

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF TSR Darashaw HR Services Private Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Standalone financial statements of **TSR Darashaw HR Services Private Limited** ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity, the Standalone Statement of Cash Flows for the year ended on that date, and notes to the Standalone Financial Statements including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit and other 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 ("SA's") specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those SA's 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

Information other than Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of other information. The other information, comprising the information included in the Company's Board report including Annexure to the Board's Report but does not include the standalone financial statements and our auditor's report thereon, 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 we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information 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 reports containing other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions, if required. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("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, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (IND AS) specified under section 133 of the Act. 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 the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for Audit of 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 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 Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

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

Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, based on our audit, we report, to the extent applicable that.
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2(i) (vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - c. The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Cash Flow, the Standalone 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 Indian Accounting Standards specified under section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on 31st March, 2026 and 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal controls over financial reporting.
 - g. The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under Section 143(3)(b) and paragraph (i)(vi) below on reporting under Rule 11(g);
 - h. With respect to the other matters to be included in the Auditor's Report pursuant to 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, there is no remuneration paid by the Company to its directors during the year in accordance with the provisions of section 197 of the Act.

- i. 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:
 - i. The Company does not have any pending litigations as on March 31, 2026 which will impact its financial position in its standalone financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts as on March 31, 2026.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv.
 - (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
 - v. As per the information and explanation provided by the Company, the Company has not declared or paid any dividend during the year.
 - vi. Based on our examination on test check basis for the financial year ended March 31, 2026, the audit trail feature in the Company's accounting software was operational only for part of the year due to migration to a new cloud-based SaaS application during the year. Subsequent to the migration, the audit trail feature was enabled for changes to and deletion of transactions; however, it was not enabled for creation of master data. Further, as the cloud infrastructure is managed by a third-party service provider, the independent SOC 1

Type 2 report obtained by the Company does not specifically confirm whether audit trails at the database level were enabled to capture direct database changes. Accordingly, we are unable to comment on the completeness of audit trail logging at the database level.

During the course of our audit, we did not come across any instance of the audit trail feature being tampered with in respect of the accounting software for which the audit trail feature was enabled. Additionally, the audit trail has been preserved by the Company for the prior year in accordance with the statutory requirements for record retention, to the extent that the audit trail feature was enabled and recorded.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For Manian and Rao
Chartered Accountants
FRN: 001983S

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Paresh Daga
Partner
Membership No:211468

Place: Bengaluru
Date: May 20, 2026
UDIN: 26211468ULFIVX9160

Annexure A

Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of TSR Darashaw HR Services Private Limited

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 over financial reporting with reference to Standalone Financial Statements of **TSR Darashaw HR Services Private Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's and Board of Directors Responsibility for Internal Financial Controls

The Company's management and board of directors are responsible for establishing and maintaining internal financial controls based on the internal financial control with reference to the aforesaid Standalone Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 Companies Act, 2013 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to the aforesaid Standalone Financial Statements. 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 were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, 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 Company's internal financial controls system with reference to the aforesaid Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

A Company's internal financial control with reference to Standalone Financial Statements 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 Standalone Financial Statements includes those policies and procedures that:

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Standalone Financial Statements to future periods are subject to the risk that the internal financial control with reference to Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to Standalone Financial Statements and such internal financial controls were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to Standalone Financial Statements 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 ICAI.

For Manian and Rao
Chartered Accountants
FRN: 001983S

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Paresh Daga
Partner
Membership No:211468

Place: Bengaluru
Date: May 20, 2026
UDIN: 26211468ULFIVX9160

Annexure B to the Independent Auditor's Report on the Standalone Financial Statements of TSR Darashaw HR Services Private Limited for the year ended 31 March 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements section of our report of even date)

- i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - a.
 - A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - B. The Company has maintained proper records showing full particulars of intangible assets.
 - 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 a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
 - c. According to the information and explanations given to us, the Company does not have any immovable properties of freehold or leasehold land and building and hence reporting under paragraph 3 (i)(c) of the Order is not applicable.
 - d. 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 revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Hence reporting under paragraph 3(i)(d) of the Order is not applicable.
 - e. According to the information and explanations given to us ,the company does not have any immovable properties and hence reporting under paragraph 3(i)(e) of the Order is not applicable.
- ii)
 - a) The The Company is in the business of providing Payroll Processing services. Accordingly, it does not hold any physical inventories. Thus, reporting on paragraph 3(ii)(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, at any point of time of the year, the company has not been sanctioned any working capital limits, from banks or financial institutions and hence reporting under clause 3(ii)(b) of the order is not applicable.
- iii) According to the information and explanations given to us and on the basis of our examination of the records of the company, during the year, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties covered in the register maintained under section 189 of the Act. Hence reporting on paragraph 3(iii) (a) to (f) of the Order are not applicable.

- iv)** According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not provided any guarantee or Loans and security as specified under Section 186 of the Companies Act, 2013 ("the Act"). In respect of investments made by the Company, in our opinion the provisions of Section 185 and 186 of the Companies Act, 2013 ("the Act") have been complied with.
- v)** As per the explanation and information provided, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- vi)** As per Information and explanations given to us, the Central Government has not prescribed maintenance of cost records under Section 148(1) of the Companies Act 2013, for the Company. Therefore, the reporting under paragraph 3(vi) of the Order does not arise.
- vii)**
 - 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 is generally regular in depositing undisputed statutory dues including Goods and Service Tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, and other material statutory dues, applicable to it, with the appropriate authorities. According to the information and explanations given to us, there were no outstanding statutory dues as on the date of Balance Sheet for a period of more than six months from the date they became payable.
 - b.** According the information and explanations given to us there are no dues of duty of customs, sales tax, duty of excise, service tax, Goods and Services tax and value added tax which have not been deposited with the appropriate authorities on account of any dispute.
- 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 defaulted in repayment of loans or in the payment of interest thereon to any lender.
 - 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 been declared a wilful defaulter by any bank or financial institution or government or government authority.
 - c.** 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 availed any term loan and hence reporting under this sub-clause is not applicable.
 - d.** According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that that the Company has not utilized the funds raised on short-term basis towards long term purposes.

- e. On an overall examination of the Standalone Financial Statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- f. The Company does not hold any securities in any company, joint ventures, or associate companies; accordingly, the requirement to report on loans raised on the pledge of such securities as per clause 3(ix)(f) is not applicable.

x)

- a. The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, 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. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi)

- a. Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during year.
- b. According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c. According to the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

xiii) As per the information and explanations given to us and the records of the company examined by us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act. The provisions of Section 177 of the Act are not applicable to the company.

xiv)

- a. The company is not required to have an internal audit system under section 138 of the Companies Act and hence reporting under paragraph 3(xiv)(a), 3(xiv)(b) of the Order is not applicable.

xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

xvi)

- a. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- b. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- c. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- d. According to the information and explanations provided to us, the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core Investment Company as part of its group. Accordingly, the provisions stated under clause 3(xvi)(d) of the order are not applicable to the Company.

xvii) The Company has not incurred cash losses in the current financial year and immediately preceding financial year respectively.

xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the order is not applicable.

xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx) According to the information and explanations In our opinion, the Company is not required to comply with section 135 (5) & (6) of the Act, and hence reporting under paragraph 3 (xx)(a) & (b) of the Order is not applicable

xxi) According to the information and explanations given to us during the course of the audit, the company is not required to prepare consolidated financial statement, hence reporting under paragraph 3(xxi) of the Order is not applicable.

For Manian and Rao
Chartered Accountants
FRN: 001983S

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Paresh Daga
Partner
Membership No:211468

Place: Bangalore
Date: May 20, 2026
UDIN: 26211468ULFIVX9160

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Standalone Balance Sheet as at 31 March 2026

CIN: U74999MH2018PTC308390

(All amounts in Rs. lakhs, unless otherwise stated)

	Notes	As at	As at
		31 March 2026	31 March 2025
ASSETS		Audited	Audited
Non-current assets			
Property, plant & equipment	4	0.94	1.27
Right of use assets	5	0.00	15.90
Intangible assets	6	8.87	0.90
Deferred tax assets	7	35.40	20.00
Total non-current assets		45.21	38.07
Current assets			
(i) Trade receivables			
a) Billed	9	126.29	128.49
b) Unbilled	9	40.27	50.16
(ii) Cash and cash equivalents	10	52.51	43.12
(iii) Bank balances other than cash and cash equivalents	10	126.63	-
(iv) Other financial assets	11	0.10	0.10
Current tax assets(net)	8	23.92	56.91
Other current assets	12	2.97	-
Total current assets		372.69	278.78
Total assets		417.90	316.85
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	13	1.00	1.00
Other equity	14	184.14	35.12
Total equity		185.14	36.12
LIABILITIES			
Non-current liabilities			
Financial liabilities			
(i) Lease Liabilities	18	-	-
(ii) Other financial liabilities	16	-	-
Provisions	19	106.50	53.63
Total non-current liabilities		106.50	53.63
Current liabilities			
Financial liabilities			
(i) Borrowings	15	-	70.00
(ii) Trade payables	17		
a. total outstanding dues of micro and small enterprises		14.08	28.65
b. total outstanding dues other than (ii) (a) above		49.95	31.69
(iii) Lease Liabilities	18	-	19.43
(iv) Other financial liabilities	16	4.41	31.20
Provisions	19	32.90	15.45
Other current liabilities	20	24.92	30.68
Total current liabilities		126.27	227.10
Total equity and liabilities		232.75	280.73
		417.90	316.85

Summary of material accounting policies 1-3

The accompanying notes are an integral part of the standalone financial statements.

This is the balance sheet referred to in our Audit report.

For Manian & Rao
ICAI Firm Registration Number: 001983S
Chartered Accountants

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Paresh Daga
Partner
Membership Number: 211468

Place: Bangalore
Date: May 20, 2026

For and on behalf of the Board of Directors

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Ramani Dathi
Director
DIN:08296675

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Alaka Chanda
Director
DIN:08856604

Place: Bangalore
Date: May 20, 2026

(All amounts in Rs. lakhs, unless otherwise stated)

Alaka Chanda
Director
DIN:08856604

Place: Bangalore
Date: May 20, 2026

Standalone Statement of Cash Flows for the year ended March 31, 2026

(All amounts in Rs. lakhs, unless otherwise stated)

	As at 31 March 26	As at 31 March 25
	Audited	Audited
<u>Operating activities</u>		
Profit before tax	202.16	113.63
Adjustments to reconcile profit before tax to net cash flows:		
Finance costs	3.81	4.74
Finance Income	(2.18)	(2.29)
Depreciation of property, plant & equipment	0.31	0.41
Amortization of other intangible assets	1.40	0.20
Depreciation of right of use assets	15.90	15.90
Provision for Bad and Doubtful Debt	3.67	0.92
Working capital adjustments		
(Increase)/ Decrease in trade receivables- Billed	(1.48)	20.19
(Increase)/ Decrease in trade receivables- Unbilled	9.89	(50.16)
(Increase)/decrease in other assets	(2.97)	39.28
(Increase)/decrease in other financial assets	-	(0.10)
Increase/(decrease) in trade payables and other financial liabilities	(23.09)	21.32
Increase/(decrease) in other liabilities	(5.75)	3.71
Increase/(decrease) in net employee benefit obligations	70.92	8.24
	272.60	175.99
Income tax paid (including TDS) (net of refund)	(36.14)	(27.08)
Net cash flows from operating activities	236.46	148.92
<u>Investing activities</u>		
Purchase of property, plant and equipment	-	-
Purchase of intangible assets (including Capital work in Progress)	(9.37)	(1.10)
Investment in Fixed Deposit	(126.63)	-
Interest received	2.18	2.29
Net cash flows from / (used in) investing activities	(133.82)	1.19
<u>Financing activities</u>		
Proceeds from /(repayment of) borrowings (net)	(70.00)	(114.00)
Repayment of principal portion of lease liabilities	(19.44)	(16.46)
Finance costs (including of lease liabilities)	(3.81)	(4.74)
Net cash flows from / (used in) financing activities	(93.25)	(135.20)
Net increase in cash and cash equivalents	9.39	14.91
Cash and cash equivalents at the beginning of the year	43.12	28.22
Cash and cash equivalents at the end of the period	52.51	43.12

This is the Cash flow statement referred to in our Audit report.

For Manian & Rao
ICAI Firm Registration Number: 001983S
Chartered Accountants

For and on behalf of the Board of Directors

**PARESH
DAGA**

Paresh Daga
Partner
Membership Number: 211468

**RAMANI
DATHI**

Digitally signed by RAMANI DATHI
DN: cn=RAM, o=TSR DARASHAW HR SERVICES
PRIVATE LIMITED, ou=SERVICES,
2.5.4.20=42586b8db3c110664762118bb5e
0a6c239f6eac711c8125a56b0a45f46f660e,
postalCode=400011, st=Maharashtra,
serialNumber=7f60caaedbb72524c95ac3bf9
916d28ba5cdcd74d3256d5227577d9a87bf
46c, cn=RAMANI DATHI
Date: 2026.05.20 09:36:08 +05'30'

Ramani Dathi
Director
DIN:08296675

ALAKA CHANDA

Alaka Chanda
Director
DIN:08856604

Place: Bangalore
Date: May 20, 2026

Place: Bangalore
Date: May 20, 2026

TSR DARASHAW HR SERVICES PRIVATE LIMITED
Standalone Statement of Changes in Equity for the year ended March 31, 2026
(All amounts in Rs. lakhs, unless otherwise stated)

A. Equity share capital:

Balance as at April 1, 2025	Changes in equity share capital during the year	Balance as at March 31, 2026
1.00	-	1.00

Balance as at April 1, 2024	Changes in equity share capital during the year	Balance as at March 31, 2025
1.00	-	1.00

b. Other equity

Particulars	Attributable to equity holders of the Company		Total other equity
	Capital Reserve (Note no 37)	Retained earnings	Total
As at 1 April 2024	(78.99)	33.25	(45.74)
Profit for the year	-	82.16	82.16
Other comprehensive income/(loss) for the year	-	(1.30)	(1.30)
As at 31 March 2025	(78.99)	114.11	35.12
As at 1 April 2025	(78.99)	114.11	35.12
Profit for the year	-	148.57	148.57
Other comprehensive income for the year	-	0.45	0.45
As at 31 March 2026	(78.99)	263.13	184.14

Summary of material accounting policies 1 to 3

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Manian & Rao
ICAI Firm Registration Number: 001983S
Chartered Accountants
PARESH
DAGA
Paresh Daga
Partner
Membership Number: 211468

For and on behalf of the Board of Directors
RAMANI DATHI
Alakha Chanda
Director
DIN:08296675
Alakha Chanda
Director
DIN:08856604

Place: Bangalore
Date: May 20, 2026

Place: Bangalore
Date: May 20, 2026

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

1 Corporate information

TSR Darashaw HR Services Private Limited is a Payroll Processing Company incorporated on April 23, 2018. The Company currently provide Payroll services' Company has entered into a Business Transfer Agreement dated 01st May, 2023 with TSR Darashaw Limited, holding company to purchase the payroll business of the TSR Darashaw Limited as an undertaking by way of a slump sale on a going concern basis.

The Company and its promoter & shareholders have entered into a Share Purchase agreement dated December 20, 2024, executed with Teamlease Services Limited ("TSL") for transfer of shares of the company to TSL. On December 20, 2024, TSL has acquired 100% of the Share Capital ("First Tranche Sale Shares") from the shareholders of the company, by which the company has become Subsidiary enterprise of TeamLease Services Limited.

The standalone financial statements are approved by the board of directors and authorized for issue in accordance with a resolution of the directors on

This note provides a list of the material accounting policies adopted in the preparation of these standalone Ind AS financial statements. Accounting policies have been consistently applied except where a newly issued Indian Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

2 Basis of preparation

(i) Compliance with Ind AS

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) and the provisions of the Companies Act, 2013 ('the Act') (to the extent notified). read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements. These are company's first Indian Accounting Standard financials and company has followed Indian Accounting Standard 101 for its transition to Ind AS. The standalone Ind AS financial statements are presented in Indian Rupees which is also the Company's functional currency and all amounts have been rounded off to the nearest lakhs, unless otherwise stated.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis and on accrual basis, except for the following:

- a) Certain financial assets and liabilities measured at fair value as explained in the accounting policies below ; and
- b) Defined benefit plans plan assets measured at fair value;

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services as at the date of respective transactions.

2.2 Basis of Measurement

The standalone financial statements have been prepared on a historical cost convention and on an accrual basis, except for the following material items, which have been measured at fair value as required by relevant Ind AS:

- a) The defined benefit liability/(asset) is recognised as the present value of defined benefit obligation;

3 Summary of material accounting policies

3.1 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Advance tax paid is classified as non-current assets.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has considered twelve months as its operating cycle.

3.2 Foreign currency translation

(i) 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, ie, the "functional currency". The standalone financial statements are presented in Indian rupee (INR), which is functional and presentation currency of the Company.

ii) Transactions and balances

Foreign currency transactions are initially recorded by the company at their respective functional currency spot rate at the date the transaction first qualifies for recognition.

- 1) Monetary assets and liabilities denominated in foreign currencies and measured at historical cost are translated at the functional currency spot rates of exchange at the reporting date.
- 2) Exchange differences arising on settlement or translation of monetary items are recognised in the statement of profit and loss in the period in which they arise.

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

3.3 Revenue Recognition

The Company earns its revenues primarily from Payroll processing services is recognized on the basis of services rendered.

Revenue is recognized upon transfer of control of promised services to customers in an amount that reflects the consideration which the company expects to receive in exchange of those services.

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to credit risks.

Contract Assets are recognised when there is an excess of revenue earned over billing on contracts and Unearned/ deferred revenues (contract liabilities) is recognised when there billing is excess of revenues. Deferred revenue are amortized over the terms of the contract.

Use of Significant judgements in revenue recognition:

1) The company's contracts with customers could include promises to transfer multiple services to a customer. The company assesses the services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

2) Judgement is also required to determine the transaction price for the contracts. The company uses judgement to allocate the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct service promised in the contract.

3) The company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The company considers indicators such as how customers consumes benefits as services are rendered or who controls the asset as it is being created or existence of the enforceable right to payment for performance to date and alternate use of such service, transfer of significant risks and rewards to the customers etc.

Revenue from group companies are recognised based on transaction price which is at arm's length

The company disaggregates revenues from contracts with customers by nature of services.

Interest income

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). The EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit or loss.

3.4 Taxes

Income Tax

Income tax expense comprises current tax expense and deferred tax asset or liability during the year. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the company operates and generates taxable income.

Current income tax relating to items not routed through the statement of profit and loss is recognised in other comprehensive income. Current tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred income tax assets and liabilities are recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except for the cases mentioned below:

- ▶ When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- ▶ In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive Income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

3.5 Leases**The Company as a Lessee**

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right of use Assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate.

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of assets (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of assets that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

3.6 Property, plant and equipment

Property, Plant and Equipment and Capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation methods, estimated useful lives

Depreciation is calculated using the Straight Line Method over their estimated useful lives of the property, plant & equipment as prescribed under Part C of Sch II of the act as follows;

Asset	Life in Years
Computers	3
Office equipment's	5

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

3.7 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Internally generated intangibles and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred except for software development cost eligible for capitalisation. The expenditure incurred on software eligible to be capitalized includes cost of employee benefits, hosting charges and other cost directly incurred or attributable towards such software.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

A summary of the policies applied to the Company's intangible assets is, as follows:

Asset	Life in Years
Computer software	3 years

The management of the Company is of the view that the Internally generated software's will be used systematically over its useful life, hence the management has adopted straight line method of amortization for Internally Generated Software's and other intangible assets.

Based on the expected economic benefits, the management believes that the useful lives given above best represents the period over which the management expects to use the 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.

3.8 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that any property, plant & equipment and intangible assets may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

3.9 Allowance for credit losses on receivables and unbilled revenue

The company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The company considered current and anticipated future economic conditions relating to industries the company deals with and the countries where it operates. In calculating expected credit loss, the company has also considered credit reports and other related credit information for its customers to estimate the probability of default in future.

3.10 Financial instruments

A financial instrument is any contract that gives arise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets and financial liabilities are recognised when the Company becomes a party to the contract embodying the related financial instruments. All financial assets, financial liabilities and financial guarantee contracts are initially measured at transaction cost and where such values are different from the fair value, at fair value. 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 and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the consolidated statement of profit and loss. In case of interest free or concession loans / debentures / preference shares given to subsidiaries and associates, the excess of the actual amount of the loan over initial measure at fair value is accounted as an equity investment.

Investment in equity instruments issued by subsidiaries and associates are measured at cost less impairment. Investment in preference shares/ debentures of the subsidiaries are treated as equity instruments if the same are convertible into equity shares or are redeemable out of the proceeds of equity instruments issued for the purpose of redemption of such investments. Investment in preference shares/ debentures not meeting the aforesaid conditions are classified as debt instruments at amortised cost.

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(i) Financial assets

Financial assets at amortised cost

Financial assets are subsequently measured at amortised 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 at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business 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 and loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets at fair value through profit or loss are immediately recognised in statement of profit and loss.

Impairment of financial assets

The company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the financial assets mentioned below:

- Financial assets that are debt instrument and are measured at amortised cost
- Financial assets that are debt instruments and are measured as at FVOCI
- Trade receivables under Ind AS 18

The impairment methodology applied depends on whether there has been a significant increase in credit risk. Details how the company determines whether there has been a significant increase in credit risk is explained in the respective notes.

For the Impairment of trade receivables, the Company choose to apply practical expedient of providing expected credit loss based on provision matrix and does not require the company to track changes in credit risk. Percentage of ECL under provision matrix is determined based on historical data as well as futuristic information.

Derecognition of financial assets

A financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset or retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(ii) Financial Liabilities

Financial liabilities at amortised cost

Financial liabilities are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short term maturity of these instruments.

Financial liabilities at FVTPL

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognised in the profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognised in OCI. These gains/loss are not subsequently transferred to the statement of profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other charge in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit or loss.

Financial liabilities at FVTPL represented by contingent consideration are measured at fair value with all changes recognised in the statement of profit and loss.

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis to realise the assets and settle the liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(iv) Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date.

Fair value hierarchy:

All assets and liabilities for which fair value is measured or disclosed in the 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 —Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 —Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the 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.

3.11 Cash and cash equivalents

Cash and cash equivalent comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

3.12 Employee benefits**Post-employment obligations**

The company operates the following post-employment schemes:

- (a) defined benefit plans - gratuity, and
- (b) defined contribution plans such as provident fund.

Defined benefit plan**Gratuity obligations**

Gratuity, which is a defined benefit plan, is accrued based on an independent actuarial valuation, which is done based on project unit credit method as at the balance sheet date. The Company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur in other comprehensive income and is transferred to retained earnings in the statement of changes in equity in the balance sheet. Such accumulated re-measurements are not reclassified to the statement of profit and loss in subsequent periods.

In addition to the above, the Company recognises its liability in respect of gratuity for associate employees and its right of reimbursement as an asset in accordance with Ind AS 19.

Past service costs are recognised in profit or loss on the earlier of :

- a) The date of the plan amendment or curtailment, and
- b) The date that the company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the standalone statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Defined contribution plan**Contribution to Government Provident Fund**

The Company pays provident fund contributions to publicly administered provident funds as per applicable regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

Compensated absences

The employees of the Company are entitled to be compensated for unavailed leave as per the policy of the Company, the liability in respect of which is provided, based on an actuarial valuation (using the projected unit credit method) at the end of each year. Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits and those expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The company's liability is actuarially determined (using Projected Unit Credit Method) at the end of each year. Actuarial gains/ losses are recognised in the Statement of Profit and Loss in the year in which they arise.

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

3.13 Provisions and contingent liability

Provision

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability

Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation.

A contingent liability also arises in extremely rare cases where there is a liability that cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

3.14 Earnings Per Share (EPS)

Basic EPS is calculated by dividing the profit/loss for the year attributable to equity shareholders of the company by the weighted average number of equity shares outstanding during the year. Diluted EPS is calculated by dividing the profit attributable to equity holders of the parent (after adjusting for convertible preference shares) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

3.15 Significant accounting judgments, estimates and assumptions

The preparation of the Company's standalone financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount which is higher of fair value less costs of disposal and the value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model and the cash flows are derived from the budget for the next five years. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and other post-employment benefit and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rate of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality table in India. The mortality tables tend to change only at interval in response to demographic changes. Further salary increases and gratuity increases are based on expected future inflation rates. Further details about the gratuity obligations are given in Note No. 29.

Useful life of assets considered for depreciation of Property, Plant and Equipment and amortisation of Intangible assets

The charge in respect of periodic depreciation/amortisation is derived after determining an estimate of an asset's expected useful life. The useful lives of Company's assets are determined by management at the time the asset is acquired and reviewed at each financial year end. The lives are based on technical advice, prior asset usage experience and the risk of technological obsolescence.

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer note no. 30 for further disclosures.

Other estimates:

The preparation of financial statements involves estimates and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the Company estimates the probability of collection of accounts receivable by analysing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

3.16 Operating segment

The Board of Directors have been identified as the Chief Operating Decision Maker (CODM) as defined by IND-AS 108, Operating Segment. CODM evaluates the performance of Company and allocated resources based on the analysis of various performance indicators of the Company.

3.17 Recent accounting Pronouncements**A. Amendments effective during the year:**

During the year ended 31 March 2026, the Company has applied the amendments to Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Amendment Rules, effective 1 April 2025. These include amendments to Ind AS 1 relating to classification of liabilities as current or non-current. The Company has evaluated the impact of these amendments and, where applicable, has updated its disclosures. The adoption of these amendments did not have a material impact on the recognition and measurement of amounts in the financial statements.

B. Amendments notified but not yet effective:

The Ministry of Corporate Affairs has notified certain amendments to Ind AS which are effective from 1 April 2026 and have not been early adopted by the Company. These include amendments to Ind AS 21 relating to lack of exchangeability, amendments to Ind AS 12 providing clarifications on deferred tax for specific transactions, and other consequential amendments, where applicable. The Company is in the process of evaluating the impact of these amendments on its financial statements and does not expect them to have a material impact on recognition and measurement; however, they may result in additional disclosures in the financial statements upon adoption.

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

CIN:U74999MH2018PTC308390

(All amounts in Rs. lakhs, unless otherwise stated)

Note 4: Property, plant & equipment**Gross block****As at 1 April 2024**

Add: Additions

Less: Disposals

As at 31 March 2025

Add: Additions

Less: Disposals

As at 31 March 2026**Accumulated depreciation****As at 1 April 2024**

Charge during the year

Add: Additions

Disposals

As at 31 March 2025

Charge during the year

Disposals

As at 31 March 2026**Net block****As at 31 March 2025****As at 31 March 2026****Computers**

15.67

-

-

15.67

-

-

15.67

13.99

0.41

-

14.40

0.31

-

14.71

1.27

0.94**Note 5: Right of use assets****Gross block****As at 1 April 2024**

Additions

Disposals

As at 31 March 2025

Additions

Disposals

As at 31 March 2026**Accumulated depreciation****As at 1 April 2024**

Charge during the year

Disposals

As at 31 March 2025

Charge during the year

Disposals

As at 31 March 2026**Net block****As at 31 March 2025****As at 31 March 2026****Buidlings****47.70**

-

-

47.70

-

-

47.70**15.90**

15.90

-

31.80

15.90

-

47.70**15.90****0.00****Note 6: Intangible assets****Gross Block****As at 1 April 2024**

Add: Additions

Less: Disposals

As at 31 March 2025

Add: Additions

Less: Disposals

As at 31 March 2026**Accumulated depreciation****As at 1 April 2024**

Charge during the year

Add: Additions

Disposals

As at 31 March 2025

Charge during the year

Disposals

As at 31 March 2026**Net block****As at 31 March 2025****As at 31 March 2026****Software**

-

1.10

-

1.10

9.37

-

10.47

-

-

0.20

-

0.20

1.40

-

1.60**0.90****8.87**

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

CIN:U74999MH2018PTC308390

(All amounts in Rs. lakhs, unless otherwise stated)

Financial assets**Note 7: Deferred tax assets (net)**

	31 March 2026	31 March 2025
Deferred Tax Assets	35.40	20.00
	35.40	20.00

Particulars	Provision for bad and doubtful debts	Depreciation on Property, Plant and equipment	Provision for leave encashment and gratuity	Others	Total
1 April 2024	-	(0.09)	14.87	1.03	15.81
Credit/ charge:					
Profit and loss	0.23	(0.09)	2.08	1.54	3.76
Other comprehensive income			0.44		0.44
31 March 2025	0.23	(0.18)	17.39	2.57	20.00
Credit/ charge:					
Profit and loss	0.92	(0.66)	17.85	(2.57)	15.55
Other comprehensive income			(0.15)		(0.15)
31 March 2026	1.16	(0.84)	35.09	(0.00)	35.40

Note 8: Income tax assets

	31 March 2026	31 March 2025
Advance income tax(net of provision for taxation)	23.92	56.91
	23.92	56.91

Income tax expense in the statement of profit and loss consists of:

	31 March 2026	31 March 2025
Current income tax charge	69.14	35.23
Tax credit for earlier years	-	-
Deferred tax credit(net)	(15.55)	(3.76)
Income tax reported in the statement of profit or loss	53.58	31.46

Income tax recognised in other comprehensive income

	31 March 2026	31 March 2025
Deferred tax arising on expense/(income) recognised in other comprehensive income		
Net loss/(gain) on remeasurements of defined benefit plans	(0.15)	0.44
Income tax expense charged to OCI	(0.15)	0.44

The reconciliation between the amount computed by applying the statutory income tax rate to the (loss) before tax and tax (income) / expenses charge is summarised below:

	31 March 2026	31 March 2025
Profit before exceptional item and tax	265.10	113.63
Tax using the Company's domestic tax rate @ 25.167%	66.72	28.60
Tax effect of:		
On Disallowance under Income Tax	2.41	2.88
Others	-	(0.01)
Income tax expense/(income)	69.13	31.46

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

CIN:U74999MH2018PTC308390

(All amounts in Rs. lakhs, unless otherwise stated)

Note 9: Trade receivables

(Unsecured, considered good)

Trade receivables - others

31 March 2026	31 March 2025
126.29	128.49

(Unsecured, credit impaired)

Trade receivables - others

4.59	0.92
------	------

130.88	129.41
---------------	---------------

Allowance for expected credit loss

(4.59)	(0.92)
--------	--------

(4.59)	(0.92)
---------------	---------------

126.29	128.49
---------------	---------------

Trade receivables ageing schedule**As at 31 March 2026**

	Outstanding for following periods from due date of payment					Total
	Current but not due	Less than 6 Months	6 months – 1 year	1-2 years	2-3 years	
Undisputed Trade Receivables – considered good		126.29	-	-	-	126.29
Undisputed Trade receivable – credit impaired	-	-	4.59	-	-	4.59
	-	126.29	4.59	-	-	130.88

b) Trade receivables - Unbilled**As at 31 March 2025**

	Outstanding for following periods from due date of payment					Total
	Current but not due	Less than 6 Months	6 months – 1 year	1-2 years	2-3 years	
Undisputed Trade Receivables – considered good	0.92	127.57	-	-	-	128.49
Undisputed Trade receivable – credit impaired	-	-	0.92	-	-	0.92
	0.92	127.57	0.92	-	-	129.40

b) Trade receivables - Unbilled

50.16

50.16

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

CIN:U74999MH2018PTC308390

(All amounts in Rs. lakhs, unless otherwise stated)

Note 10: Cash and cash equivalents

Balances with banks

- On current accounts

Bank balances other than cash and cash equivalents

Deposits with original maturity less 12 months, remaining maturity of less than 12 months

Less: Amounts disclosed under other current financial assets (Refer note 11)

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

Balances with banks

- On current accounts

Less: Bank overdraft (refer note 15)

31 March 2026	31 March 2025
52.51	43.12
52.51	43.12

126.63	
126.63	-
-	
126.63	-

31 March 2026	31 March 2025
52.51	43.12
52.51	43.12
-	-
52.51	43.12

Note 11: Other financial assets**Current**

(Unsecured, considered good)

Security Deposit

31 March 2026	31 March 2025
0.10	0.10
0.10	0.10

Note 12: Other Current assets**Current**

(Unsecured, considered good)

Prepaid expenses

Advances recoverable in cash/kind

Advance to employees for expenses

31 March 2026	31 March 2025
2.09	-
0.53	-
0.35	-
2.97	-

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

CIN:U74999MH2018PTC308390

(All amounts in Rs. lakhs, unless otherwise stated)

Note 13: Equity share capital

Equity share capital	31 March 2026	31 March 2025
(i) Authorised equity share capital		
10,000 (31 March 2025: 10,000) equity shares of Rs. 10 each.	1.00	1.00
(ii) Issued, subscribed and fully paid-up shares		
10,000 (31 March 2025: 10,000) equity shares of Rs. 10 each.	1.00	1.00
Total Equity Share Capital	1.00	1.00

(iii) Terms/ rights attached to equity shares

The company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Reconciliation of number of equity shares

Equity shares of Rs 10 each fully paid	31 March 2026		31 March 2025	
	Number of Shares	Amount	Number of Shares	Amount
Balance at the beginning of the year	10,000	1.00	10,000	1.00
Issue during the year	-	-	-	-
Balance at the end of the year	10,000.00	1.00	10,000.00	1.00

(iv) Details of shareholders holding more than 5% shares in the Company:

Name of the shareholders	31 March 2026		31 March 2025	
	Numbers	% holding	Numbers	% holding
Equity shares of Rs.10 each fully paid				
TeamLease Services Limited	10,000	100.00%	8,994	89.94%
TSR Darashaw Private Limited	-	-	1,000	10.00%

(v) Details of shares held by promoters

31 March 2026					
	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
TeamLease Services Limited	8,994	1,006	10,000	100.00%	1.00%
Daisy Keki Dinshah Bamanji Mehta (Nominee of TSR Darashaw Private)	6	(6)	-	0.00%	0.00%
TSR Darashaw Private Limited	1,000	(1,000)	-	0.00%	0.00%
As at 31 March 2025					
	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
TeamLease Services Limited	-	8,994	8,994	89.94%	0.90%
Daisy Keki Dinshah Bamanji Mehta (Nominee of TSR Darashaw Private)	1	5	6	0.06%	0.00%
TSR Darashaw Private Limited	9,999	(8,999)	1,000	10.00%	0.10%

Note 14: Other equity

	31 March 2026	31 March 2025
Retained earnings	263.13	114.11
Capital Reserve	(78.99)	(78.99)
	184.14	35.12

* For the movement of other equity, also refer Statement of Changes in Equity

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

CIN:U74999MH2018PTC308390

(All amounts in Rs. lakhs, unless otherwise stated)

Note 15: Borrowings**Current**

Bank OD

Loan from Directors (Refer Note 33)

Loan from Group Companies

	31 March 2026	31 March 2025
Bank OD	-	-
Loan from Directors (Refer Note 33)	-	70.00
Loan from Group Companies	-	-
	-	70.00

Note 16: Other financial liabilities**Current**

Employees benefits payable

Interest Payable

	31 March 2026	31 March 2025
Employees benefits payable	4.41	29.40
Interest Payable	0.00	1.80
	4.41	31.20

Note 17: Trade payables**Current**

Total outstanding dues of micro enterprises and small enterprises ("MSME")

Total outstanding dues of creditors other than micro enterprises and small enterprises

	31 March 2026	31 March 2025
Total outstanding dues of micro enterprises and small enterprises ("MSME")	14.08	28.65
Total outstanding dues of creditors other than micro enterprises and small enterprises	49.95	31.69
	64.03	60.34

Trade payables ageing schedule**As at 31 March 2026**

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Current but not due	Less than 1 year	1-2 years	2-3 years	
(i) MSME	-	-	14.08	-	-	14.08
(i) Other than MSME	44.00	-	5.95	-	-	49.95
	44.00	-	20.03	-	-	64.03

As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Current but not due	Less than 1 year	1-2 years	2-3 years	
(i) MSME	-	-	28.65	-	-	28.65
(i) Other than MSME	-	-	31.69	-	-	31.69
	-	-	60.34	-	-	60.34

Notes:

a) Trade payables are non-interest bearing and are normally settled on 0 to 30 days terms (31 March 2025: 0-30 days).

b) There are no disputed trade payables as at 31 March 2026 and 31 March 2025.

c) For trade payables to related parties refer note 31.

Note 18: Lease Liabilities

	31 March 2026	31 March 2025
Non-Current	-	-
Current	-	19.43
	-	19.43

(a) Movement of Lease Liability

	31 March 2026	31 March 2025
Opening Balance	19.43	35.89
Addition	-	-
Less: Deletion	-	-
Finance cost	0.96	2.74
Lease rental	(20.40)	(19.20)
	(0.00)	19.43

(b) Amounts recognised in the statement of Cash Flow

Particulars	31 March 2026	31 March 2025
Lease payment-principal	20.40	19.20
Lease payment-interest	0.96	2.74
Total cash outflow for lease	21.36	21.94

(c) The future expected minimum lease payments under leases (undiscounted) including interest prepayments are as follows:

Particulars	31 March 2026	31 March 2025
Payable in less than one year	-	20.40
Payable between one and five year	-	-
Payable after five years	-	-
Total undiscounted lease liabilities	-	20.40

(d) Other notes

The weighted average incremental borrowings rate applied to lease liabilities is 9.00% (March 31,2025 is 9.00%)

Note 19: Employee defined benefit liabilities

	31 March 2026	31 March 2025
Non-current		
Employee benefits - Gratuity (Refer Note 29)	79.77	37.74
Employee benefits - Compensated absences	26.73	15.89
	106.50	53.63
Current		
Employee benefits - Gratuity (Refer Note 29)	26.73	10.53
Employee benefits - Compensated absences	6.17	4.93
	32.90	15.45

Note 20: Other current liabilities

	31 March 2026	31 March 2025
GST payable	12.73	15.08
Other statutory dues payable	12.19	10.35
Deferred Revenue	-	5.25
Other liabilities	-	-
	24.92	30.68

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

CIN:U74999MH2018PTC308390

(All amounts in Rs. lakhs, unless otherwise stated)

Note 21: Revenue from operations

Service Charges - Payroll

31 March 2026	31 March 2025
1,075.95	1,010.24
1,075.95	1,010.24

Reconciliation of revenue recognised with contract price

Contract price

-Adjustments

Contract liabilities - Unearned revenue

31 March 2026	31 March 2025
1,075.95	1,010.24
-	5.25

All performance obligations are part of contracts that have an original expected duration of one year or less. All consideration from contract with customers is included in the transaction price.

Note 22: Other income

Interest income on:

on Bank

Income tax refunds

Liabilities/ provisions no longer required written back

Miscellaneous income

31 March 2026	31 March 2025
1.63	
3.81	2.29
-	-
0.50	-
5.94	2.29

Note 23: Employee benefits expense

Salaries, wages and bonus

Gratuity expense

Compensated absences

Contribution to provident and other funds

Staff welfare expenses

31 March 2026	31 March 2025
477.78	449.07
10.06	9.69
2.00	5.72
19.12	19.90
1.53	0.29
510.49	484.67

Note 24: Sub- Contracting expenses

Sub contractor expenses

31 March 2026	31 March 2025
181.64	170.14
181.64	170.14

Note 25: Finance Cost

Interest Expenses

Interest on lease liabilities

31 March 2026	31 March 2025
2.85	2.00
0.96	2.74
3.81	4.74

Note 26: Depreciation and amortisation

Depreciation of property, plant & equipment

Amortization of other intangible assets

Depreciation of right of use assets

31 March 2026	31 March 2025
0.31	0.41
1.40	0.20
15.90	15.90
17.61	16.51

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

CIN:U74999MH2018PTC308390

(All amounts in Rs. lakhs, unless otherwise stated)

Note 27: Other expenses

	31 March 2026	31 March 2025
Job work charges	2.05	1.38
Rates & taxes	1.27	-
Repairs and maintenance		
- Others	8.58	12.41
Insurance	1.65	8.36
Legal and professional fees	62.81	40.73
Auditors' remuneration (Refer the note below)	4.80	4.50
Provision for expected credit loss	3.67	0.92
Travelling and conveyance	-	0.67
Information Technology Expenses	0.84	150.70
Bank Charges	0.02	0.20
Forex loss	0.02	0.01
Business Promotion	13.13	
Miscellaneous expenses	4.39	2.96
	103.24	222.84

Note: Payment to auditors**As auditor (Net of GST)**

	31 March 2026	31 March 2025
Statutory audit fee	3.55	3.50
Tax audit fee	0.50	0.50
Other Fees	0.75	0.50
	4.80	4.50

Note 28: Exceptional items

	31 March 2026	31 March 2025
On Gratuity past service cost (Refer below Note)	49.29	-
On Leave Encashment past service cost (Refer below Note)	13.66	
	62.95	-

Note:

During the year, the Company recognised a one-time exceptional expense of ₹ 62.95 lakhs towards gratuity and leave encashment arising from past service cost pursuant to changes in applicable labour law provisions. This had a corresponding impact on employee benefit expenses and profitability for the year.

Note 29: Earnings per share

The following reflects the deficit and share data used in basic and diluted EPS computation:

	31 March 2026	31 March 2025
Profit/(Loss) attributable to equity shareholders (Rs.)	148.57	82.16
Profit attributable to equity shareholders		
Nominal value of each equity share	10	10
Weighted average number of equity shares outstanding during the year	10,000	10,000
EPS - basic and diluted (Rs.)	1,485.72	821.60

TSR DARASHAW HR SERVICES PRIVATE LIMITED

Notes to the standalone financial statements for the year ended 31 March 2026

CIN:U74999MH2018PTC308390

(All amounts in Rs. lakhs, unless otherwise stated)

Note 30: Employee benefit obligations**(i) Gratuity**

The Company has defined benefit gratuity plan for its employees. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, every employee who has completed 5 years of service are eligible for gratuity on departure at 15 days Wages (last drawn) for each completed year of service. The level of benefits provided depends on the member's length of service and Wages at retirement.

The following table summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan:

Changes in present value of defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows:

Particulars	31 March 2026	31 March 2025
Defined benefit obligation at beginning of the year	48.25	38.42
Transfer in/(out) obligation		
Current service cost	7.13	7.10
Past service cost	49.29	-
Interest cost on defined benefit obligation	2.93	2.59
Benefits paid	-	-
Re-measurements		
Actuarial (gain) / loss arising from changes in demographic assumptions	(2.08)	1.71
Actuarial (gain) / loss arising from changes in financial assumptions	-	1.29
Actuarial (gain) / loss arising from changes in experience adjustments	1.48	(2.05)
Benefits paid	(0.50)	(0.81)
Defined benefit obligation at end of the year	106.50	48.25

	31 March 2026	31 March 2025
Current	26.73	10.53
Non-current	79.77	37.74

Net defined benefit liability/ (assets)

	31 March 2026	31 March 2025
Present value of non-funded obligation	106.50	48.26
Fair value of plan assets	-	-
Net liability	106.50	48.26

Net benefit cost recognised in statement of profit and loss

	31 March 2026	31 March 2025
Current service cost	7.13	7.10
Past service cost	49.29	-
Interest cost on defined benefit obligation	2.93	2.59
Net benefit expense	59.35	9.69

Remeasurement loss/(gains) in other comprehensive income

Particulars	31 March 2026	31 March 2025
Due to change in demographic assumptions	(2.08)	1.71
Due to change in financial assumptions	-	1.29
Due to change in experience adjustments	1.48	(2.05)
Actuarial loss/(gain) recognised in OCI	(0.60)	0.95

The principal assumptions used in determining gratuity benefit obligation are shown below:

	31 March 2026	31 March 2025
Discount rate	7.05%	6.80%
Wages escalation rate	8%	8%
Attrition rate	6 to 12%	6 to 12%
Retirement age	60	60
Mortality tables	Indian Assured Lives Mortality (2012-14) Ult Table	Indian Assured Lives Mortality (2012-14) Ult Table

Note:

1) The estimates of future wages increase, considered in actuarial valuation, takes into account inflation, seniority, parameter and other relevant factors such as supply and demand factors in employment matter.

TSR DARASHAW HR SERVICES PRIVATE LIMITED

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Sensitivity analysis

A quantitative sensitivity analysis for significant assumptions on defined benefit obligation as at 31 March 2026 and 31 March 2025 are as shown below:

	Discount rate		Wages escalation rate	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025
1 % increase	98.84	44.18	111.85	51.96
1 % decrease	115.42	53.08	100.98	44.70

	Attrition rate	
	31 March 2026	31 March 2025
1 % increase	106.73	47.96
1 % decrease	106.19	48.56

The sensitivity analyses above have been determined based on a method that extrapolates the impact of defined benefit obligation as a result of reasonable changes in key assumptions used at the end of the reporting period.

The following payments are expected contributions to the defined benefit plan in future years

	31 March 2026	31 March 2025
Year 1	26.73	10.52
Year 2	6.44	2.69
Year 3	6.17	2.86
Year 4	6.03	2.70
Year 5	5.93	2.62
Next 5 years	36.66	12.72

The weighted average duration of defined benefit obligation at the end of the reporting period is 8.54 years (31 March 2025: 9.29 years)

(ii) Leave Obligation

The leave obligations cover the company's liability for earned leave which are classified as other current and non-current provision for employee benefits. The bifurcation of the current and non-current is based on the past experience of employee's retirement, resignations or on his death on the basis of the wages he would be drawing at the time of his separation from the company

	31 March 2026	31 March 2025
Leave Obligations not expected to be settled within the next 12 months	6.17	4.93
	6.17	4.93

(iii) Defined Contribution Plans

The company also has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic Wages as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expenses recognised during the year towards defined contribution plan is Rs.19.12 lakhs (31 March, 2025 : Rs. 19.90 lakhs).

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Notes to the standalone financial statements for the year ended 31 March 2026

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(All amounts in Rs. lakhs, unless otherwise stated)

Note 31: Fair value measurements**Financial instruments by category and hierarchy**

Particulars	31 March 2026		
	Amortised cost	FVOCI	FVTPL
Financial Assets			
Trade receivables	126.29	-	-
Unbilled Revenue	40.27	-	-
Cash and cash equivalents	52.51	-	-
Bank balances other than cash and cash equivalents	126.63	-	-
Other financial assets	0.10	-	-
Total financial assets	345.80	-	-
Financial liabilities			
Borrowings	-	-	-
Trade payables	64.03	-	-
Lease Liabilities	-	-	-
Other financial liabilities	4.41	-	-
Total financial liabilities	68.44	-	-

Particulars	31 March 2025		
	Amortised cost	FVOCI	FVTPL
Financial Assets			
Trade receivables	128.49	-	-
Unbilled Revenue	50.16	-	-
Cash and cash equivalents	43.12	-	-
Other financial assets	0.10	-	-
Total financial assets	221.87	-	-
Financial liabilities			
Borrowings	70.00	-	-
Trade payables	60.33	-	-
Lease Liabilities	19.43	-	-
Other financial liabilities	31.20	-	-
Total financial liabilities	180.96	-	-

Management has assessed that the fair value of cash and cash equivalents, trade receivables, trade payables, other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included in the amount at which the instruments could be exchanged in a current transaction between fulfilling parties, other than in a forced or liquidation sale.

Fair value hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: This level of hierarchy includes financial assets and liabilities, measured using quoted prices (unadjusted) in active markets. This category consists of investment in mutual funds.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

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Notes to the standalone financial statements for the year ended 31 March 2026
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Note 32: Financial risk management objectives and policies

- i) The Company's board of directors have the overall responsibility of the establishment and oversight of its risks management framework.
- ii) The Company's principal financial liabilities comprise trade and other payables. The Company's principal financial assets include trade and other receivables, cash and cash equivalents and other bank balances that derive directly from its operations.
- iii) The Company's activities exposes it to market risk, liquidity risk and credit risk.
- iv) These risks are identified on a continuous basis and assessed for the impact on the financial performance. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

(a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and foreign currency risk.
Financial instruments affected by market risks include trade receivable and trade payable.

(i) Foreign Currency Risk

Foreign currency risks is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign currency rates. The Company does not have significant foreign currency exposure and hence is not exposed to any significant foreign currency risks.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Company's financial instruments will fluctuate because of changes in market interest rates. The Company does not have significant debt obligation with floating interest rates, hence is not exposed to any significant interest rate risks.

(b) Credit risk

Credit risk is the risk that counterparty will not meet its contractual obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities with banks and financial institutions, loans receivables and other financial instruments.

Trade receivables

With respect to trade receivables/unbilled revenue, the Company has constituted the terms to review the receivables on periodic basis and to take necessary mitigations, wherever required. The Company creates allowance for all unsecured receivables based on lifetime expected credit loss based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix.

Management does not expect any significant loss from non-performance by counterparties on credit granted during the financial year that has not been provided for.

Assets under credit risk

	31-Mar-26	31-Mar-25
Trade receivable	4.59	0.92
Total	4.59	0.92

The following table summarises the changes in the loss allowance measured using ECL:

Particulars	31-Mar-26	31-Mar-25
Opening balance	0.92	-
Amount provided during the year	3.67	0.92
Amount adjusted for bad debts	-	-
Closing provision	4.59	0.92

Financial instrument and cash deposit

Credit risk from balances with the banks and financial institutions and current investment are managed by the Company's treasury team based on the Company's policy. Investment of surplus fund is made only with approved counterparties.
Counterparty credit limits are reviewed by the company periodically and the limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

(c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company monitors its risk of a shortage of funds on a regular basis. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

	0-1 year	1-2 years	2 years and above	Total
As at 31 March 2026				
Loan from Director	-	-	-	-
Lease Liabilities	-	-	-	-
Trade payables	64.03	-	-	64.03
Other financial liabilities	4.41	-	-	4.41
	68.44	-	-	68.44
As at 31 March 2025				
Loan from Director	70.00	-	-	70.00
Lease Liabilities	19.43	-	-	19.43
Trade payables	60.33	-	-	60.33
Other financial liabilities	31.20	-	-	31.20
	180.96	-	-	180.96

Note 33: Capital management

The key objective of the Company's capital management is to ensure that it maintains a stable capital structure with the focus on total equity to uphold investor, creditor and customer confidence and to ensure future development of its business. The Company focused on keeping strong capital base to ensure independence, to ensure sustained growth in business.

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(All amounts in Rs. lakhs, unless otherwise stated)

Related party disclosures**(i) List of related parties and relationship:**

Description of relationship	Names of the related parties
a) Holding Company	Teamlease Services Limited (w.e.f. December 20,2024) TSR Darashaw Private Limited (Till December 19, 2024)
b)Other related parties:	Darashaw & Company Private Limited (Till November 7, 2025) Darashaw Securities Private Limited (Till November 7, 2025) M/s Baman K. Mehta & Co. (Proprietor, Mr. Baman K. Mehta)(Till November 7, 2025) Crystal HR and Security Solutions Private Limited (w.e.f. 6 January 2025)
c) Key management personnel and their relatives	Mrs. Ramani Dathi Mrs. Alaka Chanda Mrs.Neeti Sharma Darashaw Keki Mehta (Till November 7, 2025) Daisy K. D. B. Mehta (Till November 7, 2025) Baman K. Mehta (Till November 7, 2025)

(ii) Transactions with related parties	31 March 2026	31 March 2025
Loan and advances received		
TeamLease Services Limited	150.00	4.00
Darashaw Keki Mehta	-	-
Loan and advances repaid		
TeamLease Services Limited	150.00	4.00
Darashaw Keki Mehta	0.70	-
Interest paid on loan		
TeamLease Services Limited	2.33	0.00
Darashaw Keki Mehta	0.51	2.00
Consultancy/services charges paid		
TeamLease Services Limited	45.34	-
Teamlease Digital Private limited	1.20	-
Crystal HR and Security Solutions Private Limited	2.63	-
Revenue From Operations		
Darashaw & Company Private Limited	1.72	3.36
Darashaw Securities Private Limited	0.01	0.02
Baman Mehta & Co. (Proprietorship)	-	-

(iii) Outstanding balances as at 31st March 2026

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

	31 March 2026	31 March 2025
Loan and advances payable		
Loan from Directors	-	70.00
Interest Payable		
Loan from Directors	-	2.00
Sundry Creditors		
TeamLease Services Limited	11.32	-
Teamlease Digital Private limited	1.29	-
Crystal HR and Security Solutions Private Limited	2.63	-
Unbilled Revenue		
Darashaw & Company Private Limited	-	0.30
Darashaw Securities Private Limited	-	0.00

Note 35: Contingent Liabilities

There are no reportable contingent liability.

Note 36: Commitments**(a) Capital commitments**

Estimated amount of contracts remaining to be executed on capital account and not provided for as at:

	31 March 2026	31 March 2025
Property, plant and equipment	-	-

Note 37: Details of dues to micro enterprises and small enterprises as defined under the Micro, Small and Medium Enterprises Development ('MSMED') Act, 2006

Based on the information available with the Company, there is one supplier who is registered as micro or medium enterprises under The Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2025.

	31 March 2026	31 March 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the		
-Principal amount due to micro and small enterprises	14.08	28.65
-Interest due on above	-	-
	14.08	28.65
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the 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 the MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years,	-	-

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Note 38: Ratio Analysis and its elements

Ratio	Numerator	Denominator	31-Mar-26	31-Mar-25	% change	Reason for variance
Current ratio (in times)	Total Current Assets	Total Current Liabilities	2.95	1.23	140.43%	Increase is due to increase in trade receivables
Debt- Equity Ratio (in times)	Total Debt which consists of borrowings and lease liabilities.	Total equity	-	2.48	-100.00%	No debt outstanding during the current year / improvement in net worth position.
Debt Service Coverage ratio (in times)	Earnings for debt service = Net profit before taxes + Non-cash operating expenses+ Interest + Other non-cash adjustments	Debt service = Interest & Lease Payments + Principal Repayments	9.24	5.63	64%	Increase is mainly due to lower principal repayment of borrowings during the year.
Return on Equity ratio (in %)	Net Profits after taxes – Preference Dividend	Average Total Equity	0.34	NA	NA	Ratio was not reported in previous year due to negative net worth
Trade Receivable Turnover Ratio (in times)	Revenue from operations	Average Trade Receivable	1.56	1.54	1.19%	NA
Trade Payable Turnover Ratio (in times)	Other expenses	Average Trade Payables	0.42	0.93	-55.37%	Decrease indicates longer credit period taken for payment to suppliers
Net Capital Turnover Ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	4.37	19.55	-77.66%	Decrease is due to increase in working capital base compared to previous year
Net Profit ratio (in %)	Net Profit after taxes	Revenue from operations	13.81%	8.13%	69.79%	Increase is due to improved profitability during the year.
Return on Capital Employed (in %)	Profit before tax and finance costs	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	218.06	93.31	133.69%	

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(All amounts in Rs. lakhs, unless otherwise stated)

Note 39: Other Statutory Information**Title Deeds of Immovable Property**

The Company does not hold any immovable property

Revaluation of Property , Plant and Equipment

There are no such revaluation of PPE during the year.

Loans and Advances to related parties

The company has not granted Loans or Advances in the nature of loans to promoters, directors, KMP's and other related parties (as defined under Companies Act, 2013) either severally or jointly with any other person.

Capital Work in progress

There is no capital work in progress

Intangible Assets under development

There are no Intangible Assets under Development

Benami Transactions act

The company hereby confirm that there are no immovable properties in the financial statements held in the name of the company. We confirm that no proceedings have been initiated / are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988.

Borrowings from Banks and Financial Institutions on the basis of security of current assets

The company has not borrowed any funds from Banks and Financial Institutions

Wilful Defaulter

Company has not been declared as wilful defaulter by any banks, FI or any other lenders.

Relationship with Struck off Companies

The company has not under taken any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

Charge details

The Company does not have any charges which is yet to be registered with Registrar of Companies beyond the statutory period.

Compliance with Number of layers of companies

Number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 does not apply to the Company

Scheme of arrangement

There are no such Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 (Corporate Restructuring) of the Companies Act, 2013.

Utilisation of Borrowed Funds

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(ies) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Corporate Social Responsibility

The provision of section 135 of the Companies Act, 2013 read with Schedule VII is not applicable to the Company.

Crypto Currency or Virtual Currency

The Company has not traded or invested in crypto currency or virtual currency during the financial year.

Undisclosed Income

The Company doesn't have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 such as search or survey.

Note 40: Audit Trail

The Ministry of Corporate Affairs (MCA) has prescribed a requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules, 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Company whose financial statements have been audited under the Act have partially complied with the requirements of audit trail for relevant financial transactions in Dynamics 365 Business Central in which the configuration has been enabled in the middle of the financial year. For Master data creation, audit trail has not been enabled, while for modification and deletion the same has been enabled and audit logs are being recorded, Details about the enabling of audit trail feature at the database level to log actions performed directly in the database for the period of the review is not available based on a review of the Independent Service Auditor's report issued as a SOC 1 Type 2. The application and database are on SaaS basis provided by Business Central and hosted on a cloud infrastructure, which retains privileged access to the database with the company having view only access to the database.

Further, no instance of audit trail feature being tampered with was noted in respect of software where this feature has been enabled.

(All amounts in Rs. lakhs, unless otherwise stated)

The figures of the previous periods have been regrouped/reclassified, where necessary, to conform with the current year's classification.

Chartered Accountants

For and on behalf of the Board of Directors

Paresh Daga
Partner
Membership Number: 211468

Place: Bangalore
Date: May 20, 2026

Ramani Dathi
Director
DIN:08296675

Place: Bangalore
Date: May 20, 2026

Alaka Chanda
Director
DIN:08856604