority	Rate Specified in Certificate	Lower tax deduction certificate obtained from Income Tax Authority
3	Any non-resident shareholder exempted from Withholding Tax (WHT) deduction as per the provisions of Income Tax Act or any other law such as The United Nations (Privileges and Immunities) Act 1947, etc.	Nil	Necessary documentary evidence substantiating exemption from WHT deduction

In addition to the surcharge rates as mentioned above, 'Health & Education Cess' @ 4% shall be applicable for FY 2026-27 for non-resident shareholders.

Notes:

1. Tax rates that are applicable to shareholders depend upon their residential status and classification. All shareholders are thereby requested to update the residential status and category in their respective Demat accounts if the shareholding is in Demat form or with Company's RTA, if the shareholding is held in physical form, as may be applicable before the Record date.

2. Application of any exemption from TDS/ lower / beneficial rate of tax is subject to submission of the requisite & valid documents with RTA before the record date and also verification of the submitted documents by the Company. If the documents submitted by the shareholder are found incomplete or ambiguous, exemption/ lower/ beneficial rate of tax shall not be applied. Shareholders have option to claim refund of excess tax deducted from their respective tax authorities in case the Company had deducted tax at source at higher rate due to non-submission/incomplete submission of documents with the RTA. No claim shall lie against the Company for such taxes deducted.
3. If Form 121 (earlier Form 15G/H) is already submitted for a particular financial year, revised form is to be shared in case of change in estimated total Income or Dividend Income. In case revised form is not provided by the shareholder, the Company shall determine the TDS amount based on estimated total income and Dividend Income specified in the latest Form available with the Company.
4. In case the requisite documents are submitted by the shareholders through his/her registered email, the company has full right to demand for the original documents and the shareholders undertake to abide by such request. Documents received by Registered Post or from registered e-mail ID will only be accepted.
5. TDS certificates will be emailed to the shareholder's registered e-mail ID in due course. Shareholders can also view the credit of TDS in their respective Form 168 (earlier Form 26AS).
6. In case dividend income is assessable in the hands of a person other than the registered shareholder as on the cut-off date, the registered shareholder shall furnish a declaration, to the satisfaction of RTA / Company, containing the name, address, and valid PAN of the person to whom the tax credit is to be given along with reasons for giving credit to such person. In case the PAN provided as above is invalid, tax credit shall continue to be given to registered shareholder.
7. In case of joint shareholders, the shareholder named first in the Register of Members shall furnish the requisite documents for claiming any beneficial tax rate applicability.
8. The referred documents can be submitted with Company's RTA before the record date
9. Shareholders can contact Company for any query related to dividend on complianceofficer@saksoft.com

SAKSOFT LIMITED

CIN: L72200TN1999PLC054429

Regd Office: Global Infocity Park, Block A, 2nd floor, #40, Dr MGR Salai, Kandanchavadi, Perungudi, Chennai – 600 096

Tel: 044 – 24543500; Fax: 044 - 24543510

https://www.saksoft.com/

By order of the Board of Directors for Saksoft Limited

Meera Venkatramanan
Company Secretary and Compliance Officer
Membership No. FCS9922

Date: May 25, 2026
Place: Chennai

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

As required under Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out the material facts relating to the business set out in Item Nos. 4 to 6 of the accompanying Notice.

Item No 4:

To appoint Ms. Avantika Krishna (DIN: 07382967) as a Whole Time Director of the Company, liable to retire by rotation, to hold office from May 25, 2026 to May 24, 2031.

The Board of Directors, at their Meeting held on May 25, 2026, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), recommended and approved the appointment of Ms. Avantika Krishna as an Additional Whole-time Director of the Company, for a period of five years commencing from May 25, 2026 to May 24, 2031, subject to approval of the Members.

Upon her appointment, Ms. Avantika Krishna would be considered as a Key Managerial Personnel ("KMP") pursuant to Section 203 of the Act and will be liable to retire by rotation pursuant to Section 152(6) of the Act.

Ms. Avantika Krishna has confirmed that she is not disqualified from being appointed as Director in terms of the provisions of Section 164(1) and (2) of the Act. Ms. Avantika Krishna has provided her consent for such appointment and has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars dated June 20, 2018 issued by the BSE Limited and the National Stock Exchange of India Limited, pertaining to the enforcement of SEBI orders regarding the appointment of Directors by the listed companies.

Relevant details of her appointment is given in Annexure A to this Notice. The main terms and conditions of the appointment of Ms. Avantika Krishna, forming part of the Agreement to be executed, are given below:

A. Tenure of Appointment

The appointment as a Whole Time Director is for a period of five years commencing from May 25, 2026 to May 24, 2031.

B. Nature of Duties

Ms. Avantika Krishna shall devote her whole time and attention to the business of the Company and perform such duties as may be entrusted to her by the Board from time to time and separately communicated to her and exercise such powers as may be assigned to her, subject to the superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of one or more of its associated companies and/or subsidiaries, including performing duties as assigned to the Whole Time Director from time to time by serving on the boards of such associated companies and/or subsidiaries or any other executive body or any committee of such a company.

C. Remuneration, Benefits, Perquisites and Allowances

Details of terms of remuneration:

The proposed Annual salary is Rs. 10.5 Mn per annum

The annual increments each year, will be decided by the Board based on the recommendations of the NRC and will be performance based and take into account the Company's performance as well, within the said maximum amount.

Perquisites and allowances:

In addition to salary stated above, the Whole time Director shall be entitled to the following perquisites/ benefits, which shall be evaluated as per the Income Tax Rules wherever applicable. In the absence of any such rule, perquisite shall be evaluated at actual cost.

Perquisites include the following:

A. Rent free residential accommodation or house rent allowance in lieu thereof.

B. Medical Insurance coverage in line with the Company Policy.

C. Contribution to Provident Fund as per the rules of the Company.

D. Club fees for two-clubs excluding admission and life Membership fees.

E. Leave travel Concession once in a year for self and family to any place in India by Air/Rail/Road.

F. Company maintained car with Driver.

G. Telephone facility at residence.

H. Any other benefit provided to the employees of Saksoft Limited from time to time.

D. Minimum remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of Ms. Avantika Krishna, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Salary, Benefits, Perquisites and Allowances, Commission, subject to further approvals as may be required.

E. Commission:

In addition to Salary, Benefits, Perquisites and Allowances, Ms. Avantika Krishna would be paid such remuneration by way of Commission, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board of the Company, subject to the overall ceilings stipulated in Section 197 of the Act.

F. Other terms of appointment

The terms and conditions of the appointment of Ms. Avantika Krishna may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and Ms. Avantika Krishna, subject to such approvals as may be required.

All Personnel Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to Ms. Avantika Krishna, unless specifically provided otherwise.

The terms and conditions of appointment of Ms. Avantika Krishna also include clauses pertaining to adherence with the Code of Conduct and maintenance of confidentiality.

In compliance with the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read with Schedule V of the Act, as amended from time to time, the terms of appointment and remuneration of Ms. Avantika Krishna as specified above are now being placed before the Members for their approval.

The Board recommends the Ordinary Resolution as set out in Item No. 4 of this Notice for approval of the Members.

Ms. Avantika Krishna is the daughter of Mr. Aditya Krishna, Promoter, Chairman & Managing Director of the Company, and sister of Ms. Kanika Krishna, Promoter Group member and Non-Executive Non-Independent Director of the Company.

Except Ms. Avantika Krishna and her relatives, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, in the Resolution as set out in Item No. 4 of this Notice.

Item No. 5:

The Nomination and Remuneration Committee ("NRC") and the Board evaluate the composition of the Board to ensure that it has the appropriate mix of gender, diversity, skillsets, experience, independence and knowledge for continued effectiveness and to achieve the Company's strategic and commercial objectives.

To this end, the NRC and the Board of Directors of the Company had, at its respective meeting held on May 25, 2026, reviewed the composition of the Board, skill sets available with the Board, succession planning of the retiring Independent Directors, and appointed Mr. Vaidyanathan Sreenivasan (DIN: 11549452) as an Additional Director (Non-Executive Independent) of the Company, with effect from May 25, 2026 to hold office up to the date of this Annual General Meeting of the Company, and thereafter as Independent Director, not liable to retire by rotation for a period of five consecutive years from May 25, 2026 to May 24, 2031 (both days inclusive), subject to the approval of the Members at this Annual General Meeting ("AGM").

Mr. Vaidyanathan Sreenivasan is a graduate engineer in Electronics and Communication from the University of Madras and an alumnus of the Kellogg School of Management, Northwestern University.

He retired as President of the IT Business of the ITC Group and brings over four decades of experience in delivering information technology–enabled services across Manufacturing, Retail, Consumer Goods, Agriculture, and Financial Services sectors.

In the early phase of his career, Mr. Vaidyanathan Sreenivasan worked as a Robotics and Automation Engineer, where he was involved in developing products and solutions for Indian farming communities, wholesale distributors, manufacturers, and hospitality enterprises.

In the year 2000, he joined ITC Infotech as a member of its founding team, a wholly owned subsidiary of ITC Limited. During his tenure, he served on the management committees of both the Indian and UK entities and worked closely with major European and North American clients to establish efficient global delivery models.

Currently, Mr. Vaidyanathan Sreenivasan is actively engaged with startup accelerators as a mentor and investor in early-stage ventures and also supports non-governmental organizations focused on providing education to differently abled children.

The skills, proficiency, expertise and competency possessed by Mr. Vaidyanathan Sreenivasan are in alignment with the skills and expertise identified by the NRC and Board, for the directors of the Company. In accordance with the provisions of Section 161 of the Act read with the applicable rules made thereunder, Mr. Vaidyanathan Sreenivasan being an Additional Director, holds office up to the date of this AGM.

The Company has received following disclosures from Mr. Vaidyanathan Sreenivasan (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 (Rules); (ii) Intimation in Form DIR-8 in terms of the Rules, to the effect that he is not disqualified under Section 164 of the Act; (iii) Declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with Regulation 16(1)(b) of the Listing Regulations; (iv) Confirmation in terms of Regulation 25(8) of the Listing Regulations that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties and (v) Declaration pursuant to BSE Limited and National Stock Exchange of India Limited Circulars dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority. Mr. Vaidyanathan Sreenivasan has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Vaidyanathan Sreenivasan is not related to any Director or Senior Management Personnel of the Company, nor does he have any material pecuniary relationship with the Company, its promoters, its directors, its senior management or its subsidiaries and associates, which may affect his Independence.

Other disclosures and information pursuant to Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standards on General Meetings in respect of appointment of Mr. Vaidyanathan Sreenivasan are mentioned in the annexure which forms part of this notice. As part of his terms of appointment, Mr. Vaidyanathan Sreenivasan would be entitled to receive commission as determined for each financial year by the NRC and the Board within the limits approved by the Members of the Company from time to time and as permitted by law with requisite approvals.

Basis the recommendation of the NRC, the Board of Directors recommends the Special Resolution as set out in Item No. 5 of the Notice for the approval of Members.

Save and except the above, Mr. Vaidyanathan Sreenivasan and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

Item No. 6:

The Nomination and Remuneration Committee ("NRC") and the Board evaluate the composition of the Board to ensure that it has the appropriate mix of gender, diversity, skillsets, experience, independence and knowledge for continued effectiveness and to achieve the Company's strategic and commercial objectives.

To this end, the NRC and the Board of Directors of the Company had, at its respective meeting held on May 25, 2026, reviewed the composition of the Board, skill sets available with the Board, succession planning of the retiring Independent Directors, and appointed Mr. Mahesh Ramakant Muzumdar (DIN: 02402435) as an Additional Director (Non-Executive Independent) of the Company, with effect from May 25, 2026 to hold office up to the date of this Annual General Meeting of the Company, and thereafter as Independent Director, not liable to retire by rotation for a period of five consecutive years from May 25, 2026 to May 24, 2031 (both days inclusive), subject to the approval of the Members at this Annual General Meeting ("AGM").

Mr. Mahesh Ramakant Muzumdar is a senior business leader with over 40 years of experience across global financial services, technology operations, record management, and social impact enterprises. He is known for building and scaling large, complex service organisations across India and internationally, with a distinguished record of leading transformation, governance reform, and cross-cultural stakeholder engagement at the highest levels.

He began his career as Multiple Senior Leadership Roles in Standard Chartered Bank – India & Singapore (1982–2003) for Twenty-one years in progressively senior roles including Head of Service Delivery Banking Operations (1,000+ people), Head India Implementation for the Global Service Centre, Head of Custodial Services, and Head Treasury Operations. Founding Member Association- Custodial Agencies of India

Held a pivotal role as Country Head – Business Processing & Enterprise Services at Fidelity Business Services India (2003–2010), building offshore operations from inception to a 2,000+ workforce supporting global business lines. Also served on the Global Operations Board of FMR Corporation and contributed to industry development through NASSCOM.

As Founder & CEO of JobCorp Solutions Pvt Ltd (2010–2013), co-built a social impact enterprise focused on employability, securing ~USD 5 million funding from the National Skills Development Corporation and skilling over 6,000 individuals across eight states and five sectors.

Earlier served as Managing Director at Iron Mountain India Pvt Ltd (2013–2015), where he successfully integrated and transformed India operations post-acquisition by Iron Mountain Inc., achieving 22% year-on-year revenue growth and assembled a new leadership team and elevated governance, culture and client positioning to global standards.

He also served as Head, CB Innovation Services (2017 – 2025) and Chief Operating Officer (2025 – 2026) in Commercial Bank of Qatar being responsible for all operations, technology, security, robotic process automation, procurement, corporate real estate and administrative services of Commercial Bank of Qatar.

The skills, proficiency, expertise and competency possessed by Mr. Mahesh Ramakant Muzumdar are in alignment with the skills and expertise identified by the NRC and Board, for the directors of the Company. In accordance with the provisions of Section 161 of the Act read with the applicable rules made thereunder, Mr. Mahesh Ramakant Muzumdar being an Additional Director, holds office up to the date of this AGM.

The Company has received following disclosures from Mr. Mahesh Ramakant Muzumdar (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 (Rules); (ii) Intimation in Form DIR-8 in terms of the Rules, to the effect that he is not disqualified under Section 164 of the Act; (iii) Declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with Regulation 16(1)(b) of the Listing Regulations; (iv) Confirmation in terms of Regulation 25(8) of the Listing Regulations that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties and (v) Declaration pursuant to BSE Limited and National Stock Exchange of India Limited Circulars dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority. Mr. Mahesh Ramakant Muzumdar has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Mahesh Ramakant Muzumdar is not related to any Director or Senior Management Personnel of the Company, nor does he have any material pecuniary relationship with the Company, its promoters, its directors, its senior management or its subsidiaries and associates, which may affect his Independence.

Other disclosures and information pursuant to Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standards on General Meetings in respect of appointment of Mr. Mahesh Ramakant Muzumdar are mentioned in the annexure which forms part of this notice. As part of his terms of appointment, Mr. Mahesh Ramakant Muzumdar would be entitled to receive commission as determined for each financial year by the NRC and the Board within the limits approved by the Members of the Company from time to time and as permitted by law with requisite approvals.

Basis the recommendation of the NRC, the Board of Directors recommends the Special Resolution as set out in Item No. 6 of the Notice for the approval of Members.

Save and except the above, Mr. Mahesh Ramakant Muzumdar and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 6 of the Notice.

"ANNEXURE A"

DETAILS PURSUANT TO REGULATION 36(3) OF THE SECURITIES EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS IN RESPECT OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT

Item No. 3

Particulars	Details of Directors proposed to be re-appointed (Item No 3)
Name of the Director	Mr. Ajit Thomas
Director Identification Number (DIN)	00018691
Designation and Category of Director	Non-Executive Non-Independent Director
Date of birth and age	07-06-1954 (72 years)
Date of first appointment	08-08-2024 (Appointment as Non-Executive Non-Independent Director) 31-07-2009 (First date of appointment as an Independent Director)
Qualifications	Bachelor Degree in Statistics
Brief profile	Mr. Ajit Thomas is the Chairman of A.V. Thomas Group of Companies, an Agri Business Enterprise founded in 1925, with interests in plantations, tea retail, spice processing, natural extracts, and leather goods. Mr. Thomas graduated with a Bachelor of Science degree, from Loyola College, Chennai. Subsequently, he joined the family business and raised the Organization from a basic plantation company to a producer of high value, high quality agri products for the world markets. Mr. Thomas has served on the Madras Chamber of Commerce, Spice Board of India, and was the President of the United Plantations Association of South India in its Centennial year.
Expertise in specific functional areas	Expertise in business management, strategic leadership and governance of diversified business enterprises.
Terms and conditions of appointment/ re-appointment	Re-appointment as Non-Executive Non-Independent Director of the Company for the FY 2026-27 in terms of Section 152(6) of the Companies Act, 2013
Remuneration last drawn	Rs. 5,20,000 (Sitting Fees and Commission for FY 2025-2026)
Details of remuneration sought to be paid	Sitting Fees and Commission
Number of Equity Shares held in the Company	Nil
Number of meetings of the Board attended during the FY 2025-26	Please refer Corporate Governance Report which forms part of this Annual report
Directorships held in other companies (excluding Foreign Companies)	Please refer Corporate Governance Report which forms part of this Annual report
Memberships/Chairpersonships of committees of other companies	Please refer Corporate Governance Report which forms part of this Annual report
Listed Entities from which he has resigned as Director in past 3 years	Nil
Relationship with other Directors and KMP of the Company	Nil

Item No 4

Particulars	Details of Directors proposed to be appointed (Item No 4)
Name of the Director	Ms. Avantika Krishna
Director Identification Number (DIN)	07382967
Designation and Category of Director	Additional Director (Executive Whole Time)
Date of birth and age	10-12-1987 (38 years)
Date of first appointment	25-05-2026
Qualifications	Master of Business Administration (M.B.A.) in Marketing and Management — Fordham Gabelli School of Business Master of Science (MSc) in Human Resource Management and Organizational Analysis — King's College London Bachelor of Science (B.Sc.) in Economics — Stella Maris College, Chennai
Brief profile	Ms. Avantika Krishna is a seasoned and results-driven professional with over 15 years of progressive experience spanning IT services, human capital management, and global sales strategy. She holds an MBA in Marketing and Management from Fordham Gabelli School of Business, New York, an MSc in Human Resource Management and Organisational Analysis from King's College London, and a B.Sc. in Economics from Stella Maris College, Chennai, equipping her with a robust and well-rounded academic foundation across business, marketing, and behavioural sciences. Ms. Avantika Krishna commenced her professional journey as a Human Resources Intern at Acuma Solutions Ltd., Manchester, UK and at Saksoft Limited India, gaining exposure to the full spectrum of HR functions including recruitment, selection testing, induction programmes, training design, and performance appraisal cycles, and further deepened her expertise through an internship at Totus Consulting, India, contributing to First Source leadership coaching programmes, appraisal toolkit development, and management workshops on organisational behaviour. She joined Saksoft Limited in February 2011 as Human Resource Executive based in Chennai, India, and subsequently extended her responsibilities to the company's New Jersey, United States office (September 2012 – May 2014), demonstrating a proven ability to operate effectively across geographies and multicultural work environments. Recognising her capabilities in stakeholder engagement and business development, she transitioned into a commercial leadership role as Key Account Director, United Kingdom (June 2014 – November 2021), where she was responsible for managing and growing key client relationships across international markets over a distinguished tenure of over seven years. Building on her exemplary track record in global sales and client management, Ms. Avantika Krishna was elevated to the position of Chief Sales Officer (CSO) of Saksoft Limited in October 2021, a role she continues to hold, providing strategic leadership to the company's global sales function and driving revenue growth, market expansion, and long-term client partnerships across diverse geographies.
Expertise in specific functional areas	Rich experience in global sales strategy, client relationship management, business development, human capital management and stakeholder engagement across international markets.
Terms and conditions of appointment/ re-appointment	Appointment as Additional Whole Time Director. Other Terms and conditions as set out in the explanatory statement
Remuneration last drawn	INR 10.5 Mn
Details of remuneration sought to be paid	As set out in the explanatory statement
Number of Equity Shares held in the Company	Nil
Number of meetings of the Board attended during the FY 2025-26	Not applicable

Particulars	Details of Directors proposed to be appointed (Item No 4)
Directorships held in other companies (excluding Foreign Companies)	1. Augmento Labs Private Limited 2. Ceptes Software Private Limited 3. Zetechno Products and Services Private Limited 4. Sak Industries Private Limited
Memberships/Chairpersonships of committees of other companies	Nil
Listed Entities from which she has resigned as Director in past 3 years	Nil
Relationship with other Directors and KMP of the Company	Ms. Avantika Krishna is the daughter of Mr. Aditya Krishna, Chairman and Managing Director and the sister of Ms. Kanika Krishna, Non- executive Non Independent Director of the Company

Item No 5

Particulars	Details of Directors proposed to be appointed (Item No 5)
Name of the Director	Mr. Vaidyanathan Sreenivasan
Director Identification Number (DIN)	11549452
Designation and Category of Director	Additional Director (Non- Executive Independent)
Date of birth and age	24-01-1963 (63 Years)
Date of first appointment	25-05-2026
Qualifications	Graduate engineer in Electronics and Communication from Madras University and alumnus of Kellogg School of Management, Northwestern University.
Brief profile	Mr. Vaidyanathan Sreenivasan has retired as President of the IT Business of the ITC Group and brings over four decades of experience in delivering information technology–enabled services across Manufacturing, Retail, Consumer Goods, Agriculture, and Financial Services sectors. In the early phase of his career, Mr. Sreenivasan worked as a Robotics and Automation Engineer, where he was involved in developing products and solutions for Indian farming communities, wholesale distributors, manufacturers, and hospitality enterprises. In the year 2000, he joined ITC Infotech as a member of its founding team, a wholly owned subsidiary of ITC Limited. During his tenure, he served on the management committees of both the Indian and UK entities and worked closely with major European and North American clients to establish efficient global delivery models. Currently, Mr. Sreenivasan is actively engaged with startup accelerators as a mentor and investor in early-stage ventures and also supports non-governmental organizations focused on providing education to differently abled children.
Expertise in specific functional areas	Expertise in information technology services, global delivery management, digital transformation, automation solutions and strategic leadership across diverse industry sectors.
Skills and capabilities required for the role and manner in which the appointee meets such requirements	The core skills/ competencies required for the Directors in the context of the Company's Business as identified by the Board of Directors of the Company includes Finance, Accounts & Audit, Global Business, Mergers & Acquisition, Governance Risk Management & Compliance, Management & Leadership experience, Information Technology, Cyber Security, Sustainability and ESG.

Particulars	Details of Directors proposed to be appointed (Item No 5)
Terms and conditions of appointment/ re-appointment	Terms and conditions as set out in the explanatory statement
Remuneration last drawn	Not Applicable
Details of remuneration sought to be paid	Sitting fees and Commission
Number of Equity Shares held in the Company	Nil
Number of meetings of the Board attended during the FY 2025-26	Not Applicable
Directorships held in other companies (excluding Foreign Companies)	Nil
Memberships/Chairpersonships of committees of other companies	Nil
Listed Entities from which he has resigned as Director in past 3 years	Nil
Relationship with other Directors and KMP of the Company	Nil

Item No 6.

Particulars	Details of Directors proposed to be appointed (Item No 6)
Name of the Director	Mr. Mahesh Ramakant Muzumdar
Director Identification Number (DIN)	02402435
Designation and Category of Director	Additional Director (Non- Executive Independent)
Date of birth and age	27-10-1960 (65 years)
Date of first appointment	25-05-2026
Qualifications	Master's in economics — Delhi School of Economics, University of Delhi (1982) BA (Honours) in Economics — St. Stephen's College, Delhi (1980) Member, World Presidents' Organization NASSCOM Regional IT/ITeS Committee
Brief profile	Mr. Mahesh Ramakant Muzumdar is a senior business leader with over 40 years of experience across global financial services, technology operations, record management, and social impact enterprises. He is known for building and scaling large, complex service organisations across India and internationally, with a distinguished record of leading transformation, governance reform, and cross-cultural stakeholder engagement at the highest levels. He began his career as Multiple Senior Leadership Roles in Standard Chartered Bank – India & Singapore (1982–2003) for Twenty-one years in progressively senior roles including Head of Service Delivery Banking Operations (1,000+ people), Head India Implementation for the Global Service Centre, Head of Custodial Services, and Head Treasury Operations. Founding Member Association - Custodial Agencies of India. Held a pivotal role as Country Head – Business Processing & Enterprise Services at Fidelity Business Services India (2003–2010), building offshore operations from inception to a 2,000+ workforce supporting global business lines. Also served on the Global Operations Board of FMR Corporation and contributed to industry development through NASSCOM. As Founder & CEO of JobCorp Solutions Pvt Ltd (2010–2013), co-built a social impact enterprise focused on employability, securing ~USD 5 million funding from the National Skills Development Corporation and skilling over 6,000 individuals across eight states and five sectors.

Particulars	Details of Directors proposed to be appointed (Item No 6)
	Earlier served as Managing Director at Iron Mountain India Pvt Ltd (2013–2015), where he successfully integrated and transformed India operations post-acquisition by Iron Mountain Inc., achieving 22% year-on-year revenue growth and assembled a new leadership team and elevated governance, culture and client positioning to global standards. He also served as Head, CB Innovation Services (2017 – 2025) and Chief Operating Officer (2025 – 2026) in Commercial Bank of Qatar being responsible for all operations, technology, security, robotic process automation, procurement, corporate real estate and administrative services of Commercial Bank of Qatar.
Expertise in specific functional areas	Global Financial Services Operations, Technology & Enterprise Services, Business Transformation, Start-up & Scale-up Leadership, Governance & Risk Management, Regulatory & Industry Engagement, Cross-cultural Stakeholder Management, Social Impact & Skill Development
Skills and capabilities required for the role and manner in which the appointee meets such requirements	The core skills/ competencies required for the Directors in the context of the Company's Business as identified by the Board of Directors of the Company includes Finance, Accounts & Audit, Global Business, Mergers & Acquisition, Governance Risk Management & Compliance, Management & Leadership experience, Information Technology, Cyber Security, Sustainability and ESG.
Terms and conditions of appointment/ re-appointment	Terms and conditions as set out in the explanatory statement
Remuneration last drawn	Not Applicable
Details of remuneration sought to be paid	Sitting Fees and Commission
Number of Equity Shares held in the Company	Nil
Number of meetings of the Board attended during the FY 2025-26	Not Applicable
Directorships held in other companies (excluding Foreign Companies)	1. M/s JOBCORP SOLUTIONS PRIVATE LIMITED 2. M/s JOBSKILLS SOLUTIONS PRIVATE LIMITED
Memberships/Chairpersonships of committees of other companies	Nil
Listed Entities from which he has resigned as Director in past 3 years	Nil
Relationship with other Directors and KMP of the Company	Nil

VOTING THROUGH ELECTRONIC MEANS

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting facility provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice.

The instructions for e-voting are given herein below.

The e-voting period commences on Monday, August 3, 2026 (9:00 a.m. IST) and ends on Thursday, August 6, 2026 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Friday, July 31, 2026 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing from Monday, August 3, 2026 to Thursday, August 6, 2026 or e-voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

The Board of Directors have appointed Mr. V. Suresh, (Memb No. 2969 & CP No. 6032) and failing him, Mr. Udaya Kumar K R, (Memb no 11533 & CP no. 21973) Partners of V Suresh Associates, Practising Company Secretaries, Chennai as the Scrutinizers of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

The details of the process and manner for remote e-voting and joining the AGM are explained in Annexure B of this Notice.

ANNEXURE-B

Instructions for remote e-voting and access to the 27th Annual General Meeting (AGM)

For ease of understanding, the Members may refer the chart for e-voting annexed to this Notice.

Members are requested to follow the instructions given below to cast their vote through e-voting and to access the Video Conference facility at the AGM:

A. The remote e-voting period begins on Monday, August 3, 2026, at 9:00 a.m. (IST) and ends on Thursday, August 6, 2026 at 5:00 p.m. (IST). During this period, shareholders holding shares either in physical form or in dematerialized form as on the 'Cut-off date' i.e. Friday, July 31, 2026 may cast their vote electronically by logging to NSDL website at https:// www.evoting.nsdl.com/ The e-voting module shall be disabled by NSDL for voting thereafter.

B. Detailed steps on the process and manner for remote e-voting/e-voting at the AGM and to access the VC facility at the AGM, is given below:

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

Type of shareholders	Login Method
	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 held 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. **NSDL Mobile App is available on** App Store Google Play
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 use 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 Forget User ID and Forget Password option available at 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 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 e-services i.e. IDeAS, you can log-in at https://eservices.nsdl.com/ with your existing IDeAS login. Once you log-in to NSDL e-services 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 use 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 e-mail 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 the steps mentioned below which outlines the process for those shareholders whose email Id. is 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 vote 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 the Annual General Meeting on NSDL e-Voting system

How to cast your vote electronically 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 AGM is in active status.

2. Select "EVEN" of the 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 the appropriate option 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. Members can attend the AGM through VC/OAVM after following the steps for Login as outlined above. After successful Login, Members will be able to see the VC/OAVM link placed under Join Meeting menu against the Company's name. Members are requested to click on the VC/OAVM link placed under Join Meeting menu.

2. 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 vsassociates16@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders can also upload the Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

3. 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 after 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.

4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available in the download section of www.evoting.nsdl.com or call on 022 - 48867000 or send a request to NSDL at evoting@nsdl.com

Process for those shareholders whose e-mail id is not registered with the depositories to procure user id and password and registration of e-mail id for e-Voting for the resolutions set out in this notice:

1. In case shares are held in demat mode, please provide DP Id.-Client Id. (DPId. + Client Id.), name, client master or copy of Consolidated Account Statement, PAN (self attested scan copy of PAN card), Aadhaar (self attested scan copy of Aadhaar Card) to investor@cameoindia.com;

   If you are an individual shareholder holding securities in demat mode, please refer to the login method explained at Step 1 (A) i.e. Login method for e-Voting for individual shareholders holding securities in demat mode.

   If you are a non-individual shareholder holding securities in demat mode, please refer to the login method explained at Step 1 (B) i.e. Login method for e-Voting for non-individual shareholders holding securities in demat mode.

2. In case shares are held in physical mode please provide Folio No., name of shareholder, scan copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), Aadhaar (self attested scan copy of Aadhaar Card) by email to investor@cameoindia.com;

   If you are an Individual shareholder holding securities in physical mode, please refer to the login method explained at Step 1 (B) i.e. login method for e-Voting for individual shareholders holding securities in physical mode.

3. Alternatively, shareholder 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.

Instructions for e-voting for individual shareholders holding securities in Dematerialized mode

NSDL

(A) One-Time Password ("OTP") based login

1. Click on the following website https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp.
2. Enter 8-character DP ID, 8-digit Client ID, PAN and Verification code given on screen
3. Click on Generate OTP
4. Enter OTP and click on login
5. Click on "e-vote" in action tab

(B) Shareholders registered on "IDeAS" facility

1. Click on the following website https://eservices.nsdl.com
2. Under "IDeAS" section click on "Beneficial Owner"
3. Enter existing User ID, Password and Verification code given on the screen or check "How to retrieve initial password?"
4. Post authentication, click on "Login

(C) Shareholders not registered on "IDeAS" facility

1. Click on the following website https://eservices.nsdl.com
2. Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code given on screen and click on submit
3. Enter last 4 digits of your bank account or generate 'OTP'. Complete the registration process and follow the steps under (B)
4. Click on the Company name or e-voting service provider NSDL, it will redirect to NSDL e-voting website

(D) Voting through e-voting website

1. Click on the following website https://www.evoting.nsdl.com/
2. Click on "Login" under "Shareholder/ Member" section
3. Enter User ID (16 digit demat account no. held with NSDL), Password/ OTP and Verification code as given on the screen
4. Post login it will be redirected to the e-voting page of NSDL website

CDSL

(A) Shareholders registered on Easi/Easiest facility

1. Click on the following website https://web.cdslindia.com/myeasitoken/Home/Login existing User name and Password, click on "Login"
2. Enter OTP received on registered Email address and Mobile no.
3. Click on e-voting option, it will be redirected to e-voting page

(B) Shareholders not registered on Easi/Easiest facility

1. Click on the following website https://web.cdslindia.com/myeasitoken/Home/Login
2. Click on registration option "Easi/Easiest"
3. Post registration, follow the steps given in point 1 to 3 under (A)

(C) Access e-voting page without Login to Easi/ Easiest facility

1. Click on the following website https://evoting.cdslindia.com/Evoting/EvotingLogin
2. Enter BO ID (i.e., Demat Account No.) and PAN
3. OTP will be received on registered Mobile No. and Email address
4. Post successful authentication e-voting option will be available

Login through Depository Participant ("DP")

1. Use login credentials of your Demat account through your DP registered with NSDL/ CDSL for e-voting facility
2. Click on e-voting option
3. It will be redirected to NSDL/CDSL (Depositories) website where e-voting option is available


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