DATAMATICS

WHERE AI MEETS EXECUTION

Technologies | Operations | Experiences

Annual Report 2025-26

WHAT'S INSIDE

Datamatics is a Digital Technologies, Operations, and Experiences company that enables hundreds of global enterprises to go Deep in Digital to enhance their productivity and customer experience to create a sustainable competitive advantage.

With an AI-first approach, we are passionate about creating a future where intelligent systems transform industry norms, propelling enterprises to new heights of efficiency, agility, and customer satisfaction.

Datamatics caters to a diverse global clientele across Banking, Financial Services, Insurance, Manufacturing, Logistics, Retail, and Publishing. The Company has a presence across four continents with significant delivery centres in the USA, United Kingdom, Germany, India, and Philippines.

CONSOLIDATED REVENUE
(₹ in Crores)

1,987

↑ 15.3%

EBIT
(₹ in Crores)

288

↑ 58.7%

WORLDWIDE
Significant Customers

300+

OFFICES
in Countries

6

GLOBAL DELIVERY CENTERS
in Regions

4

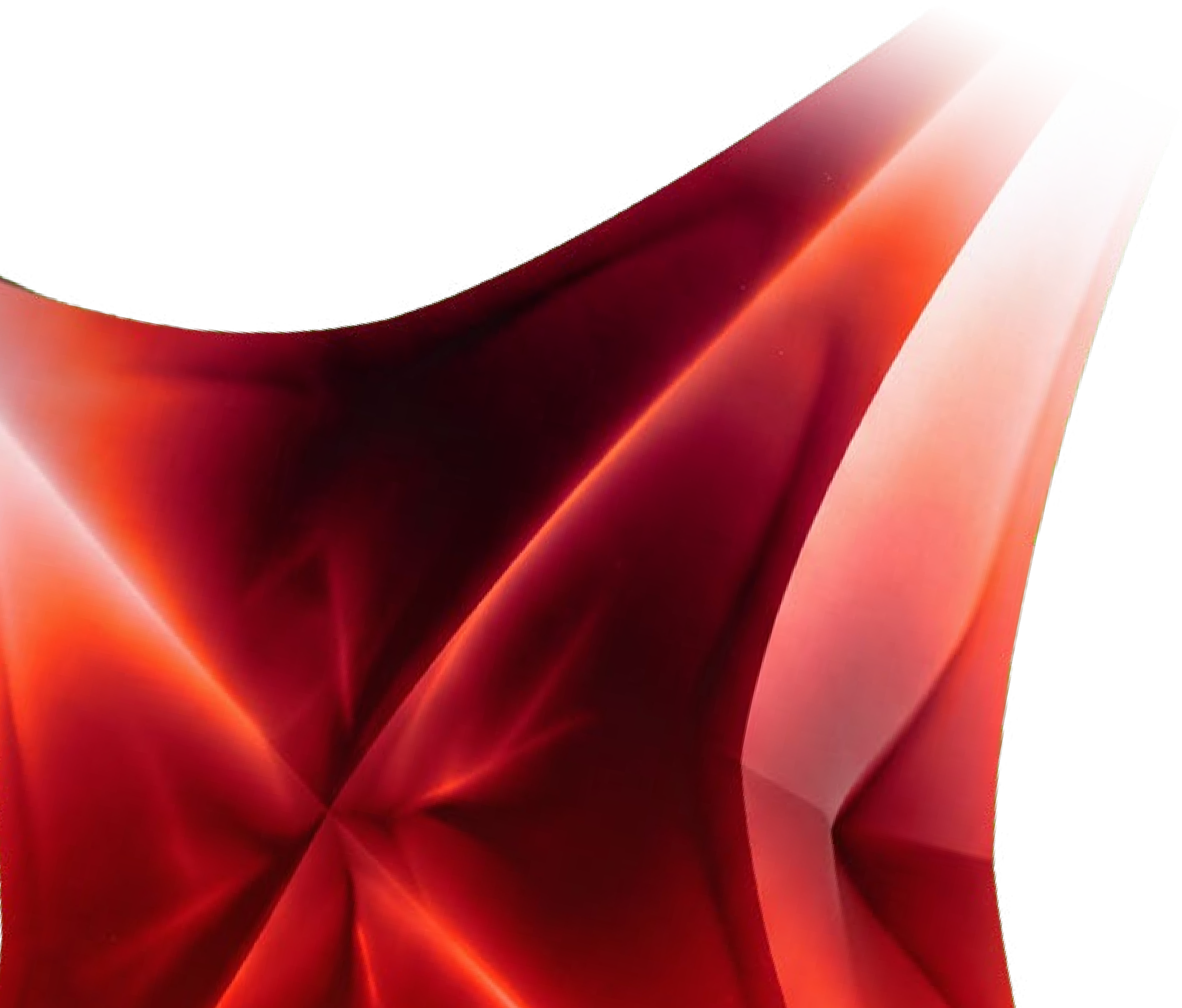
AI MEETS EXECUTION

TRANSFORMING BUSINESS PERFORMANCE

Technology alone doesn't transform businesses; people and execution do. At Datamatics, our innovative minds combine deep domain expertise with cutting-edge technology to solve complex business challenges and deliver measurable benefits. We do not adopt technology for the mere sake of innovation; we apply it strategically where it creates tangible value - accelerating decisions, improving efficiency, enhancing customer experiences, and driving sustainable growth. Every solution we build is guided by a singular purpose: transforming operational performance into long-term enterprise impact.

A few examples illustrate how AI meets execution across our customer engagements. For a leading global logistics provider, Datamatics streamlined finance operations across 88 countries using our AI-powered FINATO platform, delivering end-to-end automation, enhanced compliance, and greater operational agility. In the insurance sector, our TruAI Underwriting platform is helping insurers optimize complex risk assessment - reducing underwriting turnaround time by up to 70%, lowering operational costs by up to 50%, and improving decision accuracy by up to 25% through standardized, data-driven workflows.

When intelligent technology is powered by innovative minds and executed with precision, digital transformation evolves into a meaningful business impact that helps our customers stay ahead in a rapidly changing world.



At a Glance

What we do

We are a global Digital Technologies, Operations and Experiences company. We enable the enterprises to go Deep in Digital to boost their productivity, customer experience, and competitive advantage.

Deep in Digital

+ Technologies
+ Operations
+ Experiences

DATAMATICS IP

TruCap+ TruBot FINATO TruBI TruAI

TRANSFORMING BUSINESSES ACROSS INDUSTRIES

Banking | Financial Services | Insurance | Manufacturing | Logistics | Retail | Publishing

Top revenue contributors by industry (%)

- Education & Publishing - 26%
- Technology & Consulting - 22%
- Banking and Financial Services - 19%
- Manufacturing, Infra & Logistics - 12%
- Not for Profit/Govt. - 9%
- Retail - 9%
- Others - 3%

Top revenue contributors by region (%)

- USA - 54%
- UK & Europe - 22%
- India - 16%
- ROW - 8%

Strategic Focus

When AI and Professionals Transform Businesses

Empowering enterprises with AI-driven solutions that accelerate transformation and deliver measurable business benefits.

At Datamatics, AI continues to be a strategic priority. We are building Agentic AI solutions that deliver measurable business benefits and lasting value. As businesses embrace this intelligent future, we are proud to be a trusted partner on their transformation journey.

Business Drivers

Invest in AI Services	Increasing Market Presence in US and Europe	Strengthen Customer Relationships	Collaboration with Hyperscalers	Industry Focus

Invest in AI Services: Datamatics continues to invest in artificial intelligence, machine learning, and generative AI to expand its AI-led services portfolio and accelerate enterprise transformation. We are embedding AI across operations, platforms, and customer experiences while strengthening responsible AI frameworks. Google Gemini Enterprise AI has been deployed across the organization, empowering teams to build intelligent agents and drive innovation. TruAI, our enterprise AI suite for agentic automation, powers complex decision-making, with TruAI Underwriting as its first industry solution. We continue to develop intelligent AI Agents to deliver contextual, autonomous support across business functions.

Increasing market presence in US And Europe: Datamatics is strengthening its presence in the United States and Europe, the largest and fastest-growing markets for digital transformation, AI, and automation services. By expanding local sales, solutioning, and delivery capabilities, the Company is enhancing customer proximity, accelerating deal velocity, deepening relationships with enterprise clients, and driving sustainable, diversified revenue growth across high-value markets.

Strengthen Customer Relationships: Datamatics is strengthening long-term client relationships by evolving from project-based engagements to strategic, outcome-driven partnerships. By aligning solutions with customer business objectives, the Company is enhancing client value, increasing account stickiness, and expanding cross-sell and up-sell opportunities across Digital Technologies, Digital Operations, and Digital Experiences.

Collaboration with Hyperscalers: Strategic partnerships with leading Hyperscalers such as Microsoft, Google, and Salesforce are central to Datamatics' go-to-market strategy. These alliances enable the Company to co-create industry-specific solutions, accelerate AI adoption for clients, and access joint sales and innovation ecosystems.

Industry Focus: Datamatics is strengthening its focus on high-growth industries, including Banking & Financial Services, Insurance, Manufacturing, and Logistics, where investments in AI, automation, and digital transformation continue to accelerate. By combining deep domain expertise with AI-led solutions and platforms, the Company is well-positioned to address evolving customer needs, deliver industry-specific innovation, and drive sustainable, long-term growth across these strategic sectors.

Business Overview

Deep in Digital with AI-first Approach

Datamatics is well-positioned to support enterprises with an AI-first approach by providing end-to-end digital solutions that help improve productivity, elevate customer experiences, and enhance competitiveness. We see strong growth opportunities in areas such as intelligent process automation, AI-powered analytics, digital experience management, and content digitization. To remain at the forefront of this transformation, we continue to expand our capabilities across Digital Technologies, Digital Operations, and Digital Experiences, investing in cutting-edge tools and best practices to help our clients go Deep in Digital.

DIGITAL TECHNOLOGIES

- **Artificial Intelligence**
- **Cloud**
- **Data**
- **Applications**
- **Hyperautomation**
- **CRM**
- **Testing**
- **Mobility**
- **Managed Services**

The global IT services market is projected to maintain steady momentum, with total spend estimated at approximately US$ 1.65–1.87 trillion in 2026, growing at a CAGR of 9.0%. Enterprise priorities continue to center around high-impact service areas such as enterprise application services, custom application development, cloud services, cybersecurity, and data, analytics, and AI, reflecting a broader shift toward intelligent, platform-driven operations and resilience.

Datamatics' Digital Technologies business continues to advance its AI-first strategy, enabling enterprises to modernize core systems, harness data, and deliver measurable business benefits at scale. Digital Technologies is evolving towards an AI-native, platform-led model, moving beyond traditional services to outcome-driven transformation. The business delivers end-to-end enterprise transformation, enhancing customer experience in the front office, enabling data-driven intelligence in the mid-office, and driving efficiency in the back office through automation and agentic solutions. A key differentiator is Datamatics' AI and Agentic Centre of Excellence, supported by its proprietary KAi suite (KAiBRE, KAiSDLC, KAiTest, KAiData, KAiCloud, KAiVision), enabling faster time-to-value and improved productivity.

Datamatics continues to strengthen partnerships with Microsoft, Google, and Salesforce, delivering cloud-native, AI-integrated solutions aligned with evolving enterprise needs.

Source: Gartner IT spending forecast 2026 and Everest Group

> Datamatics acts as a key partner in our journey. They look to solve a business problem and not just provide a technical solution. The have helped us scale by learning our processes and this is what sets Datamatics apart. Datamatics will continue to be our valued partner in our digital transformation journey.
>
> **Head of Intelligent Automation Centre of Excellence**
> Leading American logistics and Transportation Company

DIGITAL TECHNOLOGIES: FY2025-26 PERFORMANCE HIGHLIGHTS

REVENUE (` in Crores) 626.51

REVENUE CONTRIBUTION (in %) 32

EBIT MARGIN (in %) 9.7

DIGITAL OPERATIONS

- Finance and Accounting
- Banking Process Management
- Insurance Process Management
- Healthcare Process Management
- Digital Content

The global Business Process Services (BPS) market continues to expand, with Finance & Accounting Outsourcing (FAO) remaining one of its fastest-growing segments, driven by increasing enterprise demand for digital transformation, automation, and AI-enabled operations.

Datamatics launched TruAI Underwriting, an agentic AI-powered solution that streamlines insurance underwriting by enabling faster, more consistent, and accurate assessment of financial and medical risks. The solution is gaining traction across multiple markets.

Datamatics' digital operations are anchored by FINATO, its AI-powered finance transformation platform that automates procure-to-pay, order-to-cash, and record-to-report processes. The platform is evolving into a modular, AI-first, agentic solution with intelligent agents configured around customer-specific policies and workflows.

Lumina Datamatics is transforming content operations through AI-powered workflows and personalized digital content experiences. Its acquisition of TNQTech strengthens its technology capabilities in scientific publishing and AI-led content enrichment.

Source: Everest Group & Nasscom

> "Since working with Datamatics, they really have helped us challenge our internal processes and deepen our understanding of the underlying Procure-to-Pay processes."
>
> **Finance Transformation Director**
> A leading global aerospace supply chain solutions provider

DIGITAL OPERATIONS : FY2025-26 PERFORMANCE HIGHLIGHTS

REVENUE (` in Crores) 1101.41	**REVENUE CONTRIBUTION** (in %) 55	**EBIT MARGIN** (in %) 18.7

DIGITAL EXPERIENCES

- Customer Management Solutions
- Digital Proctoring

The global contact center market continues to expand, driven by rapid adoption of AI-powered customer engagement. Organizations are transitioning from omnichannel support to AI-first models, where intelligent systems automate interactions, optimize workflows, and enhance agent productivity.

Datamatics' Digital Experiences solution combines Digital, AI, and Analytics to deliver seamless omnichannel customer engagement. Its AI-first framework transforms contact centers into modern CX Command Centres, enhancing customer satisfaction and brand loyalty.

The solution integrates omnichannel capabilities, AI-powered case management, Agent Assist, next-best-action recommendations, analytics, voice of customer insights, and OpenAI integration. By enabling self-service, hyper-personalization, and lower total cost of ownership, it delivers superior experiences for both customers and agents.

> "Our goal is to continuously enhance customer service for our clients. We are confident that our partnership with Datamatics will deliver transformational value."
>
> **Managing Partner**
> A leading global travel services provider

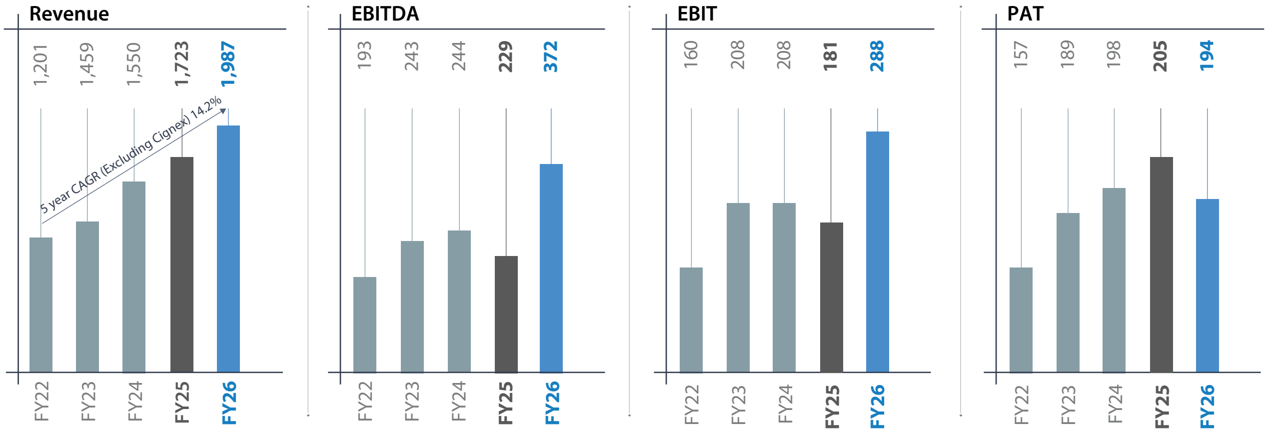
DIGITAL EXPERIENCES: FY2025-26 PERFORMANCE HIGHLIGHTS

REVENUE (` in Crores) 259.23	**REVENUE CONTRIBUTION** (in %) 13	**EBIT MARGIN** (in %) 7.9

Key Performance Indicators

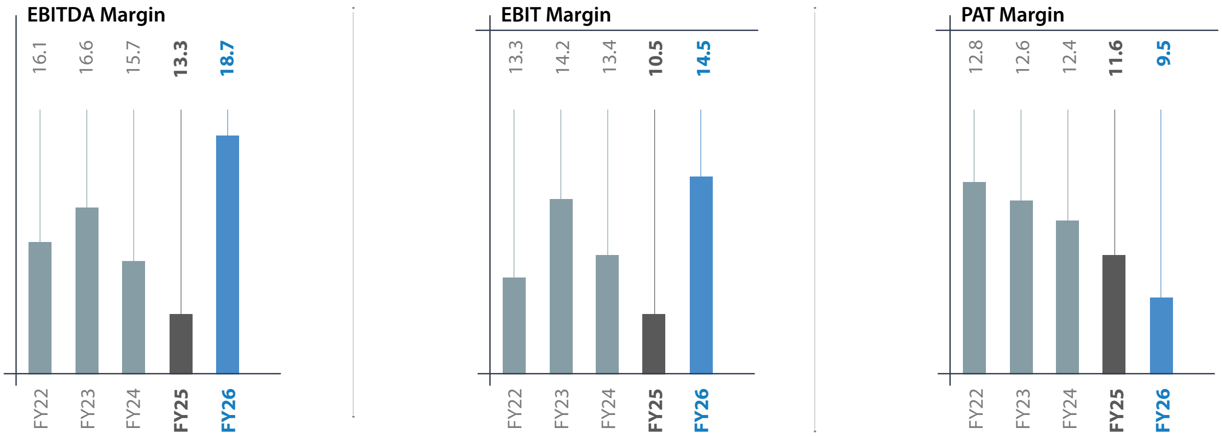
Robust revenues and margins

Business Perfomance (₹ in Crores)



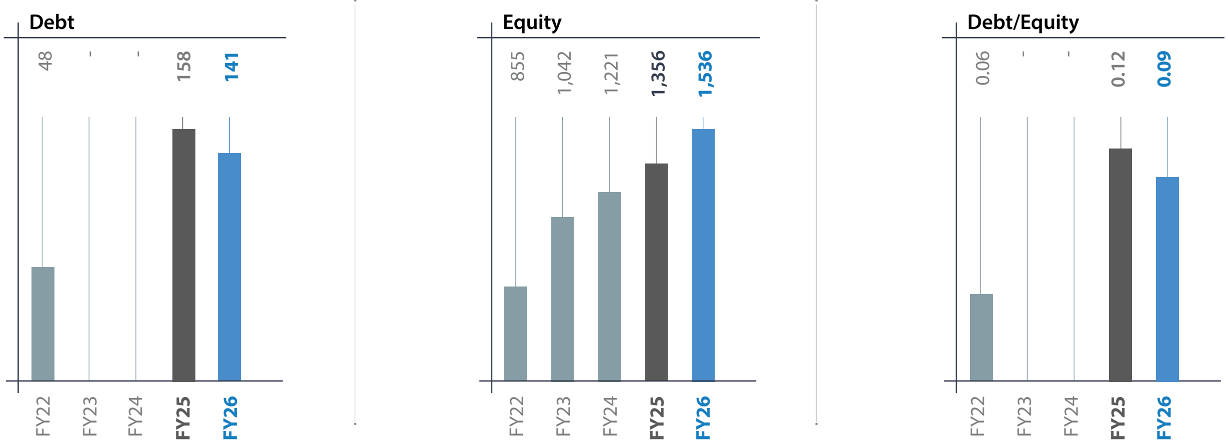
Note: EBIT excluding Other Income
PAT after Non-controlling Interest

Margins (in %)

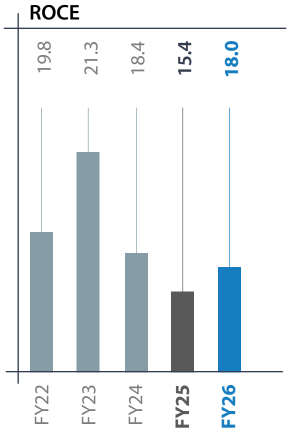


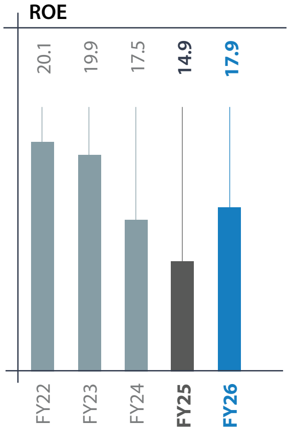
Note: EBIT excluding Other Income
PAT before Non-controlling Interest

Healthy balance sheet (₹ in Crores)

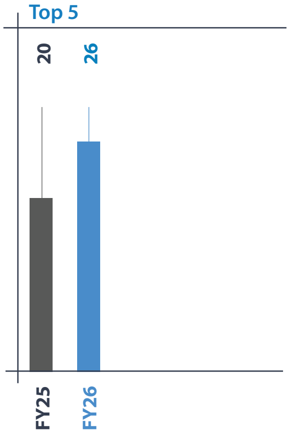


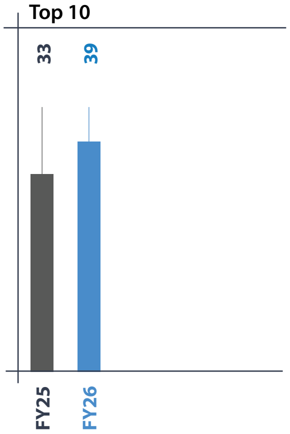
Return on Capital Employed/Equity Ratio (In Cr.)

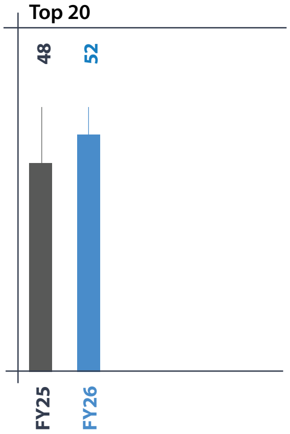




Client concentration (in %)







Chairman's Message

Dr. Lalit S. Kanodia
Founder and Chairman

"We have navigated another year of resilience, strategic progress, and sustainable growth at Datamatics. Through an evolving global economic environment, your Company has demonstrated an unwavering commitment to enterprise value creation."

Dear Shareholders,

We have navigated another year of resilience, strategic progress, and sustainable growth at Datamatics. Through an evolving global economic environment, your Company has demonstrated an unwavering commitment to enterprise value creation.

According to the International Monetary Fund's World Economic Outlook (July 2026), global economic activity growth is projected at 3.0% in 2026. Against this macroeconomic backdrop, Datamatics delivered strong financial results. On a consolidated basis, your Company achieved total revenue from operations of ₹1,987.2 crores, marking a healthy year-on-year growth of 15.3%. We also delivered an EBITDA margin of 18.7%, underscoring our balance sheet strength and operational discipline.

The long-term outlook for the technology industry remains robust. As enterprises continue to invest in AI-led transformation, application modernization, intelligent automation, and customer experience, the outsourced global IT services market is expected to grow at 9% to reach US$790 billion in CY 2026, while the outsourced business process services market is projected to grow at 2.5% to reach US$315 billion. The global digital content market is projected to grow at 6% to reach US$170 billion in this period. With sustained investments in innovation, strategic partnerships, and global delivery capabilities, Datamatics is well-positioned to participate in this next wave of technology-led growth.

Excellence and leadership remain at the core of our corporate culture, and I am deeply indebted by the widespread recognition accorded to our leadership and organization this past year. Our Vice Chairman & CEO, Rahul Kanodia, was conferred an Honorary Doctorate by Amity University, Kolkata, and recognized as 'CEO of the Year' at The Business Leader of the Year Awards 2025. Lumina Datamatics continued its stellar track record under the leadership of Sameer Kanodia, who was honored with the 'CEO of the Year® Award' for the second consecutive year, named 'Asia's Leader of the Year', and recognized as a 'Charismatic Business Leader'. Lumina Datamatics further strengthened the Group's reputation with recognitions including Asia's Most Admirable Brand 2025, Great Place to Work® certification for the third consecutive year, the Indo–American Corporate Excellence Award, and inclusion among ET Now's Best Organisations to Work 2025.

As we look forward to driving the next phase of innovation and sustainable growth, I extend my heartfelt gratitude to our customers, shareholders, employees, and partners for their unwavering support and trust in Datamatics.

Yours Sincerely,

Dr. Lalit S. Kanodia

Ph. D. (MIT, USA)
Founder and Chairman

Vice Chairman & CEO's Message

Rahul L. Kanodia
Vice Chairman & Chief Executive Officer

"Artificial Intelligence is the cornerstone of our strategy, and we continue to significantly invest in embedding AI across our operations, platforms, and customer experiences."

Dear Shareholders,

We are entering a new era where artificial intelligence, quantum computing, humanoid bots, autonomous vehicles, and space technology including satellite internet, ecosystems are rapidly moving from experimentation to large-scale real-world adoption. The convergence of these breakthrough technologies is reshaping industries, redefining business models, and accelerating the emergence of intelligent, connected, and autonomous enterprises. Artificial Intelligence is now evolving beyond automation into systems capable of reasoning, learning, decision-making, and autonomous execution. At Datamatics, we believe this shift marks the beginning of the AI-native enterprise era. Guided by an AI-first strategy, we are enabling organizations to navigate complexity, accelerate transformation, and build smart enterprises.

Despite the uncertainties of an uneven global recovery, the fundamental drivers of technological advancement and consumption remain resilient. Against this backdrop, I am pleased to share that your Company delivered another year of robust performance. On a consolidated basis, Datamatics achieved revenue from operations of ₹1,987.2 crores, reflecting a robust year-on-year growth of 15.3%. Most notably, we delivered the highest EBITDA margin in Datamatics' history at 18.7% with total EBITDA standing at ₹371.6 crore, representing 62.1% year-on-year growth.

Artificial Intelligence is the cornerstone of our strategy, and we continue to significantly invest in embedding AI across our operations, platforms, and customer experiences. We have rolled out Google Gemini Enterprise AI across the organization, empowering our teams to build intelligent agents and drive innovation at scale. Our Digital Technologies business, powered by its proprietary KAi suite (KAiBRE, KAiSDLC, KAiTest, KAiData), is enabling faster time-to-value and improved productivity.

Furthermore, our flagship FINATO platform for Finance Transformation is evolving into an AI-first, agentic platform designed to enable autonomous finance operations. We also launched TruAI Underwriting, an agentic AI-based solution built for complex, decision-intensive processes in the insurance sector, which is already seeing strong market traction. We will continue to innovate in the AI space and develop intelligent AI Agents designed to deliver contextual and autonomous support across business functions.

The Digital Content business is seeing robust growth. With the recent acquisition, we also acquired a platform that substantially streamlines our workflows. We continue to invest in strengthening the platform with AI, enabling enterprises to rapidly scale their business. I am happy to share that your company does business with 9 of the top 10 publishers worldwide and is among the top 3 digital content providers.

Our continued innovation has been recognized by leading global analyst firms including Gartner, Everest Group, ISG, NelsonHall, and Avasant across multiple categories spanning AI, Intelligent Automation, Finance & Accounting Outsourcing, and Customer Experience. These recognitions reaffirm the strength of our strategy, and the trust customers place in Datamatics. We were also deeply honored that our Founder and Chairman, Dr. Lalit Kanodia, received the 'Transformational Impact on Industry' award.

At Datamatics, we believe that sustainable business growth must go hand in hand with creating a positive impact on society. Guided by the United Nations Sustainable Development Goals (UNSDGs), our CSR initiatives are focused on three key pillars - enhancing employability, protecting the environment, and strengthening communities. During the year, we expanded the Datamatics Fellowship Program to equip students with industry-ready skills, and continued creating employment opportunities in Tier 3 cities with a focus on women and persons with disabilities. We supported community initiatives spanning environmental conservation, healthcare, disaster relief, and the welfare of underprivileged children and families of armed forces personnel. Across India, Philippines and the USA, the passion and commitment of our employees brought these initiatives to life, reinforcing our culture of compassion, inclusion, and responsible growth.

Looking ahead, we remain optimistic about the growth prospects in the current fiscal year. Your company will continue to focus on key strategic areas, including artificial intelligence, talent development, expansion in key international markets, and investments in technology and research. We are also aligning our solutions more closely with industries such as Banking & Financial Services, Insurance, Manufacturing, and Logistics, combining our deep domain expertise with next-generation technologies to address sector-specific challenges. These initiatives are aligned with the Company's vision to enable customers in their digital transformation journeys and drive sustained long-term growth.

As opportunities across markets broaden, Datamatics is strongly positioned to advance our clients' digital transformation agendas and lead them into the next phase of growth. I would like to take this opportunity to express my deepest gratitude to our customers, partners, employees, and you, our shareholders, for your continued trust and unwavering support.

Yours Sincerely,

Rahul L. Kanodia

Vice Chairman

& Chief Executive Officer

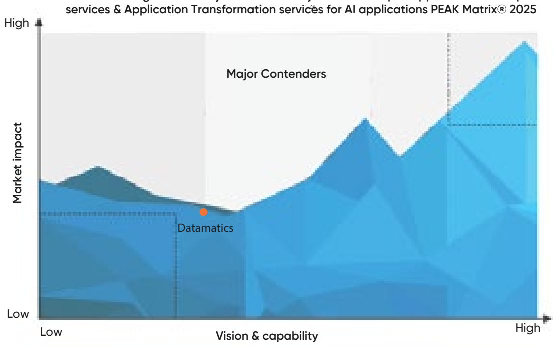
Achievements

Recognition & Awards in FY 2025-26

ANALYST COVERAGE

In FY 2025-26 Datamatics featured in various reports by leading global analysts. Some of the key mentions are as follows:

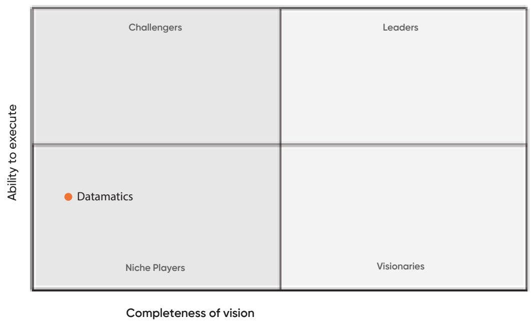
Datamatics recognized as Major contenders by Everest Group in Application Development services & Application Transformation services for AI applications PEAK Matrix® 2025



Digital Technologies

- Everest recognized TruCap+ IDP as 'Major Contenders' in Intelligent Document Processing (IDP) Products PEAK Matrix® Assessments 2026
- Everest Group recognized Datamatics as 'Major Contenders' in Intelligent Process Automation (IPA) Solutions PEAK Matrix® Assessment 2025
- ISG recognized Datamatics as 'Contenders' in Provider Lens™ study Intelligent Enterprise Automation for AIOPS for IT US 2025
- Nelson Hall Recognized Datamatics as Leaders in Gen AI Services category and overall Major Players for Gen AI & Process Automation Banking NEAT Assessment 2025.
- Avasant recognized Datamatics as 'Challengers' in Salesforce Service 2025 Radarview Data Management and Advanced Analytics Services Assessment
- Avasant recognized Datamatics as 'Challengers' Data Management and Advanced Analytics Services 2025 RadarView
- Everest recognized Datamatics as 'Major Contenders' in Data and AI (D&AI) Services for Mid-market Enterprises PEAK Matrix® Assessment 2025
- Everest recognized Datamatics as 'Major Contenders' in Application Development Services for AI Applications PEAK Matrix® Assessment 2025

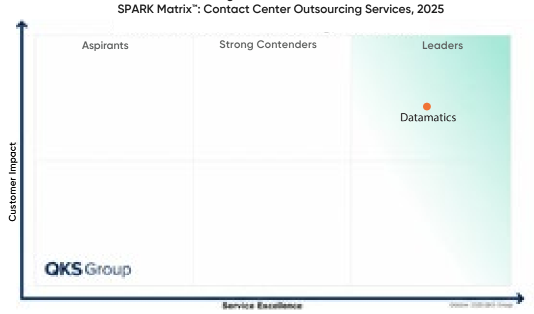
Gartner recognized Datamatics as 'Niche Players' in Magic Quadrant for Finance and Accounting Business Process Outsourcing, 2026



Digital Operations

- Gartner recognized Datamatics as 'Niche Players' in Magic Quadrant for Finance and Accounting Business Process Outsourcing, 2026 for the fourth consecutive year
- Gartner recognized Datamatics in Critical Capabilities for Finance and Accounting Business Process Outsourcing, 2026
- Everest recognized Datamatics as 'Major Contenders' in Finance and Accounting Outsourcing (FAO) PEAK Matrix® Assessment 2025
- ISG recognized Datamatics as 'Product Challengers" in Finance and Accounting Outsourcing Services ISG Provider Lens™ Study, 2025 - Global
- ISG recognized Datamatics as 'Product Challengers' in Global Capability Center (GCC) Services for Optimization and Enhancement 2025 ISG Provider Lens™ Study
- Avasant recognized Datamatics as 'Challengers' in Banking Process Transformation 2025 RadarView
- Everest recognized Datamatics as 'Major Contenders' in "Group Order-to-Cash (O2C) Product PEAK Matrix® Assessment 2025

Quadrant recognized Datamatics as 'Leaders' in SPARK Matrix™: Contact Center Outsourcing Services, 2025



Digital Experiences

- Everest Group recognized Datamatics as "Major Contenders" in PEAK Matrix for Customer Experience Management (CXM) Services, Americas Region PEAK Matrix® Assessment 2025
- ISG recognized Datamatics as 'Product Challengers' in Provider Lens™ study 'Contact Center - Customer Experience Services 2025
- Everest Group recognized Datamatics as "Aspirants" in Customer Experience (CX) Services in Insurance Operations PEAK Matrix® Assessment 2025
- Quadrant recognized Datamatics as 'Leaders' in SPARK Matrix™: Contact Center Outsourcing Services, 2025

AWARDS AND ACHIEVEMENTS

Datamatics also received awards from industry bodies for its solutions.

- Dr. Lalit Kanodia, Chairman Datamatics Group Won the 'Transformational Impact on Industry 2024' award at MRSI Golden Key Awards.

- Rahul Kanodia, Vice Chairman & CEO, Datamatics, conferred Honorary Doctorate by Amity University, Kolkata

- Rahul Kanodia, Vice Chairman & CEO, Datamatics recognized as CEO of the Year award at The Business Leader of the Year Awards 2025

- Datamatics won India's Top 100 Organisations in DEI Excellence 2025 – In Partnership with Ernst & Young

- Sameer Kanodia, Vice Chairman & CEO, Lumina Datamatics, was honored with the 'CEO of the Year® Award' for the second consecutive year.

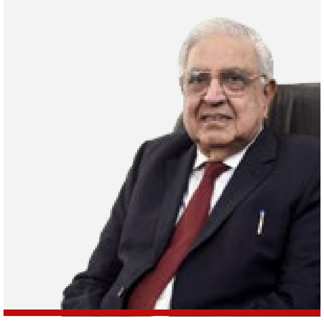
- Sameer Kanodia, Vice Chairman & CEO, Lumina Datamatics, was honored with the "Charismatic Business Leader" award at the International CXO Conference – PeopleFirst HR Excellence Awards.

- Lumina Datamatics was recognized as "Asia's Most Admirable Brand" at the Asian Brand & Leadership Awards 2025.

- Sameer Kanodia, Vice Chairman & CEO, Lumina Datamatics, was named "Asia's Leader of the Year" at the Asian Brand & Leadership Awards 2025.

- Lumina Datamatics received the Indo–American Corporate Excellence Award for Excellence in Service (Indian Company in the US) from the Indo–American Chamber of Commerce.

Board of Directors



Dr. Lalit S. Kanodia

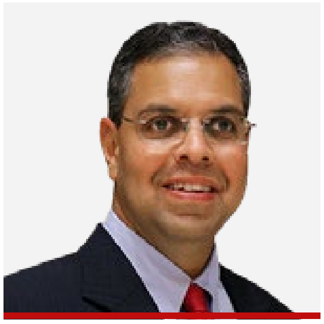
Founder & Chairman

Dr. Lalit S. Kanodia is the Founder and Chairman of Datamatics and a pioneer of India's software and offshore services industry. He founded Datamatics in 1975 after contributing to the early growth of India's IT sector. He continues to guide the company's long-term strategy, innovation, product development, and quality initiatives. He has held leadership roles in industry bodies including NASSCOM and the IMC Chamber of Commerce. An IIT Bombay graduate with advanced studies at MIT, he has played a significant role in shaping Datamatics into a global technology and digital transformation company.

Rahul L. Kanodia

Vice Chairman & CEO

Rahul L. Kanodia leads Datamatics' global strategy, business growth, and AI-driven digital transformation initiatives. Under his leadership, the company has strengthened its focus on automation, artificial intelligence, and enterprise technology solutions while expanding its global footprint. He has guided Datamatics through several milestones and industry recognitions. Rahul serves on multiple industry forums and advisory boards. He holds an MBA from Columbia University and is known for combining strategic leadership with a strong focus on innovation, customer value, and sustainable business growth.



Sameer L. Kanodia

Director

Sameer L. Kanodia is the Vice Chairman and CEO of Lumina Datamatics Limited. He is also the Vice Chairman and CEO of TNQTech. He served as the Executive Director of Datamatics Global Services Limited for more than 10 years until 2019 and continues to contribute as a Non-Executive Director. He holds a Bachelor of Science in Business Administration and a Master's in Business Administration from Bryant University, USA, where he was consistently on the Dean's List and graduated with honors. Sameer has been a member of the Managing Committee of the IMC Chamber of Commerce and Industry since 2022. He has been elected to the National Executive Council of the Indo-American Chamber of Commerce since 2023. In addition, he served as a member of the Board of Trustees at Bryant University, USA, for 10 years until 2017 and was appointed Trustee Emeritus since June 2026.

Kanika Mittal

Independent Director

Kanika Mittal is an accomplished business leader with more than 20 years of experience across digital media, technology, retail, and consumer businesses. She formerly led Taboola India and has previously held leadership roles at Twitter India and Reebok. Her expertise includes digital transformation, business growth, customer engagement, and brand strategy. A published author and startup mentor, she brings valuable perspectives on digital business, innovation, and consumer markets to the Datamatics Board.

Mona Bhide

Independent Director

Mona Bhide is a leading corporate lawyer with over three decades of experience in corporate law, mergers and acquisitions, securities regulations, structured finance, and governance. As Managing Partner at Dave & Girish & Co., she has advised leading Indian and multinational organizations on legal and regulatory matters. Her extensive expertise in governance, compliance, and corporate restructuring supports Datamatics' commitment to strong corporate governance and regulatory excellence.

Dr. Avnish Kshatriya

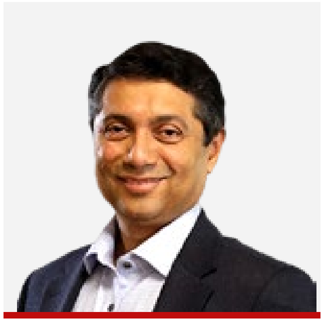
Independent Director

Dr. Avnish Kshatriya is a business technologist and digital transformation advisor with nearly three decades of international consulting experience. He has worked with Fortune 500 organizations across multiple geographies, helping businesses accelerate digital transformation and operational excellence. With academic credentials from Delhi College of Engineering, IIM Bangalore, and IISc, he brings deep expertise in technology, finance, operations, and business strategy.

Hitesh Gajaria

Independent Director

Hitesh Gajaria is a Chartered Accountant with more than 40 years of experience in taxation, transfer pricing, corporate governance, and regulatory advisory. As Senior Advisor at KPMG in India, he has advised multinational corporations and Indian enterprises on strategic financial and compliance matters. His extensive experience in finance, taxation, and governance strengthens Datamatics' oversight and risk management capabilities.



Mahesh Zurale

Independent Director

Mahesh Zurale is a technology industry veteran with extensive global leadership experience. He retired as Senior Managing Director at Accenture, where he led the company's global Advanced Technology Centers network. Earlier, he held senior leadership positions at Datamatics and contributed significantly to business growth. His expertise spans technology strategy, innovation, global delivery, and enterprise transformation.

Navnit Singh

Independent Director

Navnit Singh is Chairman and Regional Managing Director of Korn Ferry India. With over 30 years of experience in executive search, leadership advisory, and organizational transformation, he has advised boards and CEOs on succession planning and leadership development. His background in human capital strategy and organizational effectiveness brings valuable insights into talent, governance, and long-term business success.

Leadership Team

Rahul L. Kanodia

Vice Chairman & Chief Executive Officer (CEO)

Ankush Akar

Executive Vice President & Chief Financial Officer

Bala Gopalakrishnan

President - Digital Technologies

Dinesh Kumar VK

President & Global Sales Head

Divya Kumat

President, Chief Legal Officer & Company Secretary

Mitul Mehta

Executive Vice President & Chief Marketing Officer

Praveer Chadha

Executive Vice President & Head Digital Experiences & Operations

Dr. Rima Ghose Chowdhury

President, Chief Human Resources Officer & CSR Leader

Shashi Bhargava

Executive Vice President & Head – Pre-Sales & Solutions Group

Corporate Information

Registered Office

Knowledge Centre
Plot No. 58, Street No. 17
Andheri (E)
Mumbai – 400093
Tel: +91 (22) 6102 0000 – 0005
Corporate Identification Number (CIN)
L72200MH1987PLC045205
Email: investors@datamatics.com
Website: www.datamatics.com

Registrar & Share Transfer Agent

Datamatics Business Solutions Limited
Plot No. A 16 & 17, Part B,
Cross Lane MIDC, Andheri (E)
Mumbai – 400093
Tel: +91 (22) 6671 2151
Fax: +91 (22) 6671 2250
Email: investorsquery@datamaticsbpm.com

Statutory Auditor

M/s. M L Bhuwania & Co LLP
Chartered Accountants
F11, 3rd Floor, Manek Mahal,
90, Veer Nariman Road,
Churchgate, Mumbai – 400 020.
Tel:+91 22 3507 4949
Email: info@mlbca.in

Company Secretary & Compliance Officer

Ms. Divya Kumat,
President, Chief Legal Officer &
Company Secretary
Email: divya.kumat@datamatics.com

Internal Auditor

M/s. Ajmera & Ajmera
Chartered Accountants
201, Classic Pentagon, Western
Express Highway, Near Bisleri
Factory, Andheri East,
Mumbai - 400099.
Email: info@ajmeraandajmera.co.in

Bankers

Citi Bank
ICICI Bank Limited
HDFC Bank Limited
Kotak Mahindra Bank Limited

Secretarial Auditor

M/s. Tushar Shridharani &
Associates LLP
10, New Marine Lines, Jolly Bhavan
No. 1, Office No. 417, 4th Floor,
Churchgate, Mumbai – 400 020
Phone No. - +91 22 7963 3947
Email: tushar@tusharshri.com

DATAMATICS

Annual Report 2025-26

NOTICE

NOTICE is hereby given that the **38th ANNUAL GENERAL MEETING ("AGM")** of the members of **DATAMATICS GLOBAL SERVICES LIMITED** will be held on Friday, September 18, 2026 at 11.30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:

(a) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Auditors thereon; and

(b) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and the Auditors thereon.

2. To declare Final Dividend of Rs. 5/- per Equity Share of the face value of Rs. 5/- each (100%) for the financial year ended March 31, 2026.

3. To re-appoint Dr. Lalit S. Kanodia (DIN: 00008050), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. Re-appointment of Mr. Rahul L. Kanodia (DIN: 00075801) as a Whole-Time Director designated as Vice-Chairman & CEO of the Company:

To consider and if thought fit, to pass, the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("Act") and Rules made thereunder (including any statutory modification or re-enactment thereof, for the time being in force), and subject to such other consents, approval, permissions as may be required and as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors, approval of the Members be and is hereby accorded for re-appointment of Mr. Rahul L. Kanodia (DIN: 00075801) as a Whole-Time Director designated as Vice-Chairman & CEO of the Company, liable to retire by rotation, for a period of 5 (five) years commencing from February 22, 2027 to February 21, 2032;

RESOLVED FURTHER THAT pursuant to regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and Sections 197, 198 and other applicable provision of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013 and as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors, approval of the Members be and is hereby accorded for payment of remuneration to Mr. Rahul L. Kanodia (DIN: 00075801), Whole-Time Director designated as Vice-Chairman & CEO of the Company, as per the below terms and conditions, notwithstanding that the annual aggregate remuneration payable to the Executive Directors, may exceed 5% of the net profit of the Company as calculated under section 198 of the Act in any financial year during the tenure of his appointment:

Basic Salary	Rs. 1,85,53,782/- per annum.
House Rent Allowance	50% of the Basic Salary i.e. Rs. 92,76,891/- per annum.
Conveyance Allowance	Rs. 92,76,890/- per annum as per the rules of the Company.
Club	Fees of Club subject to maximum of two clubs. This will include annual membership fee but not admission fee and life membership fee.
Insurance	As per the rules of the Company.
Leave	Leave with full pay and allowance as per the rules of the Company.
Gratuity	Gratuity in accordance with the rules of the Company.
Car	Vehicle(s) as per the rules of the Company.
Communication	Tele-Communication facilities including internet charges as per the rules of the Company.
Performance Linked Variable Incentive	Upto 1.75% of the net profits of the Company as computed in the manner laid down in section 198 of the Companies Act, 2013 which shall be evaluated on the basis of individual performance and Company's performance on financial and non-financial parameters as approved by NRC and it will be paid on quarterly or half yearly or yearly basis, as the case may be.
Commission	Upto 3% of the net profits of the Company as computed in the manner laid down in section 198 of the Companies Act, 2013.

RESOLVED FURTHER THAT the remuneration payable to Mr. Rahul L. Kanodia (including the salary, perquisites, benefits, amenities and incentives) shall not exceed the limits laid down in Sections 197 and 198 of the Act, including any statutory modifications or re-enactment thereof;

RESOLVED FURTHER THAT the gross remuneration to be paid to Mr. Rahul L. Kanodia be increased, augmented and/or enhanced, subject to the aforesaid provisions and applicable approvals upto 25% per annum or at such other percentage as may be approved by the Board;

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of Mr. Rahul L. Kanodia, the Company has no profits or its profits are inadequate, the Company may pay the above remuneration to Mr. Rahul L. Kanodia, Whole-Time Director designated as Vice-Chairman and CEO of the Company as the minimum remuneration for a period not exceeding 3 (three) years or such other period as may be statutorily permitted subject to receipt of the requisite approvals, if any;

RESOLVED FURTHER THAT the Board of Directors and/or any Committee thereof be and is hereby authorized from time to time to amend, alter or otherwise vary the terms and conditions of the re-appointment of Mr. Rahul L. Kanodia including remuneration, within the overall limits specified in the Act or other regulations as may be applicable to the Company;

RESOLVED FURTHER THAT approval of members of the Company be and is hereby accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient to give effect to this Resolution."

By Order of the Board of Directors
For Datamatics Global Services Limited

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Place: Mumbai
Date: May 21, 2026

Registered Office:
Knowledge Centre, Plot No. 58, Street No. 17,
MIDC, Andheri (E), Mumbai - 400 093.
CIN: L72200MH1987PLC045205
Tel: +91(22) 61020000/1/2
Website: www.datamatics.com
Email: investors@datamatics.com

NOTES:

1. Pursuant to General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (hereinafter collectively referred as "MCA Circulars") and SEBI Circular(s) dated May 12, 2020 and subsequent circulars issued in this regard by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 38th Annual General Meeting of the Company ('AGM' or 'Meeting') is being conducted through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility, which does not require physical presence of the Members at a common venue. Hence, the Members are requested to attend and participate in the ensuing AGM through VC / OAVM facility being provided by the Company through National Securities Depository Limited ("NSDL"). The deemed venue for the Annual General Meeting of the Company shall be the Registered Office of the Company.
2. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2025-26 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on August 21, 2026 in accordance with the aforesaid MCA and SEBI Circulars. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2025-26 will also be available on the Company's website www.datamatics.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com.
3. The Explanatory statement pursuant to section 102 of the Companies Act, 2013 as amended (Act) setting out material facts concerning the business with respect to Item no. 4 forms part of this Notice. Additional information, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director retiring by rotation seeking appointment/re-appointment at this AGM is annexed to this Notice.
4. **Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointments of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure

mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on a first-come first-served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restrictions on account of first come first served basis.

6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to swapneel@spassociates.co with a copy marked to evoting@nsdl.com.

7. Members holding shares in physical form are requested to consider dematerializing their holding as share transfers cannot be effected in physical form with effect from April 1, 2019 pursuant to SEBI norms. Further, other service requests like, (i) issue of duplicate securities certificate, (ii) claim from unclaimed suspense account; (iii) renewal/exchange of securities certificate; (iv) endorsement; (v) sub-division / splitting of securities certificate; (vi) consolidation of securities certificates/ folios; (vii) transmission and viii) transposition, will also be processed in electronic form only as per SEBI circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022. Details with respect to the same are available on the website of the Company at https://www.datamatics.com/about-us/investor-relations/shareholder-services

8. As per SEBI Circular dated January 25, 2022, Letter of Confirmation (LOC) has to be issued to Members for various Investors Service Requests in case of physical holdings. The LOC will be valid for 120 days from the date of its issue, within which the Member shall make a request to his/her DP for dematerializing the underlying securities. In case the Member fails to submit the LOC within the aforesaid period, the shares shall be transferred to the Suspense Escrow Demat Account of the Company. The methodology for claiming these shares back from the Suspense Escrow Demat Account shall be in accordance with SEBI guidelines dated December 30, 2022.

9. Special window for re-lodgement of physical share transfer requests:

   Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special relodgement window till February 4, 2027, to re-lodge the transfer requests. Transfers would be approved if all the requisite documents are in place. Transfer under this window will be credited only in dematerialised form and will carry a one year lock in period from the date of transfer registration. Members can contact the Company or the RTA, for assistance in this regard.

10. The Company has fixed September 11, 2026 as the "Record Date" for determining entitlement of Members to final dividend for the financial year ended March 31, 2026, if approved at the AGM.

11. The Final dividend of Rs.5/- per share i.e. at the rate of 100% on face value of Rs. 5/- each for the year ended March 31, 2026, as recommended by the Board of Directors, if approved at the AGM, will be paid subject to deduction of tax at source ('TDS') on or from September 22, 2026 as under:

    (i) To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), collectively "Depositories", as of end of day on September 11, 2026;

    (ii) To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on September 11, 2026;

12. Pursuant to provisions of the Income Tax Act 2025, dividends paid or distributed by a Company are taxable in the hands of members, and the Company is required to deduct tax at source (TDS) at the prescribed rates on the dividend paid to its shareholders. The TDS rate would vary depending on the residential status of the shareholder and the documents submitted by them and accepted by the Company. In order to enable us to determine the applicable TDS rate, members are requested to submit the relevant documents on or before September 11, 2026. A copy of the detailed communication regarding TDS on dividend, which was previously sent to the Shareholders by e-mail is available at the weblink- https://www.datamatics.com/about-us/investor-relations/financials. Members are requested to refer to the same for further details. Kindly note that no documents in respect of TDS would be accepted from members after September 11, 2026.

13. **To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Company's Registrars and Transfer Agents, Datamatics Business Solutions Limited ("DBSL") in case the shares are held by them in physical form.**

14. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to DBSL in case the shares are held by them in physical form.

15. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to DBSL.

16. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to DBSL in case the shares are held in physical form.

17. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or DBSL, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

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

19. Shareholders are requested to forward their queries on the annual report for the financial year ended March 31, 2026 to the Company at investors@datamatics.com on or before September 11, 2026.

20. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.mca.gov.in. Members' attention is particularly drawn to the "Corporate Governance" section with respect to unclaimed and unpaid dividends.

21. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131/ dated July 31,2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established as common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website https://www.datamatics.com/.

22. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

23. A person who is not a Member as on the cut-off date i.e. September 11, 2026 should treat this Notice for information purposes only.

24. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

25. **Instructions for voting through electronic means (e-voting):**

    I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide its Members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means.

    II. The Company has engaged the services of National Securities Depository Limited (NSDL) as the Agency to provide remote e-Voting facility and e-Voting during the AGM.

    III. The Board of Directors has appointed Mr.Swapneel Vinod Patel, Practicing Company Secretary and Partner of Shah Patel & Associates (Membership No. A41106/Certificate of Practice No.15628) as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

    IV. The Results of voting will be declared within 2 working days of the conclusion of the AGM. The declared Results, along with the Scrutinizer's Report will be submitted with the Stock Exchanges where the Company's equity shares are listed (BSE Limited & National Stock Exchange of India Limited) and shall also be displayed on the Company's website www.datamatics.com and NSDL's website www.evoting.nsdl.com.

    V. Voting rights of the Members for voting through remote e-Voting and voting during the AGM shall be in proportion to shares of the paid-up equity share capital of the Company as on the cut-off date i.e. September 11, 2026. A person whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours) maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting and voting during the AGM.

    VI. The remote e-voting facility will be available during the following period:

        a. Commencement of remote e-Voting: 09.00 A.M. (IST) on Monday, September 14, 2026.

        b. End of remote e-Voting: 05.00 P.M. (IST) on Thursday, September 17, 2026.

        c. The remote e-Voting will not be allowed beyond the aforesaid date and time and the remote e-Voting module shall be disabled by NSDL upon expiry of aforesaid period.

    VII. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system during the AGM.

    VIII. The Members who have cast their vote by remote e-Voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.

    IX. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holds shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com mentioning their demat account number/ folio number, PAN, name and registered address. However, if he/ she is already registered with NSDL for remote e-voting then he/ she can use his/ her existing User ID and password for casting the vote.

X. The Registers required to be maintained under the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to investors@datamatics.com.

XI. **Process and manner of remote e-voting:**

Members are requested to follow the below instructions to cast their vote through e-Voting:

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

Step 1: Access to NSDL e-Voting system.

Step 2: Cast your vote electronically on NSDL e-Voting system.

Step 1: Access to NSDL e-Voting system:

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL.	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login the Easi/ Easiest user will be also able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/ Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants.	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name **or e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL.	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or contact at 022 - 4886 7000 / 2499 7000 .
Individual Shareholders holding securities in demat mode with CDSL.	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 18002109911.

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

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

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

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

4. Your User ID details are given below:

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

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

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

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

   c) How to retrieve your 'initial password'?

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

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

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

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

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

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

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

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

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

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Now you are ready for e-Voting as the Voting page opens. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".

3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

4. Upon confirmation, the message "Vote cast successfully" will be displayed.

5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc., with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by email to swapneel@spassociates.co with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset

Password?" option available on https://www.evoting.nsdl.com to reset the password.

3. In case of any queries relating to e-voting you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of https://www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 or send a request at evoting@nsdl.com.

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

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

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

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

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

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

1. The procedure for e-Voting on the day of the AGM is the same as the instructions mentioned above for remote e-Voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.

In case you have not registered your e-mail address with the Company/ Depository, please follow below instructions for registration of e-mail address for obtaining Annual Report and / or login details for e-voting:

Physical Holding	Send a request to the Registrar and Transfer Agents of the Company, DBSL at investorsquery@datamaticsbpm.com providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) for registering email address. The following additional details need to be provided in case of updating Bank Account Details: a) Name and Branch of the Bank in which you wish to receive the dividend; b) the Bank Account type; c) Bank Account Number allotted by their banks after implementation of Core Banking Solutions; d) 9 digit MICR Code Number, and e) 11 digit IFSC Code; f) a scanned copy of the cancelled cheque bearing the name of the first shareholder.
Demat Holding	Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investorsquery@datamaticsbpm.com . If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

26. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM:

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

e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuations in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members seeking any information with regard to the annual accounts for FY 2025-26 or any business to be dealt at the AGM, are requested to send an e-mail on investors@datamatics.com on or before September 11, 2026 along with their name, DP ID and Client ID/ folio number, PAN and mobile number. The same will be replied by the Company suitably.
6. Members of the Company who would like to speak or express their views or ask questions during the AGM may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number on or before September 11, 2026 at investors@datamatics.com. Those Members who have registered themselves as a speaker will only be allowed to express their views or ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

By Order of the Board of Directors
For Datamatics Global Services Limited

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Place: Mumbai
Date: May 21, 2026

Registered Office:
Knowledge Centre, Plot No. 58, Street No. 17,
MIDC, Andheri (E), Mumbai - 400 093.
CIN: L72200MH1987PLC045205
Tel: +91(22) 61020000/1/2
Website: www.datamatics.com
Email: investors@datamatics.com

Explanatory Statement

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 36(5) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item No. 4

Approval of re-appointment and payment of remuneration to Mr. Rahul L. Kanodia (DIN: 00075801) as Whole-Time Director designated as Vice-Chairman & CEO for a period of 5 years with effect from February 22, 2027 to February 21, 2032:

The members of the Company had at the 34th AGM of the Company held on July 29, 2022, re-appointed Mr. Rahul L. Kanodia as a Whole-Time Director, designated as Vice Chairman & Chief Executive Officer of the Company for a period of five years effective from February 22, 2022. As per the terms, tenure of his appointment will expire on February 21, 2027.

Accordingly, on the recommendation of Nomination & Remuneration Committee, the Board of Directors at their meeting held on May 21, 2026, re-appointed Mr. Rahul L. Kanodia as a Whole-Time Director, designated as Vice Chairman & Chief Executive Officer of the Company for a further period of 5 (five) years, with effect from February 22, 2027 liable to retire by rotation, subject to approval of the Members by way of Special Resolution.

Mr. Rahul L. Kanodia satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section 3 of section 196 of the Companies Act, 2013 ('Act') for being eligible for his re-appointment. Mr. Rahul L. Kanodia is not disqualified from being re-appointed as a Whole-Time Director in terms of Section 164 and Section 196 of the Companies Act, 2013 and has also given his consent to act as Whole-Time Director of the Company.

Further, in terms of Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued on May 09, 2018 ('Amended Listing Regulations'), the remuneration payable to Executive Directors who are promoters or members of promoter group, shall be subject to the approval of the shareholders by Special Resolution, where the aggregate annual remuneration payable to such directors exceeds five per cent (5%) of the net profits of the Company. Considering the said limits the Board recommends Special Resolution for paying remuneration exceeding the prescribed limits in any year during the tenure of his appointment, for the approval of the shareholders of the Company.

In accordance with the provisions of Sections 196, 197 & other applicable provisions of the Act, read with Schedule V of the said Act, the proposed re-appointment and the terms of remuneration payable to Mr. Rahul L. Kanodia, as Whole-Time Director designated as Vice-Chairman & CEO require approval of members by way of Special Resolution.

Therefore, it is proposed to seek the approval of the Members of the Company for the re-appointment and the terms of remuneration payable to Mr. Rahul L. Kanodia, in terms of the applicable provisions of the Act and rules framed thereunder.

The Explanatory Statement may be considered as a written Memorandum setting out terms, conditions and limits of remuneration of Mr. Rahul L. Kanodia in terms of Section 190 of the Act.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Dr. Lalit S. Kanodia, Mr. Sameer L. Kanodia, Directors and their relatives to the extent of their shareholding interest, if any, in the Company are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice of the AGM.

The details of the directors seeking appointment/reappointment as required by Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Secretarial Standards-2 issued by the Institute of Company Secretaries of India and other relevant particulars pertaining to the Company, which are required to be disclosed as per Section II of Part II of Schedule V of the Companies Act, 2013 are given in the annexure and forms part of this Notice.

Brief Profile of Mr. Rahul L. Kanodia [DIN: 00075801]

Mr. Rahul Kanodia leads all strategic initiatives driving the long-term growth, profitability, and industry leadership of Datamatics. He has been the Chief Architect for transforming Datamatics from a service-led organization to a digital solutions organization focused on delivering deep expertise in Digital Technologies for enhancing business productivity through smart automation and an AI first approach.

Under Rahul's leadership, Datamatics was recently adjudged as one of Forbes Asia's 200 Best Under A Billion Companies, placing Datamatics among the top 1% of 20,000 listed companies across Asia. Dun & Bradstreet also recognized Datamatics as one of India's Top 500 Value Creators. Additionally, it became one of the first digital technology companies worldwide to receive ISO 42001:2023 Certification for AI Management Systems and was recognized by Microsoft as one of the top three ISV partners globally in their "AI First Movers" program identifying companies for their impactful use of AI at scale.

Recognizing Rahul's contribution, in 2014 & 2019 he was presented with the 'CEO of the Year Award' for his exemplary leadership among organizations from across 41 Asian countries at the Asian Leadership Summit & Awards.

Rahul served as a Director on the Statutory Board of Safari Industries, and on the Advisory Board of Columbia University's India Business Initiative. In the past Rahul has served as Chairman of NASSCOM's Regional Council, Chairman of the Western Region of ESC (Electronics and Computer Software Export Promotion Council, Government of India's largest electronics and IT trade facilitation organization), a Member of CII Corporate Governance Council, and a member on the Board of the Goa Institute of Management.

Rahul holds an MBA degree from Columbia University (USA), with a major in Business Strategy & Marketing and a minor in Mergers

& Acquisition and Turnaround Management. He has two Bachelor degrees from H. R. College (India), with a specialization in Finance & Accounting, and Babson College (USA), with a specialization in Management Information Systems.

He holds 209 shares in the Company. He is son of Dr. Lalit S. Kanodia and brother of Mr. Sameer L. Kanodia, Directors of the Company.

The Board is of the view that Mr. Rahul L. Kanodia's knowledge, experience and skill set will be of immense benefit and value to the Company and pursuant to the recommendation of the Nomination & Remuneration Committee, recommends his reappointment, as Whole Time Director designated as Vice-Chairman & CEO of the Company for a further period of five (5) years with effect from February 22, 2027 to the Members for approval.

Your Directors recommend the resolutions set out at item no. 4 to be passed as a Special resolution by the members.

By Order of the Board of Directors
For Datamatics Global Services Limited

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Place: Mumbai
Date: May 21, 2026

Registered Office:
Knowledge Centre, Plot No. 58, Street No. 17,
MIDC, Andheri (E), Mumbai - 400 093.
CIN: L72200MH1987PLC045205
Tel: +91(22) 61020000/1/2
Website: www.datamatics.com
Email: investors@datamatics.com

Annexure to Notice

ANNEXURE TO NOTICE

Statement as required under Section II of Part II of Schedule V to the Companies Act, 2013 giving details in respect of re-appointment of Mr. Rahul L. Kanodia as a Whole-Time Director, designated as Vice Chairman & Chief Executive Officer of the Company

I. General Information:

1. **Nature of Industry**: IT & ITeS
2. **Date or expected date of commencement of Commercial Production**: The Company is in operation since 1987.
3. **In case of new companies, expected date of commencement of activities as per object approved by financial institutions appearing in the prospectus**: Not Applicable.
4. **Financial Performance based on given indicators**:

(Rs. In Crores)

Particulars	FY 2025-26	FY 2024-25
Turnover	672.14	710.52
Profit after Tax	89.43	55.36

5. **Foreign Investment or Collaborations, if any:** The Company has total investments of Rs. 65.20 Crores in 6 wholly owned foreign subsidiaries.

II. Information about the appointee:

1. **Background Details**: Mr. Rahul L. Kanodia leads all strategic and corporate initiatives globally, leading to the long-term growth, profitability and industry leadership of the organization. He has over 30 years of professional experience and has held several progressively senior and leadership positions. He holds an MBA degree from Columbia University (USA), with a major in Business Strategy & Marketing and a minor in Mergers & Acquisition and Turnaround Management. He has 2 Bachelor degrees from H. R. College (India), with specialization in Finance & Accounting, and Babson College (USA), with specialization in Management Information Systems.
2. **Past Remuneration:**

Remuneration for FY 2025-26 is as under:

(Rs. In Crores)

Salary	3.30
Benefits, Perquisites and Allowances	0.24
Commission	2.70
Total	**6.24**
Incentive	1.89
Grand Total	**8.13**

3. **Recognition or award**:In the year 2014 he was presented with 'CEO of the Year Award' for his exemplary leadership amongst organizations from across 41 Asian countries. Rahul also received 'CEO of the Year Award' in the year 2019 in 2nd Edition of Leadership Summit & Awards. Rahul has served as the Chairman for the Western Region of ESC (Electronics and Computer Software Export Promotion Council, Government of India's largest Electronics and IT trade facilitation organization), Chairman of NASSCOM's Regional Council and Member of CII Corporate Governance Council. Rahul also serves on the Advisory Board of Columbia University's India Business Initiative (New York) and was also on the Board of Goa Institute of Management and Safari Industries.
4. **Job profile and his suitability**: Mr. Rahul L. Kanodia has been the Chief Architect for re-positioning and transforming Datamatics from a service led organization to a solutions organization focused on enhancing business productivity through smart automation of data driven processes. Rahul leads all the strategic and corporate initiatives globally, leading to the long-term growth, profitability and industry leadership for Datamatics. He has also been driving the company's foray into new geographies, and the company's digital growth strategy.
5. **Remuneration proposed**: As mentioned in Explanatory Statement of this Notice.
6. **Comparative Remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates, the relevant details would be w.r.t. the country of his origin):** Considering the size of the Company, the industry benchmarks, experience of and the responsibilities shouldered by the appointee, the proposed remuneration payable to Mr. Rahul L. Kanodia commensurate with the remuneration paid to similar appointee in other companies.
7. **Pecuniary Relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any**: Besides the remuneration proposed, Mr. Rahul L. Kanodia does not have any pecuniary relationship directly or indirectly with the Company or managerial personnel of the Company. He is son of Dr. Lalit S. Kanodia who is Founder, Whole-Time Director & Chairman of the Company and brother of Mr. Sameer L. Kanodia who is Non-Executive Director of the Company.

III. Other Information:

1	Reasons for inadequacy of Profits	The Company has not incurred losses, however, the profit margins may remain inadequate particularly for the purpose of paying Managerial Remuneration due to some global economical factors

2	Steps taken or proposed to be taken for improvement	The Company is fully geared to increase its revenues and to decrease its costs, thereby leading to improved performance in terms of profitability.
3	Expected increase in productivity and profits in measurable terms	The objective and focus of the Board of Directors is to take the Company to further heights. Towards this end, the company has already put in place the required roadmap.

By Order of the Board of Directors
For Datamatics Global Services Limited

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Place: Mumbai
Date: May 21, 2026

Registered Office:
Knowledge Centre, Plot No. 58, Street No. 17,
MIDC, Andheri (E), Mumbai - 400 093.
CIN: L72200MH1987PLC045205
Tel: +91(22) 61020000/1/2
Website: www.datamatics.com
Email: investors@datamatics.com

Annexure to Notice

PARTICULARS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE AGM PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-II) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Name of Director	Dr. Lalit S. Kanodia	Mr. Rahul Kanodia
DIN	00008050	00075801
Date of birth	March 30, 1941	November 25, 1966
Age	85 Years	59 Years
Qualification	He has obtained degree in engineering from India's premier technology institute, IIT, Bombay, Dr. Kanodia completed his Doctorate in Management and post-graduation in Computer Science from the MIT (USA).	MBA degree from Columbia University (USA). Bachelor's degree from H.R. College (India) and Babson College (USA).
Brief Profile & Expertise in specific functional areas	As Chief Mentor at Datamatics, Dr. Kanodia drives all innovation, new product development and quality initiatives. His inspirational leadership has led Datamatics to be conferred with various awards over the years, including the Most Innovative Software Product Award, the International Asia Pacific Quality Award and being ranked among the top 50 best managed outsourcing vendors by 'The Black Book of Outsourcing'. Dr. Kanodia is the President of IMC chamber of commerce & industry and Indo American Chamber of Commerce (IACC). In the past, he has held several eminent positions with various industry associations, which include Executive Member of NASSCOM, the apex body of the IT-BPO industry in India; President of the Management Consultant's Association of India and Chairman (Western Region) of the Electronics & Computer Software. Dr. Kanodia has also been on the Board of Directors of several large conglomerates. He was also the Honorary Consul General of Chile in Mumbai, India by the Government of Chile (2002 – 2014). Dr. Kanodia is currently on the Executive Board of MIT (Europe, Asia and Africa).	He has more than 30 years of professional experience and has expertise in the field of Business Strategies, Marketing, Finance, Merger and Amalgamations.
Terms and Conditions of Appointment/ Re-appointment	Dr. Lalit S. Kanodia (DIN: 00008050) retires by rotation and being eligible, offers himself for re-appointment to the members at the ensuing Annual General Meeting of the Company.	Re-appointment as a Whole-Time Director, designated as Vice- Chairman & Chief Executive Officer of the Company for a further period of 5 (five) years, with effect from February 22, 2027, liable to retire by rotation. [Refer Item No. 4 of the Notice and Explanatory Statement].
Details of remuneration sought to be paid and last drawn remuneration	Not Applicable	[Refer Item No. 4 of the Notice and Explanatory Statement]
Date of first appointment on the Board	November 03, 1987	September 28, 2007
No. of Meetings of the Board attended during FY 2025-26	Attended all 4 meetings held in the FY 2025-26.	Attended all 4 meetings held in the FY 2025-26.
Directorship held in other companies (excluding foreign companies and Section 8 companies)	1. Lumina Datamatics Limited 2. Datamatics Professional Services Ltd 3. Datamatics Robotics Software Limited 4. Vikrant Advisory Services Private Limited 5. Datamatics Business Enablers Private Limited 6. Datamatics Infotech Services Private Limited 7. TNQ Tech Private Limited 8. Datamatics Management Services Private Limited 9. Anemone Management Consultancy Services Private Limited 10. RPG Life Sciences Limited. (Tenure as independent Director completed on 24.09.2024)	1. Datamatics Information Solutions Limited 2. Lumina Datamatics Limited 3. Datamatics Infotech Services Private Limited 4. Datamatics Robotics Software Limited 5. Safari Industries (India) Limited (Resigned w.e.f May 20, 2026)

Membership/ Chairmanship in Committees	**A. Datamatics Global Services Limited** Member in following Committees: Corporate Social Responsibility Committee Stakeholders Relationship Committee **B. Lumina Datamatics Limited** Member in following Committee: Nomination and Remuneration Committee	**Datamatics Global Services Limited** Member in following Committees: Audit Committee Stakeholders Relationship Committee Corporate Social Responsibility Committee Chairman in following Committee: Risk Management Committee.
Shareholding in the Company*	1,23,38,276 equity shares of Rs. 5/- each.	209 Equity Shares of Rs. 5/- each.
Directorship in other listed entities	Nil	Nil
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel	Father of Mr. Rahul L. Kanodia and Mr. Sameer L. Kanodia, Directors of the Company. He is not related to any Key Managerial Personnel of the Company.	He is son of Dr. Lalit S. Kanodia and brother of Mr. Sameer L. Kanodia, Directors of the Company. He is not related to any Key Managerial Personnel of the Company.

*Holding as on date of this Notice.

By Order of the Board of Directors
For Datamatics Global Services Limited

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Place: Mumbai
Date: May 21, 2026

Registered Office:
Knowledge Centre, Plot No. 58, Street No. 17,
MIDC, Andheri (E), Mumbai - 400 093.
CIN: L72200MH1987PLC045205
Tel: +91(22) 61020000/1/2
Website: www.datamatics.com
Email: investors@datamatics.com

BOARD'S REPORT

Dear Members,

Your Directors are pleased to present their report together with the Audited Financial Statements of your Company for the Financial Year ended March 31, 2026.

FINANCIAL PERFORMANCE

The Company's financial performance for the year ended March 31, 2026 as compared to the previous financial year ended March 31, 2025 is summarized below:

(₹ in Crores)

Particulars	Consolidated		Standalone	
	2025-26	2024-25	2025-26	2024-25
Revenue from operations	1987.15	1723.36	672.14	710.52
Operating Profit before Other Income, Interest, Depreciation and Tax	371.60	229.26	74.28	40.12
Other Income	56.08	46.44	57.79	42.20
Interest	18.69	9.93	1.92	2.94
Profit before Depreciation and Tax	408.99	265.77	130.15	79.38
Depreciation	84.03	48.04	9.76	8.92
Profit Before Exceptional Items and Tax	324.96	217.73	120.39	70.46
Exceptional items	64.87	31.57	(11.37)	(3.12)
Profit Before Tax	**260.09**	**249.30**	**109.02**	**67.34**
Provision for Taxation	65.14	43.79	19.59	11.98
Profit After Tax	**194.95**	**205.51**	**89.43**	**55.36**
Share of Minority Interest in Profit/(Loss) for the year	0.74	0.49	-	-
Profit for the year	**194.21**	**205.02**	**89.43**	**55.36**

The Company has prepared the financial statements in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

There are no material departures from the prescribed norms stipulated by the Accounting Standards in the preparation of the Annual Accounts. Accounting policies have been consistently applied except where a newly issued accounting standard or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. Management evaluates all recently issued or revised accounting standards on an ongoing basis. The Company discloses consolidated and standalone financial results on a quarterly basis which are subjected to limited review and publishes consolidated and standalone audited financial results on an annual basis.

OVERVIEW OF COMPANY'S FINANCIAL PERFORMANCE

The Company is a Digital Technologies, Operations, and Experiences company that provides intelligent solutions for data-driven businesses to increase productivity and enhance the customer experience. With a complete digital approach, Datamatics portfolio spans across Digital Technology Solutions, Business Process Management and Engineering Services powered by Artificial Intelligence. It has established products in Robotic Process Automation, Intelligent Document Processing, Business Intelligence and Automated Fare Collection. Datamatics does business with global customers across Banking, Financial Services, Insurance, Healthcare, Manufacturing, International Organizations, and Media & Publishing.

On a Consolidated basis, your Company achieved revenue from operations of ₹ 1987.15 crores, increased by 15.3% as compared to ₹ 1723.36 crores in the previous year.

Consolidated Operational profits were at ₹ 371.60 crores as compared to ₹ 229.26 crores and margin was at 18.7%.

The revenue from operations on a standalone basis is ₹ 672.14 crores, decreased by 5.4% as compared to ₹ 710.52 crores in the previous year.

Standalone Operational profits were at ₹ 74.28 crores as compared to ₹ 40.12 crores and margin was at 11.1%.

DIVIDEND

The Board of Directors recommend a dividend of ₹ 5 per equity share i.e. 100% of the face value of ₹ 5 each for the financial year ended March 31, 2026, subject to approval of the shareholders at the ensuing Annual General Meeting.

As per provisions of Income Tax Act 2025, dividends paid or distributed by the Company shall be taxable in the hands of the shareholders. The Company shall, accordingly, make the payment of Dividend after deduction of tax at source to those Shareholders whose names appear in the Register of Members as on the Record Date.

The Company has not paid any Interim Dividend during the financial year under review.

DIVIDEND DISTRIBUTION POLICY

In terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations"), the Company has formulated a Dividend Distribution Policy which details various considerations based on which the Board may recommend or declare Dividend.

During the financial year under review, there were no amendments to the Dividend Distribution Policy of the Company.

Dividend Distribution Policy of the Company can be accessed on the website of the Company at the weblink: https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Dividend-Distribution-Policy.pdf

TRANSFER TO RESERVES

The Board does not propose to transfer any amount to general reserves and has decided to retain the entire profit for FY 2025-26 in the profit and loss account.

NATURE OF BUSINESS

There has been no change in the nature of business of the Company during the FY 2025-26.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCTION AND PROTECTION FUND (IEPF)

Pursuant to Section 125 of the Companies Act, the unclaimed or unpaid (final Dividend) for the financial year 2017–2018 was transferred to the Investor Education and Protection Fund (IEPF) on September 18, 2025 and the unclaimed or unpaid (final Dividend) for financial Year 2018-2019 will be transferred to the Investor Education and Protection Fund (IEPF) on September 18, 2026. For more information, please visit: https://www.datamatics.com/about-us/investor-relations/unpaid-unclaimed-dividend

The Shareholders of the Company who have not received or encashed their dividend warrants are requested to claim the unpaid/unclaimed dividend from the Company before its transfer to IEPF.

The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.mca.gov.in

ACCEPTANCE OF DEPOSITS

The Company has not accepted any deposits during the FY 2025-26 in terms of Chapter V of the Act.

SUBSIDIARY COMPANIES

The Company has the following Indian subsidiaries (including the step-down subsidiaries) as on March 31, 2026:

1. Lumina Datamatics Limited
2. Luminad.AI Limited (formerly known as LDR eRetail Limited)
3. Datamatics Professional Services Limited (formerly known as Datamatics Staffing Services Limited)
4. Datamatics Robotics Software Limited
5. Datamatics Information Solutions Limited
6. Datamatics Foundation
7. Dextara Digital Private Limited #*
8. Datamatics Cloud Solutions Private Limited*
9. TNQ Tech Private Limited

#Datamatics Global Services Limited acquired remaining 20% stake in Dextara Digital Private Limited on June 20, 2025 making it wholly owned subsidiary of the company.

*The merger of Dextara Digital Private Limited and Datamatics Cloud Solutions Private Limited with Datamatics Global Services Limited has been approved at the Datamatics Global Services Limited's Board Meeting scheduled on May 21, 2026. The joint application seeking approval of the Scheme has been filed before the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench and Hyderabad Bench. Upon receipt of requisite approvals, it shall be operative from the Appointed Date of April 01, 2026.

The Company has the following overseas subsidiaries (including the step-down subsidiaries) as on March 31, 2026:

1. Datamatics Global Services, Inc. (US)
2. Datamatics Robotics Software Inc. (US)
3. Datamatics Infotech Limited (UK)
4. Datamatics Global Services Pty Limited (Australia)
5. Datamatics Global Technologies AG (Switzerland)
6. Datamatics Global Services FZ-LLC (Dubai)
7. Datamatics Technologies FZ-LLC (UAE) *
8. Datamatics Global Services Corp. (Philippines)
9. Lumina Datamatics Inc. (US)
10. Lumina Datamatics GmbH (Germany)
11. Lumina Datamatics UK Limited
12. Lumina Datamatics Corp (Philippines)
13. Sunrise Setting Limited (UK)
14. Diacritech Inc.
15. Dextara Digital (USA) Inc.**
16. Datamatics Global Services L.L.C-FZ
17. Datamatics Global Services BV***

* Datamatics Technologies FZ - LLC (UAE) has been dissolved w.e.f. August 24, 2025.

** Dextara Digital (USA) Inc. merged with Datamatics Global Services Inc. effective April 1, 2026.

*** Datamatics Global Services BV was dissolved on November 14, 2024, and the liquidation process being completed on February 18, 2026.

In accordance with Section 129(3) of the Act, the statement containing salient features of the financial statements of the subsidiaries in Form AOC-1 is given in the financials section.

Pursuant to the provisions of Section 136 of the Act, the Financial Statements of the Company including Consolidated Financial Statements along with relevant documents and separate Audited Financial Statements in respect of subsidiaries are available on the website of the Company www.datamatics.com

Material Subsidiaries

The Board has adopted a Policy for determining Material Subsidiaries in accordance with the requirements of Regulation 16(1)(c) of the Listing Regulations. The Policy, as approved by the Board, is uploaded on the Company's website and can be accessed at the weblink: https://www.datamatics.com/about-us/investor-relations/corporate-governance in terms of the criteria laid down in the Policy.

As per the definition of material subsidiary provided in Regulation 16(1)(c) of the Listing Regulations, 3 subsidiaries have been identified as 'Material', as per the criteria based on the Company's Consolidated Financial Statements for FY 2025-2026.

The Material Subsidiaries of the Company as identified are (1) Lumina Datamatics Limited (2) Lumina Datamatics Inc. and (3) TNQ Tech Private Limited.

SHARE CAPITAL

As on the date of this Report, the Authorised Share Capital of the Company is ₹ 98,27,50,000/- consisting of 10,53,20,000 equity shares of ₹ 5/- (Rupees Five only) each and 4,56,15,000 Redeemable Preference Shares of ₹ 10/- (Rupees Ten only) each.

As on March 31, 2026, the paid-up share capital of the Company is ₹ 29,55,31,945/- divided into 5,91,06,389 equity shares of ₹ 5/- each fully paid up.

During the year under review, the Company neither issued any shares with differential voting rights nor issued sweat equity shares.

EMPLOYEE STOCK OPTION SCHEME

During the year under review, the Company has one Employee Stock Option Scheme in force, namely, "Datamatics Global Service Limited's Performance Based Employee Stock Option Plan 2022 ("PSOP 2022")."

PSOP 2022 is in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("ESOP Regulations"), as amended from time to time. The disclosures in compliance with Section 62 of the Act read with Rule 12 of Companies (Share Capital and Debentures) Rules, 2014 and ESOP Regulations, is available on the website of the Company at https://www.datamatics.com/aboutus/investor-relations

The Certificate from M/s. Tushar Shridharani & Associates LLP, Practicing Company Secretary, Secretarial Auditor of the Company as required under ESOP Regulations confirming that the Company's PSOP 2022 has been implemented in accordance with the ESOP Regulations and resolutions passed by the members of the Company, will be available for inspection in electronic mode. Members can inspect the same by sending an email to investors@datamatics.com.

BOARD, COMMITTEES OF THE BOARD & KEY MANAGERIAL PERSONNEL

BOARD

The members of the Company's Board of Directors are eminent persons of proven competence and integrity. Besides their experience, strong financial acumen and leadership qualities, they have a significant degree of commitment towards the Company and devote adequate time to the meetings and preparation. In terms of the requirements of SEBI Listing Regulations, the Board has identified core skills, expertise and competencies of the Directors in the context of the Company's businesses for effective functioning, which are detailed in the Corporate Governance Report.

As on the date of this Report, the Board of Directors comprises 9 Directors, out of which 6 are Independent Directors. The composition of the Board complies with the requirements prescribed in the Listing Regulations.

Retirement by Rotation

In accordance with Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Dr. Lalit S. Kanodia (DIN: 00008050), Chairman & Whole Time Director, retires by rotation at the ensuing Annual General Meeting ("AGM") and being eligible offers himself for re-appointment.

Particulars of changes to the Board Appointment/Re-appointment

There were the following appointments/re-appointments of Directors on the Board of the Company during FY 2025-26:

a. Mr. Mahesh Zurale (DIN:10535033) was appointed as an Additional Director in the category of Non-Executive Independent Director, not liable to retire by rotation for a term of 2 (two) consecutive years commencing from October 30, 2025. Further, the Members of the Company through Postal Ballot on December 11, 2025 approved his appointment as Non-Executive Independent Director of the Company

b. Dr. Lalit S. Kanodia (DIN: 00008050) was re-appointed as Chairman & Whole Time Director of the Company for a term of 5 years with effect from May 15, 2025 to May 14, 2030 (both days inclusive). The re-appointment was approved by the members of the Company through a Postal Ballot on December 19, 2024.

As on date of this report, the Board of Directors on May 08, 2026 vide resolution by circulation appointed Mr. Hitesh Gajaria (DIN: 10044310) and Mr. Navnit Singh (DIN:00424875) as Additional Independent Directors of the Company for a term of 5 (five) consecutive years with effect from May 08, 2026 up to May 07, 2031 subject to approval of the shareholders.

There were the following resignation/cessation of Directors on the Board of the Company during FY 2025-26:

a) Mr. Vinay Aggarwal (DIN:00030483) ceased to be an Independent Director w.e.f. August 27, 2025 upon completing his second term of 5 consecutive years.

b) Mr. Himanshu Verma (DIN: 07832076) resigned as an Independent Director with effect from the closure of business hours on March 23, 2026. Mr. Himanshu Verma has confirmed that there are no other material reasons other than those provided in his resignation letter. Details of the resignation were filed with Stock Exchange on March 24, 2026.

Brief particulars and expertise of directors seeking appointment/re-appointment together with their other directorships and committee memberships have been given in the annexure to the Notice of the 38th AGM of the Company in accordance with the requirements of the SEBI Listing Regulations and Secretarial

Standards.

Key Managerial Personnel (KMP)

As on March 31, 2026, the following persons have been designated as the Key Managerial Personnel of the Company pursuant to Section 203 of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- Dr. Lalit Kanodia, Chairman and Whole-time Director;
- Mr. Rahul Kanodia, Whole-time Director designated as Vice Chairman and CEO;
- Ms. Divya Kumat, President, Chief Legal Officer & Company Secretary;
- Mr. Ankush Akar, Executive Vice President & Chief Financial Officer.

Declaration by Independent Directors

Pursuant to Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the Listing Regulations, the Independent Directors have provided a declaration to the Board of Directors that they meet the criteria of Independence as prescribed in the Companies Act, 2013 and the Listing Regulations, and are not aware of any situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge duties as an Independent Director with an objective independent judgement and without any external influence.

The Board is of the opinion that the Independent Directors of the Company hold highest standards of integrity and possess requisite expertise and experience required to fulfill their duties as Independent Directors.

Further, in terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended by the Ministry of Corporate Affairs ("MCA"), Independent Directors of the Company have confirmed that they have registered themselves with the databank maintained by The Indian Institute of Corporate Affairs ('IICA') and will appear for the online proficiency test of IICA, if applicable within the prescribed timelines as set under Rule 6(4) of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Accordingly, the Board of Directors of the Company is of the view that all the Independent Directors fulfill the criteria of independence and they are independent from the management of the Company.

The terms and conditions of appointment of Independent Directors are disclosed on the website of the Company at https://www.datamatics.com/about-us/investor-relations/corporate-governance

MEETINGS OF THE BOARD

During the financial year, four meetings of the Board of Directors were held, the details of which are given in the Corporate Governance Report of the Company, which forms part of this Report. The maximum interval between any two meetings did not exceed 120 days as prescribed under the Act.

BOARD AND COMMITTEE EVALUATION

The Companies Act, 2013 and SEBI Listing Regulations contains broad provisions on Board Evaluation i.e. evaluation of the performance of (i) the Board as a whole, (ii) individual Directors (including Independent Directors and Chairperson) and (iii) various Committees of the Board.

Pursuant to the said provisions, the Board has carried out the annual performance evaluation of the entire Board, its Committees and all the Directors based on the parameters specified in the Report of Corporate Governance.

A separate meeting of Independent Directors was held to discuss the performance of Non-Independent Directors, Board as a whole and the Chairman after considering the views of Executive Directors and Non-Executive Directors.

Company's policy on Director's appointment and remuneration:

The Nomination and Remuneration Committee had laid down criteria for determining Directors Qualification, Attributes and Independence of a Director, remuneration of Directors, Key Managerial Personnel and other employees and criteria for evaluation of Directors, Chairperson, Non-Executive Directors and Board and the evaluation process of the same. The policy may be accessed on the Company's website at below link

https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Nomination-and-Remuneration-Policy.pdf.

FUTURE GROWTH STRATEGY

Datamatics remains optimistic about the growth prospects in the current fiscal year. The company will continue to focus on key strategic areas including artificial intelligence, talent development, expansion in key international markets, and investments in technology and research. These initiatives are aligned with the Company's vision to enable customers in their digital transformation journeys and drive sustained long-term growth.

- **AI-First Approach:** Artificial intelligence is a key area of focus for Datamatics. The company has set up a Center of Excellence to support customers in exploring and scaling AI-led initiatives. Our approach is centered on building practical, use case-driven AI solutions that can bring efficiency and value to business operations.
- **Strengthening Hyperscaler Capabilities:** Datamatics is investing in building competencies across major hyperscaler platforms such as Microsoft, Google, and Salesforce. Collaboration with the Hyperscalers will help enhance credibility, shortens sales cycles, and strengthens Datamatics' positioning as a trusted digital transformation partner.
- **Focus on the US, European markets:**The US and Europe continue to be key markets for Datamatics. With established regional teams and focused go-to-market initiatives, the company aims to further strengthen its presence and deepen customer relationships in these regions.
- **Industry-Focused Solutions**: Datamatics is aligning its solutions to better serve industries such as Banking, Financial Services, Insurance (BFSI), Manufacturing, and Logistics. By combining domain knowledge with technology expertise, we are helping organizations in these sectors address specific business challenges and improve operational efficiency.
- **Talent Development and Innovation**:To support future growth, Datamatics will continue to invest in people, processes, and technology. This includes upskilling programs, expanding global talent, and enhancing digital capabilities to meet evolving customer needs. The Company remains focused on

delivering long-term value through innovation and strong customer partnerships.

KEY BUSINESS DRIVERS FOR DATAMATICS IN FY 2026-27

- **Invest in AI Services:** Datamatics continues to significantly invest in artificial intelligence, machine learning, and generative AI to expand its AI-led services portfolio. These investments focus on building advanced AI use cases, strengthening responsible AI frameworks, and embedding AI across operations, platforms, and customer experiences. By scaling AI services, the Company aims to drive higher-value engagements, improve margins, and address growing enterprise demand for intelligent automation and data-driven decision-making. We have rolled out Google Gemini Enterprise AI across the organization, empowering our teams to build intelligent agents, improve productivity, and drive innovation at scale. This strengthens our AI-first culture and positions Datamatics for sustainable growth and long-term value creation. TruAI is Datamatics' enterprise AI suite for agentic automation, built for complex, decision-intensive processes by combining AI capabilities with process expertise. TruAI Underwriting is the first Agentic AI-based solution in this portfolio, designed to support and streamline insurance underwriting decisions. We will continue to innovate in the AI space and currently working on the development of intelligent AI Agents designed to deliver contextual and autonomous support across business functions.

- **Increasing market presence in US And Europe:** Datamatics aims to deepen its footprint in the United States and Europe, which represent the largest and fastest-growing markets for digital transformation, AI, and automation services. The Company has strengthened local sales, solutioning, and delivery capabilities to be closer to customers, improve deal velocity, and increase wallet share within existing accounts. This focus enhances revenue diversification, increases exposure to high-value enterprise clients, and supports long-term, sustainable growth.

- **Strengthen Customer Relationships:** Datamatics is focused on building deeper, long-term relationships with clients by transitioning from project-based engagements to strategic, output-driven partnerships. By aligning solutions more closely with customer business objectives, the Company aims to increase account stickiness, improve client lifetime value, and expand cross-sell and up-sell opportunities across Digital Technologies, Digital Operations, and Digital Experiences.

- **Collaboration with Hyperscalers – Microsoft, Google, Salesforce:** Strategic partnerships with leading Hyperscalers such as Microsoft, Google, and Salesforce are central to Datamatics' go-to-market strategy. These alliances enable the Company to co-create industry-specific solutions, accelerate cloud and AI adoption for clients, and access joint sales and innovation ecosystems.

- **Industry Focus:** Datamatics is strengthening its focus on high-growth industries including Banking & Financial Services, Insurance, Manufacturing, and Logistics, where enterprises are accelerating investments in AI, automation, and digital transformation. By combining deep domain expertise with AI-led solutions and platforms, the Company is well-positioned to address evolving customer needs and drive long-term growth across these strategic sectors.

QUALITY

All the Datamatics' processes have a strong and robust foundation of Quality. It is a non-negotiable element of the way a process, service and product is conceived, designed and delivered end to end. A relentless focus on Customer delight, continuous process improvements and lean and efficient processes have been the hallmarks of the Company for years. This is what provides us an edge over our competition, far and wide. A look at the average duration a customer has been happily associated with Datamatics is an eloquent testimony to our untiring commitment to quality. Quality at Datamatics is a legacy that is being ably carried forward by the present team as well. The industry has also been recognizing the Company's performance. This year too, your Company and its personnel featured prominently at various platforms by winning prestigious awards.

Your Company is the first and the only I.T. Company to have won the "International Asia Pacific Award" for Quality in services sector in the year 2007. The Award was won against competition from hundreds of companies from 38 countries spread across the world, including the US, Japan, Australia, New Zealand, Russia, Canada, China, Israel, South Korea, Peru and Mexico. Your Company also won the prestigious "IMC IT Award for Quality" in January 2014. We have won the Global Quality Challenge award of one of the fortune 100 organizations for the ninth time.

Further significant initiatives of the Company towards quality are:

1) **Certifications:**

The Company's quality management systems (QMS) that forms the backbone of all the processes and the way day-to-day operations are carried out is a very comprehensive and robust standard that draws from a host of international standards and benchmarks. This includes ISO 9001:2015, SEI CMMI, ITIL, Agile, ISO 20000 and so on. Your Company's QMS is at the highest maturity level, Level 5 for CMMI Ver 2.0 SVC model. This covers almost all the locations and services that we cater to. The QMS has also been successfully assessed and certified for ISO 9001:2015. During all the surveillance periodic assessment audits, there has been no major non-conformity observed. All the new centers that we added in the financial year have also been successfully assessed and certified to the above international standards.

In alignment with our environmental and sustainability commitments, we have achieved accreditation for our management systems under ISO 14001, the internationally recognized standard for Environmental Management Systems. Additionally, we have received certification under ISO 45001, the global standard for Occupational Health and Safety Management Systems (OHSMS).

As you are aware, with the growing complexity of the digital economy, the threat on the information security and data also increases in terms of complexity and impact. Your Company is fully aware of this challenge and we constantly keep upgrading our information security management systems (ISMS). Our operations and ISMS have been successfully assessed and are compliant to ISO 27001:2013, SSAE 16 SOC 1 and SOC2 and HIPAA requirements. As you would be aware, these standards are extremely important for Financial, Insurance and Healthcare industries. The Organization is in the process of upgrading ISO 27001:2013 to the latest 2022 version. The Livonia and Philipines operations have also been successfully assessed and certified to PCI-DSS requirements.

The IPR products, TruCap+ and TruBot, TruAI and FINATO have also been successfully assessed for SOC2+ requirements. The Company got certified to the requirements of CyberEssentials (CE) and CyberEssentials Plus (CE+). CE and CE+ are UK Government-backed certification scheme that helps keep an organisation's and your customers' data safe from cyber-attacks. It provides a more comprehensive demonstration of an organization's security controls against common cyber threats. These certifications go a long way in establishing credentials of our cyber security preparedness especially for the European zone.

Our commitment to ensure a robust information security management system for our customers has been bolstered by these certifications. We have implemented Security Information and Event Management (SIEM) solution as well which will further strengthen the Information security management. Since COVID 19 lockdown and remote working methodology, there has been a palpable increase in the threat to information and data security. Pre-empting such threats, we have secured our networks further, addressed end point vulnerabilities and implemented mechanisms and tools to address advanced persistent threats (APTs) from all kind of malware attacks. The Company recently implemented EDR (End point Detection and Response) and MDR (Manage Detection and Response) solutions to further enhance our preparedness to any malware threats. We also implemented (MFA) Multiple Factor Authentication solutions to further enhance access and security controls around sensitive data and information being processed by the company. Vulnerability and penetration tests (VA/PT) are carried out regularly through internal as well as external agencies to make sure that our networks and servers are robust to any malicious attacks. We have tied up with an Industry Leader in the space of Cybersecurity management systems Upguard, to monitor and manage our security robustness. We also have a collaboration with leading SOC provider to assess, advise and act on any security threats to our networks. We are proud to share that the current score of 871 / 950 and a rating of A is well above the average score of 668 for the industry. There is an increased focus on employee awareness around information security as well for proactive and preventive measures such as phishing simulations to thwart any malicious attack. There is a conscious thrust on risk management as an organization strategy and the risks and mitigation plans are reviewed regularly at all pertinent levels.

A lot of thrust has also been put in enhancing the overall project management skills of our project managers through formal PMP certification from PMI, USA.

GDPR REGULATIONS AND DATA PRIVACY ACT

As you would be aware, General Data Protection Regulations (GDPR), the most important regulation around data privacy in the European Union region came into force a couple of years back. All our contracts with the customers in the EU region have been revised to incorporate the requirements of GDPR. Our processes have been further strengthened around the GDPR requirements. A dedicated Data Protection Officer (DPO) has been appointed to address issues, if any, raised around GDPR compliance. All the relevant employees and management have been trained on GDPR principles and requirements. GDPR awareness is an integral part of the employee induction program.

We are also gearing our processes to address all the requirements of the Data Privacy Act of India. We are in the process to get assessed and certified to Data Privacy standard, ISO 27701.

2) Customer Satisfaction Tracking:

As you're aware, your Company conducts customer satisfaction surveys at the end of every major milestone to assess customer's perception of our services. The wholly automated survey asks the customers their feedback on a range of parameters that measure their near and long term perceptions about the Company.

We feel proud to share with you that we continue a stellar performance on this count. Your Company scored 5.32 on overall satisfaction rating on a scale of 1-6, 1 being the lowest and 6 being the highest. Another highlight of this survey has been that more than 85% of the respondents have rated us in the top 2 boxes of the rating i.e. extremely satisfied and Delighted. 64 customers have rated us as delighted on all the parameters. Over 60% of respondents expressed "Insist" and "Prefer" to work with Datamatics on Quality of Engagement questionnaire. We believe that in the modern environment Customer Experience i.e. the impression that our customers make during their interaction with us, is extremely critical. Customer Experience, apart from the feedback on the hard deliverables, is an integral part of these surveys. We are glad to share that the results are extremely positive on this front. Apart from this, the more frequent and real time Customer Feedback Capture mechanism that captures feedback through other formal and informal channels also reports an improving trend in the customer sentiment towards our processes and performance.

3) Continuous Improvement - Lean Six Sigma:

The Company has a mature and well-entrenched continuous improvement program. This program is based on the principles of Lean, Six Sigma and Kaizen. The program focusses on making our processes more efficient, productive, accurate and cost effective. The program continues to deliver significant benefits to the organization with improvements in productivity, efficiency, accuracy and customer satisfaction. Overall 500 Lean Six Sigma projects and 2180 Kaizens were successfully completed since 2007.

The Company has about 30 Six Sigma Green Belt and 60 Six Sigma White Belt certified professionals along with 6 Six Sigma Black Belt and 1 Six Sigma Master Black Belt certified professionals.

INTELLECTUAL PROPERTY (DATAMATICS GROUP)

At Datamatics, intellectual property is not merely a legal asset it is the cornerstone of our competitive advantage and a direct reflection of our commitment to building proprietary, differentiated solutions for our clients worldwide. Our IP portfolio spans patents protecting breakthrough technologies, trademarks securing our brand identity across global markets, and copyrights safeguarding our creative and software assets.

As of the current reporting period, the Datamatics Group comprising Datamatics Global Services Limited, Lumina Datamatics, and TNQ Technologies collectively holds a strong and growing portfolio of intellectual property across India, the United States, Europe, and the United Kingdom.

7	61	18	32
PATENTS *Granted*	TRADEMARKS *Active & Registered Globally*	COPYRIGHTS *Software & Artistic Works*	PROPRIETARY PRODUCTS

Patents: Powering Proprietary Innovation

Our patent portfolio reflects the depth of our R&D investment and our focus on developing technologies that address complex, real-world challenges across document intelligence, AI-driven automation, and digital content management.

The Datamatics Group holds **7 granted patents** across India and the United States, covering pioneering innovations in automated document processing, intelligent content transformation, and advanced social network technologies. These patents protect core IP embedded within our flagship products, ensuring that the competitive edge our solutions deliver to clients is both robust and defensible.

In addition the, Datamatics Group has **filed 5 patent applications** from the year 2024 to 2026, which are under review across India, Europe, and the United Kingdom. These pending applications span next-generation capabilities including AI-driven document processing, intelligent workflow orchestration, dynamic fatigue prediction, and proprietary market analysis underscoring our sustained investment in the technologies that will define the next phase of enterprise automation.

Trademarks: Protecting Our Global Brand Identity

A strong brand is among the most enduring assets a company can build. The Datamatics Group has invested consistently in protecting its brand equity across key international markets, resulting in a portfolio of around **61 registered and active** trademarks spanning India, the United States, the United Kingdom, and the European Union.

This extensive trademark coverage ensures that our brand identity and the trust it represents to clients, partners, and stakeholders is protected as we continue to expand our global footprint. The portfolio encompasses our core Datamatics brand, our product families, and the specialised brands of our subsidiaries.

Copyrights: Securing Our Creative and Software Assets

Our software platforms, proprietary tools, and artistic works represent years of dedicated development and creative investment. The Datamatics Group holds **18 copyrights,** primarily covering software applications and artistic logos ensuring our ownership of these unique intellectual creations is clearly established and legally protected.

These copyrights form a foundational layer of IP protection that complements our patents and trademarks, collectively ensuring that every dimension of our intellectual output is safeguarded.

Proprietary Products

Alongside its registered intellectual property, the Datamatics Group has built and owns a portfolio of **32 proprietary products** platforms conceived, engineered and maintained in-house, and taken to market under our own brands.

Developed through sustained investment in research and development, these products span intelligent automation, artificial intelligence, finance transformation, automated fare collection, eCommerce intelligence and scholarly publishing, and are deployed with enterprise customers across four continents.

8	17	7
DATAMATICS *Automation, AI & Fare Collection and Salesforce-native products*	LUMINA DATAMATICS *eCommerce & Publishing*	TNQTECH *Scholarly Publishing*

Datamatics Global Services Limited

Datamatics Global Services Limited owns eight proprietary products across its **Digital Technologies and Digital Operations businesses**, with established product lines in Robotic Process Automation, Intelligent Document Processing, Business Intelligence and Automated Fare Collection. The portfolio comprises **TruBot,** an enterprise RPA platform for rules-based task and process automation; **TruCap+,** an IDP platform applying AI and machine learning to capture data from structured and unstructured documents; **TruBI,** a business intelligence and data visualisation platform; **TruAI**, an enterprise AI platform deployed for underwriting automation and financial statement analysis; **TruDiscovery**, an enterprise search platform enabling unified discovery across disparate data sources; **TruAgent**, an Agentic AI platform extending automation beyond rule-based execution to autonomous, reasoning agents; **FINATO**, an AI-powered finance transformation platform spanning Procure-to-Pay, Order-to-Cash, Record-to-Report and Financial Planning & Analysis; and **TruFare**, an Automatic Fare Collection platform supporting closed-loop contactless smartcard ticketing and open-loop integration, deployed across metro, rail and rapid transit networks in India and internationally.

The Datamatics Group has developed and owns a portfolio of **32 proprietary**, in-house products across AI, automation, finance transformation, eCommerce intelligence, and digital platforms, serving enterprise customers globally.

Our intellectual property portfolio is a living testament to the Datamatics Group's culture of innovation and its resolve to build solutions that are not only best-in-class but uniquely our own. As we continue to invest in next-generation technologies, this portfolio will grow in breadth and depth serving as both a shield for what we have built and a springboard for what we will create.

HUMAN RESOURCE MANAGEMENT:

At Datamatics, building a diverse, agile, and future-ready workforce remains integral to our HR philosophy. We are committed to fostering an engaging and inclusive workplace that attracts, retains, develops, and empowers talent to reach their full potential while aligning closely with business priorities. As of March 31, 2026, Datamatics employs over 15700 employees worldwide.

Datamatics continues to attract talent to high-impact roles, with competitive, performance-driven pay that emphasizes long-term incentives, a wealth of learning opportunities, a commitment to enhancing diversity, equity & inclusion, an employee-centric climate, well-being-focused infrastructure, and support that promotes collaboration and sustained performance.

To enable sustainable growth, Datamatics continues to invest in future-ready talent, AI-enabled processes, and scalable digital platforms, including building of critical skills for an AI-driven organisation, expanding agile talent models, and embedding intelligence across HR and Business Operations. The focus remains on driving innovation, productivity, and long-term value through trusted customer partnerships.

Our Global Annual Climate Survey was conducted with 84% participation, along with the Dextara Datamatics team. We aimed to understand Datamaticians sentiments this year. With an overall positive sentiment through our consistent work and goodwill, we earned a higher score in terms of NPS and a stable employee pride score.

Our consistent efforts continue to be recognized on diverse platforms globally, enhancing our employer brand and attracting talent:

- **In India**,
  - Datamatics was recognized in India's first DEI Index, highlighting the top 100 Indian Enterprises, by Team Marksmen in collaboration with EY.
- **In the Philippines**,
  - Healthcare Information Management Association of the Philippines (HIMAP) – Kaunlaran Award, highlighting our meaningful contributions to workforce development, community advancement, and sustainable industry growth.

TALENT ACQUISITION

The talent market experienced a steady slowdown during FY 2025-26, with cautious hiring. However, a notable trend of candidates holding offers remains. There is a noticeable surge in AI-related hiring in the market.

Hiring numbers have decreased compared to FY 2024-25 due to the market slowdown. Most competitors experienced a comparable reduction in IT hiring. The Talent Acquisition (TA) Team has participated in multiple AI training programs and has effectively used AI for market research, competitor mapping, job description creation, and search string development. The TA team has effectively secured joining numbers, met SLAs, and maintained a good offer-to-joining ratio.

The team continues to hire gig workers. The team created business feasibility reports for various countries, supporting global expansion strategies and evaluating key factors, including educational infrastructure, talent availability, wage competitiveness, and competitor presence.

The team delivered on the strategies adopted and planned initiatives to meet the defined goals. On Sourcing, the team continued to prioritize connecting with as many diverse candidates as possible through both traditional and emerging sourcing channels. Mass interview drives were conducted as needed by the businesses. The candidate engagement process was effectively executed.

The team regularly conducted desk research on Datamatics offerings and market intelligence on competitors for all businesses. Regular engagement with the business teams was conducted to understand the business pulse. The year also witnessed the hiring and onboarding of senior strategic hires. The team effectively used cost-effective hiring models, and prioritized direct hiring.

The Talent Acquisition team has proactively integrated best industry practices across the entire recruitment lifecycle, including sourcing, interviewing, and candidate engagement. The commitment to continuous innovation is demonstrated by the successful implementation of strategic initiatives, such as passive candidate engagement and data-driven market intelligence.

LEARNING & DEVELOPMENT:

At Datamatics, our commitment to building a future-ready workforce continued during FY 2025–26, through focused investments in capability development, digital learning, leadership readiness, and emerging technology skills. In partnership with our learning mascot, Datamatics DAT (Develop–Aspire–Transform), and in close alignment with business units, the Learning & Development function strengthened enterprise capabilities to support evolving client, market, and operational requirements.

Capability Building in Emerging Technologies:

- During the year, the team significantly accelerated future-skills readiness through focused learning interventions in Artificial Intelligence, cloud technologies, automation, and digital engineering.
- AI Learning Spectrum initiative offered 31 curated programs from leading institutions, through which our employees completed almost 5000 courses, contributing over 18,000 learning hours.
- Additionally, under the Agentic AI Army initiative, a group of 175 Techies were upskilled through advanced learning pathways covering Agentic AI, LLM engineering, AI engineering fundamentals, and next-generation AI architectures, accounting for over 8,200 learning hours.
- We also conducted the OutSkill – Generative Mastermind program, which saw participation from 848 employees, reflecting strong engagement in generative AI capability building.

Technical and Functional Upskilling:

- Through the CURE framework (Cross-skilling, Upskilling, Reskilling, and Elevated Skilling), multiple technical capability programs were conducted across technologies and business functions. These included React.js, Performance Testing, PL/SQL optimization, DevOps, Cybersecurity, Playwright, Azure APIs, JIRA, Microsoft Project Planning, Data Migration Testing, and other niche skills.
- Tech Talks sessions were also organized for all employees to enhance awareness and expertise in emerging industry technologies.

Digital Learning Ecosystem:

- Team L&D strengthened its digital learning ecosystem by expanding the Elevate Learning Management System to over 290 modules, launching mobile learning access, introducing role-based learning journeys, and launching bite-sized learning capsules under Elevate Bytes.
- Targeted enablement programs were undertaken to drive the adoption of Google Gemini Enterprise across the organization, with approximately 800 licenses deployed to

support productivity and workplace AI adoption.

Certifications and Strategic Alliances:

Capability development aligned with strategic partnerships was undertaken, including Microsoft, Google Cloud, Oracle, Salesforce, and the Project Management Institute. During the year, employees earned 24 industry-recognized certifications across cloud, AI, DevOps, data, architecture, and enterprise domains.

Leadership and Managerial Development:

Datamatics invested in people leadership capability through structured programs, including Leadership Talk V3.0, Fit to Lead Bootcamp, Get Set Grow, and Manager in Making. These initiatives covered supervisory, managerial, and first-time manager segments, with participation across locations.

Business Enablement:

Focused learning interventions were delivered for business units, including Sales, FAS, and R&A IT teams. Programs covered solution knowledge, communication excellence, productivity tools, AI applications, change management, customer engagement, and workplace effectiveness. Additionally, internal innovation was encouraged through hackathon initiatives, during which employees presented AI-led use cases to improve current processes and business efficiency.

Learning Culture and Governance:

- To strengthen the learning culture, the Company conducted the Learning Web Series Competition.
- The contribution of internal faculty members was recognized through the Trainer Felicitation initiative, celebrating 84 internal learning ambassadors for their support in capability building.
- During the year, the Learning & Development function also successfully supported key internal and external audits, including ISO 27001:2022, ISO 9001:2015 recertification, ISO 14001, ISO 45001, and internal compliance audits, and achieved zero NCs.

Overall Learning Impact:

- We recorded 411,995 learning person-hours (equivalent to 51,499 training days), averaging 9.48 learning days per employee, representing a 6.5% increase over the previous financial year.
- Learning programs also achieved an average participant feedback score of 4.3 out of 5, reflecting strong learner satisfaction and program effectiveness.

TALENT MANAGEMENT:

During the year, the HR Center of Excellence continued to strengthen Datamatics' talent, leadership, and culture agenda, with a sharp focus on performance maturity, leadership capability building, diversity, inclusion, employee experience, employer branding, and technology-led efficiencies.

- **Maintaining a performance-driven culture and development-focused organization:**
  - Key Talent across functions participated in structured capability-building interventions, including collaborative leadership across geographies, client-centricity, and design-thinking–based learning journeys, linking leadership behavior to business outcomes.
  - Strengthening Promotion Board rigor by bringing in organizational and developmental focus on billability and upskilling. 90% of key talent got promoted to the next grade at a mid-senior level.
  - Detailed role, career path, and span-of-control mapping exercise undertaken as a pivotal organizational design to aid growth for Datamaticians, aligned with their development, along with strategic goals.
  - Organisational Competency-based focus continues, with key talent decisions taken across functions.
  - The Datamatics Mentoring Program (DMP) season four launched with an emphasis on client centricity. The 'Support Squad' model was established, ensuring deeper mentor–mentee accountability, structured development plans across leadership levels and geographies, and reinforcing cross-functional and cross-business learning.
- **Recognition, engagement and culture:**
  - Through the '**Appreciate with Badges**' peer-to-peer recognition platform, appreciation remained a core cultural lever, reinforcing a culture of gratitude, collaboration and performance across geographies. More than 2,500 unique Datamaticians (~34%) were appreciated with badges.
  - The 'Mind Matters' campaign, aligned with the Datamatics Wheel of Wellbeing, continued to share credible resources, normalize mental health conversations, and integrate wellbeing into everyday organizational dialogue.
- **DEI – Deepening DEI into everyday practice:**
  - Introduced a dedicated policy for 'People with Disabilities' for India.
  - Continued global execution of the Datamatics Diversity Charter (DDC) agenda, reinforcing inclusion across gender, generation, ability, culture, and thought.
  - 'Coffee, Cakes and Candid Chats', conducted by the CHRO globally, blending local feedback with key Industry insight for each geography.
  - 'Datamatics Women in Tech' continues to showcase internal role models and enable aspirational career pathways in tech /tech-enabled roles.
  - Focused (Wo) Mentoring sessions were conducted with international speakers, with Customers joining us as Mentors as well, with 700+ unique women & allies joining the sessions globally during the year in a hybrid setup.
  - Enabled leadership participation in external DEI forums, positioning Datamatics as a credible voice on inclusive leadership and global talent practices.
- **Employee listening & organizational insights :**

  Successfully conducted the Global Climate Survey, achieving strong participation across geographies, followed by AI-assisted analysis, leadership reporting, and action planning in partnership with internal analytics teams, thereby enabling focused interventions rather than one-size-fits-all actions.

- **Leveraging technology and internal capability:**
    - o Infused the MySpace (Darwinbox) HRMS transformation with PMS design, role mapping, project review formats, enhanced workflows and phased change-management enablement.
    - o Applied automation and GenAI-powered analysis selectively across talent and engagement initiatives to improve speed, insight and decision quality.
- **The Datamatics Fellowship Program** was successfully established in Puducherry with Tagore Government College of Arts & Science, aligned to Digital Operations talent needs, supporting both employability and responsible talent pipeline creation.
- **Leveraging Technology & in-house expertise:**

    GenAI-powered analysis/ enhancements undertaken for applicable initiatives. All efforts were aligned with a cost-conscious focus, enhanced employee experience, and improved productivity (efforts and time) in consultation with our expert business team.

    The team ensured consistent, positive employer brand visibility across internal and external platforms, focusing on DEI, well-being, CSR, and people success stories, thereby strengthening Datamatics' positioning as a progressive, employee-centric organization.

CORPORATE HR:

The HR function played the biggest role this year in workforce optimization, as a trusted strategic business partner, and employee champion at the same time. HR played a key role in supporting business transitions, including ramp-ups, ramp-downs, and organizational changes, ensuring a people-centric approach with minimal disruption to operations.

The key initiatives undertaken during the year are highlighted as follows:

- Datamatics continued its focus on the Apprenticeship Program through BOAT, NAPS, and CMAPS, enabling structured skill development aligned to business needs. As of March 31, 2026, the Company has trained 334 apprentices across various locations, contributing to the development of a future talent pipeline.
- The Company strengthened its Blended (Work from Office, Work from Home, Work from Client Location, and Hybrid) workforce model. Employee feedback mechanisms and surveys were leveraged to enable data-driven people decisions and improve workforce effectiveness.
- With a view to strengthen the managerial cadre, the CHRO-led forum 'Datamatics Managerial Charter' at Mumbai, Nasik, Pondicherry, Bangalore brought in a sense of shared responsibility in critical people decisions.
- HR enabled workforce optimization through structured redeployment and resource planning initiatives, supporting business requirements while ensuring optimal utilization and cost efficiency.
- The onboarding experience continued to be strengthened through structured interventions, including the 30-60-90-day program, i.e., New Entrant Observation (NEO), enabling faster integration and improved new joiner experience.
- HRBPs conducted over 8,500 unique one-to-one employee connect sessions during the year, enabling proactive issue resolution, improved engagement, and stronger alignment with business teams.
- Datamatics continued its focus on employee wellbeing through initiatives covering mental health awareness, expert-led sessions, and access to health consultation services, reinforcing a holistic approach to employee wellbeing.
- The HR function continued to leverage digital platforms such as the ticketing system and Ask HR to enhance service delivery, improve turnaround time, and strengthen employee experience.
- The Company accelerated AI adoption across, enhancing productivity, improving turnaround time, and building future-ready capabilities.
- Monthly engagement activities were organized across locations through HRBPs, with continued focus on employee wellbeing, financial awareness, and team engagement, contributing to a positive work environment.
- Reward & Recognition programs and engagement platforms such as Euphoria continued to be leveraged to drive motivation, recognize performance, and strengthen organizational culture.
- Annual reward and recognition platform Datamatics Annual Achievers Award (AAA) celebrated in all locations, with a 50th year anniversary theme around Innovative minds creating Global impact. This event in all our locations globally, continued to extol the value of collaboration, pride and resilience.

US and OVERSEAS HR OPERATIONS:

HR in the U.S. was instrumental in directly shaping business outcomes, workforce stability and company culture. The team continues to handle the fundamentals, but with more tech (AI) and compliance complexity. Operational efficiencies were leveraged during transfers from India, successful execution of new projects. Key operational areas included Talent acquisition, Employee relations, focused interventions around integration of newly acquired Dextara with Datamatics US, Compensation & benefits management, Compliance with all federal, state and local labour laws.

The Overseas HR team continued to work closely with India teams to support global workforce management and mobility. The team delivered seamless employee mobility across international locations, aligned with business expansion priorities. This included orchestrating 19 deputations and new hires across ROW markets (UK, Switzerland, Australia, and UAE), successful deployment of employees in the Netherlands under the EOR model, thereby strengthening global workforce capabilities.

Philippines Human Resource Operations:

Datamatics Philippines delivered a year of strong business impact, driven by disciplined execution across HR, cost optimization, compliance, and strategic business support. The organization strengthened workforce stability while directly contributing to revenue growth, margin improvement, and risk mitigation, positioning HR and Operations as key drivers of business performance.

Operational Excellence & Workforce Stability - The Philippines operations demonstrated strong resilience and stability across multiple programs, including ramp-ups, transitions, and project closures. Key highlights:

- Successfully managed project closures without any labor cases, ensuring proper employee reassignment and eliminating financial and reputational risk.
- Maintained retention of key talent while supporting expansion and ramp requirements.
- Strengthened workforce stability through effective lifecycle management and engagement strategies.

These efforts ensured continuity of operations while protecting both client relationships and organizational integrity.

Strategic HR Execution & Talent Management - HR continued to evolve as a strategic business partner, enabling both operational success and business growth with key contributions like:

- Delivered high-quality hiring aligned with aggressive ramp and expansion requirements, successfully onboarding over 6,000 part-time associates for event-based projects and full-time employees, enabling rapid scalability and uninterrupted operations.
- Strengthened hiring strategy to balance quality, speed, and cost efficiency, and supported business expansion initiatives.

Employee Engagement & Employer Branding - Datamatics Philippines continued to strengthen its employer brand and employee engagement, contributing to both talent attraction and retention. The successful rollout of strategic talent programs, including the ADB Graduate Program, and strong client recognition were highlights.

Learning & Development - Initiatives remained aligned with business needs, focusing on workforce readiness and continuous capability development. Key focus areas:

- Supporting operational ramp-ups through targeted training and readiness programs.
- Strengthening alignment between training, operations, and client expectations.
- Enabling employees to adapt to complex and evolving operational requirements.

Governance, Compliance & Process Excellence - The team maintained strong governance and compliance standards, ensuring operational discipline and risk mitigation.

- Enhancement of HR policies and employment frameworks.
- Strengthening compliance and statutory alignment.
- Continuous improvement in process efficiency and governance structures.

These key initiatives improved operational control and ensured alignment with regulatory and client requirements.

CORPORATE SOCIAL RESPONSIBILITY:

Datamatics continues to deepen its commitment to corporate citizenship, aligned with the United Nations Sustainable Development Goals (UNSDGs), through meaningful CSR activities that impact individuals and communities in India and the Philippines. We stayed true to our emphasis on the environment and employability, with an overarching focus on empowering marginalized groups.

- **In India:**
  - **Enabling Employability in Tier 3 Cities**—We continue to support employment opportunities in Tier 3 cities in India, including flexible working options, especially for women and people with disabilities (PwD).
  - **Sponsoring Education for students - Tagore Govt. Arts & Science (Puducherry) –** enabling employability with industry-ready skills and sponsoring Education for meritorious students.
  - **Save Ocean, Save Earth -**Datamatics, associated with Khushiyaan Foundation, organized a beach clean-up drive in Mumbai. The enthusiastic volunteers embodied the Conservation spirit and collected 200+ kgs of plastic waste. The waste collected will be cleaned, separated, and recycled (where feasible) into utility items.
- **In the Philippines:**
  - **Hunger Relief Initiative**, supporting underserved communities in partnership with Project P.E.A.R.L.S. Volunteers served 400 hot meals and engaged children through art, storytelling, and interactive learning sessions, offering both nourishment and meaningful encouragement.
  - **Earthquake Relief Efforts**, providing immediate relief, restoring hope, and supporting the health and well-being of 200 disaster-affected families.
  - **Blood Donation Drive** in continued partnership with the Philippine Red Cross. The drive resulted in 27 successful donations, highlighting our shared commitment to health and life-saving causes.
  - **Mangrove Tree Planting Activity**, aiding environmental conservation and supporting the livelihood of the local community.

  Additionally,

  - Celebrated World Environment Day in collaboration with the Corporate Admin team with a toy donation drive. The team collected toys from Mumbai offices and distributed them to underprivileged children through Angel Xpress NGO.
  - Orphanage visit & tech enablement - Datamatics supported young learners at Balsadan orphanage in Nasik by donating computers and hampers, promoting access to technology-enabled learning.
  - Honoring Our Heroes by supporting Armed Forces Welfare - In partnership with the Zilla Sainik Welfare Board, Nasik, Datamatics engaged with families of armed forces personnel and reinforced a decade-long association dedicated to community support and inclusion.
  - Blood donation drives across Mumbai and Nashik offices, resulting in more than 110 bags donated. Thus, contributing to lifesaving medical support while strengthening partnerships for community well-being.
  - Joy of Giving – Datamaticians in Puducherry donated stationery, toys, and clothes (dresses) just before Christmas. This initiative helped bring in emotional comfort and joy

while aiding long-term educational development.

- As a socially conscious and community-driven organization, we continue to welcome New Joiners with a canvas bag (as part of the ongoing Bonding Time sessions) in association with Little Angels School (Mumbai), a school for students with learning disabilities and special needs.

These initiatives reinforce our commitment to make a lasting difference in the lives of those around us.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company continues to endeavour to create and provide an environment that is free from discrimination and harassment, including sexual harassment. The Company remains committed to ensuring awareness of the provisions of the POSH Act and adherence to its principles.

The Company has constituted an Internal Committee (IC) in compliance with the POSH Act, and the committee's constitution complies with the said Act. In addition, we have conducted awareness training programs for all employees in FY 2025-26.

The Company has adopted an Anti-Sexual Harassment Policy in line with statutory requirements and remains committed to upholding the dignity of every woman employee.

- Number of complaints pending as of the beginning of the financial year: 0
- Number of complaints filed during the financial year: 1
- Number of complaints pending as of the end of the financial year: 1

COMPLIANCE OF MATERNITY BENEFIT ACT 1961

The Company has complied with all the relevant provisions of the Maternity Benefit Act, 1961.

AWARDS & ACHIEVEMENTS

During the year, the Company (including Subsidiaries & Group Companies) and its employees received several awards and recognition, some of which are:

- Dr. Lalit Kanodia, Chairman Datamatics Group won the 'Transformational Impact on Industry 2024' award at MRSI Golden Key Awards.
- Rahul Kanodia, Vice Chairman & CEO, Datamatics, conferred Honorary Doctorate by Amity University, Kolkata.
- Rahul Kanodia, Vice Chairman & CEO, Datamatics recognized as CEO of the Year award at The Business Leader of the Year Awards 2025.
- Datamatics won the Most Humane Organization award at MRSI Golden Key Awards.
- Datamatics won India's Top 100 Organisations in DEI Excellence 2025 – In Partnership with Ernst & Young.
- Sameer Kanodia, Vice-Chairman & CEO, Lumina Datamatics, was honored with the 'CEO of the Year® Award' for the second consecutive year.
- Sameer Kanodia, Vice-Chairman & CEO, Lumina Datamatics, was honored with the "Charismatic Business Leader" award at the International CXO Conference – PeopleFirst HR Excellence Awards.
- Lumina Datamatics was certified as a Great Place To Work® for the third consecutive year.
- Lumina Datamatics was recognized as "Asia's Most Admirable Brand" at the Asian Brand & Leadership Awards 2025.
- Sameer Kanodia was named "Asia's Leader of the Year" at the Asian Brand & Leadership Awards 2025.
- Lumina Datamatics was awarded "Most Preferred Workplace for Women 2024–2025" by Marksmen Daily.
- Lumina Datamatics received the Indo–American Corporate Excellence Award for Excellence in Service (Indian Company in the US) from the Indo–American Chamber of Commerce.
- Lumina Datamatics was recognized among the ET Now Best Organisations to Work 2025 by the Times Group.
- Lumina Datamatics received the IMC Ramkrishna Bajaj National Quality (RBNQ) Certificate of Merit 2024 in the Service Category from the IMC Chamber of Commerce and Industry.
- Lumina Datamatics received the IMC Ramkrishna Bajaj National Quality (RBNQ) Certificate of Merit 2024 in the Service Category and Milestone Merits Recognition 2025 in the Leadership and Workforce Categories.

DELIVERY FOOTPRINT & OPERATIONAL EFFICIENCY

We completed the consolidation of all Manila operations into the Hanston facility, streamlining workflows and significantly reducing operating costs. This initiative has enhanced collaboration, improved process standardization, and strengthened overall operational efficiency.

In parallel, the successful launch of our Cebu site establishes a dual-site delivery model, providing operational redundancy and enabling further cost optimization through a more competitive talent base. This expansion enhances business continuity and supports scalable growth for large enterprise programs.

Compliance, Security & Industry Recognition

We continue to reinforce our position as a trusted, enterprise-grade delivery partner through key certifications:

- **ISO 27001:2022** (Valid until May 26, 2028)
- **PCI DSS Level 1 (v4.0.1)** (Valid until June 13, 2026)
- **SOC 2 Type 2 Report** (Issued June 2025)

The achievement of SOC 2 certification for our Philippines operations marks a significant milestone, strengthening client trust and enabling us to compete more effectively in regulated industries.

Awards & Recognition (Delivery Organization & Market Positioning)

Datamatics continues to receive strong external validation across both delivery excellence and global market positioning:

- Recognized by **HIMAP, CCAP, IBPAP**, and the **Asia CEO Awards** across Technology Excellence, Leadership, Employer of Choice, Sustained Growth, CSR, and Innovation
- Featured across multiple global analyst evaluations including:

- **Insurance Business Process Transformation 2025 RadarView™** – Recognized as Niche Player / Challenger
- **Life & Annuities Insurance BPS and TPA PEAK Matrix® 2025** – Major Contender
- **Finance & Accounting Outsourcing (FAO) PEAK Matrix® 2025** – Major Contender
- **Order-to-Cash (O2C) PEAK Matrix® 2025** – Major Contender
- **ISG Provider Lens™ 2025 (Global Capability Center & FAO Services)** – Product Challenger

- Recognized among the **Top 15–16 global vendors across multiple categories**
- Featured in **14 analyst reports in the past year**, reinforcing strong global visibility and credibility.

These recognitions collectively strengthen our positioning as a high-performing, globally competitive IT-BPM organization.

PARTICULARS OF EMPLOYEES

Disclosures with respect to the remuneration of Directors and employees as required under Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed as **"Annexure – A"** to this Report.

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of top ten employees in terms of remuneration drawn and the name and other particulars of employees drawing remuneration in excess of the limits set out in the said Rules are required to be part of the report. However, having regard to the provisions of the first proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the Members of the Company. The said information is available for inspection at the Registered Office of the Company during working hours. Any member interested in obtaining such information may write to the Company Secretary, at the Registered Office and the same will be furnished on request.

DATAMATICS' INSIDER TRADING POLICY FOR REGULATION OF TRADING BY INSIDERS

Datamatics' Compliance Team has formulated an Insider Trading Policy for Directors and employees in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The policy lays down guidelines, which advises the insiders on procedures to be followed and disclosures to be made, while dealing with the Company's securities. The policy clearly specifies, among other matters, that "Designated Persons" including Directors of the Company can trade in the Company's securities only when the 'Trading Window' is open. The trading window is closed during the time of declaration of financial results, dividends and other important events as mentioned in the policy.

STRUCTURED DIGITAL DATABASE FOR PREVENTION OF INSIDER TRADING PRACTICE

In accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, ('SEBI PIT Regulations') as amended, the Company has customized a secure Insider Trading Compliance Tool (InsiderLens Software) which is maintained in house to prohibit insider trading activity. The Company has in place a structured digital database wherein details of designated persons along with connected persons with whom UPSI is shared on a need to know basis and for legitimate business purposes is maintained with time stamping and audit trails to ensure non-tampering of the database.

The Insider Trading Policy for Regulation of Trading by Insiders is available on our website at https://www.datamatics.com/about-us/investor-relations/corporate-governance.

The Compliance Team conducts regular awareness initiatives by circulating emails to designated employees on the Company's Prohibition of Insider Trading Policy. Additionally, a comprehensive training module on the policy has been developed and made accessible to all employees via the Company's intranet portal, "Pulse." These measures have effectively mitigated the risk of insider trading violations. Consequently, during the financial year 2025–26, there were no reported instances of insider trading violations.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2026, your Directors hereby confirm that:

(i) In the preparation of the annual accounts for the Financial Year ended March 31, 2026, the applicable accounting standards have been followed and no material departures have been made from the same;

(ii) In consultation with the Statutory Auditor, accounting policies have been selected and applied consistently, and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for the year ended on that date;

(iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and irregularities;

(iv) Annual accounts have been prepared on a going concern basis;

(v) Adequate Internal Financial Controls have been laid down to be followed by the Company and such Internal Financial Controls were operating effectively during the financial year ended March 31, 2026;

(vi) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively throughout the financial year ended March 31, 2026.

SECRETARIAL STANDARDS

The Company has complied with secretarial standards issued by the Institute of Company Secretaries of India on Board Meetings and Annual General Meetings.

SECRETARIAL AUDITOR

Secretarial Audit report for the year ended March 31, 2026

As required under provisions of Section 204 of the Companies Act, 2013 and pursuant to Regulation 24A of the Listing Regulations, the reports in respect of the Secretarial Audit for FY 2025-26 carried out by M/s. Tushar Shridharani & Associates LLP, Practicing Company Secretaries, in Form MR-3 has been annexed to this Board Report as "**Annexure B1"** and forms part of the Annual Report. Also, the Secretarial Audit Reports for FY 2025-26 in Form MR-3 in respect of Lumina Datamatics Limited and TNQ Tech Private Limited the material unlisted subsidiaries of your Company, has been annexed to this Board Report as "**Annexure B2" and** "**Annexure B3"** and forms part of the Annual Report.

Secretarial Auditors' appointment

In compliance with Regulation 24A of the Listing Regulations and Section 204 of the Companies Act, 2013 read with rules thereto, the Board at their meeting held on May 15, 2025 the Members at the 37th AGM held on September 18, 2025 approved the appointment of M/s. Tushar Shridharani & Associates LLP, Practicing Company Secretaries (Firm Registration Number L2025MH018100), as the Secretarial Auditors for a term of 5 consecutive years commencing from FY 2025-26 upto FY 2029-30.

Annual Secretarial Compliance Report

In compliance with the Regulation 24A of the SEBI Listing Regulations and the SEBI circular CIR/CFD/CMD1/27/2019 dated February 8, 2019 and NSE Circular Ref No: NSE/CML/2023/30 dated April 10, 2023, the Company has undertaken an audit for the FY 2025-26 for all applicable compliances as per SEBI Listing Regulations and Circulars/Guidelines issued thereunder. The Annual Secretarial Compliance Report duly issued by M/s. Tushar Shridharani & Associates LLP, Practicing Company Secretary has been submitted to the Stock Exchanges within the prescribed timelines.

INFORMATION ON AUDITORS' OBSERVATIONS

1) Statutory Auditors:

The report of the Statutory Auditors on the Standalone and Consolidated Financial Statements forms part of this Annual Report. There are no qualifications, reservations or adverse remarks made by the Statutory Auditors in their report.

2) Secretarial Auditor:

The Secretarial Audit Report and Annual Secretarial Compliance Report does not contain any qualification, reservation or adverse remark except delay of 5 days in holding the Risk Management Committee Meeting. The Management has taken note of this observation and has assured to remain more compliant in the future.

STATUTORY AUDITORS

Pursuant to the provisions of Section 139 of the Act 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. M L Bhuwania and Co LLP, Chartered Accountants (Firm Registration No. 101484W/W100197), were reappointed as Statutory Auditors of the Company at the 34th AGM held on July 29, 2022, to hold office till the conclusion of the 39th AGM to be held in the year 2027.

M/s. M L Bhuwania and Co LLP, has furnished a certificate of their eligibility and consent under sections 139 and 141 of the Act and the Companies (Audit and Auditors) Rules 2014, for their continuance as the Statutory Auditors of the Company for the FY 2025-26. In terms of the SEBI Listing Regulations, the Auditors have confirmed that they hold a valid certificate issued by the Peer Review Board of the ICAI.

The Audit Committee reviews the independence and objectivity of the Auditors and the effectiveness of the Audit process. The authorized representatives of the Statutory Auditors' were present at the 37th AGM of the Company held on September 18, 2025.

MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013

As per provisions of sub section (1) of Section 148 of the Act, the Company is not required to maintain cost records.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

No frauds were reported by auditors under sub-section (12) of Section 143 of the Act.

CORPORATE GOVERNANCE

Pursuant to the SEBI Listing Regulations, Report on Corporate Governance for the year under review, is presented in a separate section. A certificate from M/s. M L Bhuwania and Co LLP, Chartered Accountants, Statutory Auditors of the Company, confirming compliance the conditions of Corporate Governance, as stipulated under the SEBI Listing Regulations, is annexed to this report.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management's Discussion and Analysis Report for the year under review, as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is part of this annual report.

COMPOSITION OF THE COMMITTEES OF THE BOARD

There are currently five Committees of the Board, as under:

- Audit Committee;
- Nomination and Remuneration Committee;
- Stakeholders' Relationship Committee;
- Corporate Social Responsibility Committee;
- Risk Management Committee.

Details of all the Committees along with their charters, composition and meetings held during the year, are provided in the "Report on Corporate Governance", which forms part of this Annual Report.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Act, are provided in the Notes to Financial Statements, which forms part of this Annual Report.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts, arrangements and transactions entered by the Company with related parties during FY 2025-26 were in the ordinary course of business and on an arm's length basis. During the year, the Company did not enter into any transaction, contract or arrangement with related parties that could be considered material in accordance with the Company's policy on related party transactions.

Accordingly, the disclosure of related party transactions in Form AOC-2 is not applicable. However detailed disclosure on related party transactions as per IND AS-24 containing name of the related party and details of the transactions have been provided under financial statements.

The Company has formulated a Policy on Related Party Transactions which is also available on Company's website at https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Related-Party-Transaction-Policy-Final.pdf The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties.

POLICIES

The SEBI Listing Regulation mandated the formulation of certain policies for all Listed Companies. In compliance with the above requirement, all our policies are available on our website (https://www.datamatics.com/about-us/investor-relations/corporate-governance). The policies are reviewed periodically by the Board and updated based on need and new compliance requirement.

In addition to its Code of Conduct, key policies that have been adopted by the Company are as follows:

Name of the Policy	Brief Description & Web Link
Risk Management Policy	The policy provides framework for management of risks and mitigation of threats arising out of the environment under which the Company operates. https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Risk-Management-Policy.pdf
Whistle Blower / Vigil Mechanism	The Company has formulated and adopted a Whistleblower Policy/Vigil Mechanism for its Directors and Employees to report concerns about unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct and ethics. https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Whistleblower-Policy.pdf
Corporate Social Responsibility (CSR) Policy	The Policy outlines the Company's strategy for bringing about a transformation in the quality of life of people in the society through social upliftment programs. The CSR activities of the Company will focus on Employability, Education & Training, Health and Environment. https://www.datamatics.com/hubfs/Investors/Corporate-Governance/DGSL_Corporate%20Social%20Resposibility%20Policy.pdf
Policy on Material Subsidiaries	The Policy is framed to determine Material subsidiaries of the Company and to provide governance framework for such subsidiaries of the Company. https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Policy-for-Material-Subsidiaries.pdf
Related Party Transactions Policy	The Related Party Transactions Policy is framed to ensure the proper approval and reporting of transactions between the Company and its related parties. https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Related-Party-Transaction-Policy-Final.pdf
Insider Trading Policy & Code of Conduct of Practices and Procedure for fair Disclosure of Unpublished Price Sensitive Information ("UPSI")	The Policy provides the framework in dealing with the securities of the Company. https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Insider-Trading-Policy-1.pdf https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Policy-leakage-of-UPSI.pdf
Policy for determination and Disclosure of Materiality of Events	The Policy is framed to provide an overall governance framework for determination of materiality of events / information and to ensure timely and adequate disclosures of material events / information fully, fairly, correctly and transparently to the concerned authorities. https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Policy-on-Determination-and-Disclosure-of-Materiality-of-Events.pdf
Document Retention and Archival Policy	The Policy is framed to outline the guidelines for retention and archival for corporate records / documents of the Company. https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Document-Retention-Archival-Policy-Final-Policy.pdf
Dividend Distribution Policy	This policy sets out principles to determine the amount that can be distributed to equity shareholders as dividends. The policy is framed to achieve dual objectives of appropriately rewarding shareholders through dividends and retaining capital in order to maintain a healthy capital structure to support its future capital and growth requirements. https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Dividend-Distribution-Policy.pdf
Code of Conduct of Board & Senior Management Policy	The Code expects all the members of the Board of Directors and Senior Management personnel of the Company to act in accordance with the highest standards of personal and professional integrity, honesty, and ethical conduct. Every member of the Board of Directors and Senior Management personnel of the Company has an obligation, at all times, to comply with the spirit, as well as the letter, of the Applicable Laws and the principles of this Code. https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Code-of-Conduct-for-Board-and-Senior-Management-Personnel.pdf

INTERNAL FINANCIAL CONTROLS

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures.

The Audit Committee is responsible for implementing and maintaining the internal control and periodically reviews the adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's risk management policies and systems.

The Company has adopted accounting policies which are in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of Act and other relevant provisions of the Act.

RISK MANAGEMENT POLICY

Risk Management is embedded in Datamatics operating framework. The Company has a duly approved Risk Management Policy, which lays down broad guidelines for the appropriate authority to identify, assess, categorize and prioritize risks in a timely manner and formulate plans for mitigation of such risks.

Pursuant to SEBI (Listing Obligation and Disclosure Requirements) (Second Amendment) Regulations, 2021, the Risk Management Committee was constituted to frame, implement and monitor the risk management policy for the Company. The composition of the Committee is in conformity with the SEBI Listing Regulations, with the majority members being Directors of the Company. The Committee shall be responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions shall be systematically addressed through mitigating actions on a continuing basis.

The details of the composition of the Risk Management Committee and its terms of reference, is provided in the section titled 'Report on Corporate Governance', which forms part of this Annual Report.

CORPORATE SOCIAL RESPONSIBILITY ("CSR")

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company during the FY 2025-26 are annexed as **"Annexure – C"** to this Report in the format prescribed in the Companies (Corporate Social Responsibility Policy), Rules, 2014.

SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in the future.

ANNUAL RETURN

Pursuant to Section 92(3) of the Act read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2026 is available on the website of the Company at https://www.datamatics.com/about-us/investor-relations/financials.

INSOLVENCY AND BANKRUPTCY CODE, 2016:

There are no proceedings initiated/pending against the Company before any bench of the National Company Law Tribunal under the Insolvency and Bankruptcy Code, 2016 during the financial year under review or as on the date of this report.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

The Company has not made any such valuation during the FY 2025-26.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Details relating to conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, are mentioned hereunder:

A. CONSERVATION OF ENERGY:

In view of the nature of activities which are being carried on by the Company, the particulars as prescribed under Section 134(3) (m) of the Act read with Rule 8(3) of Companies (Accounts) Rules, 2014 regarding Conservation of Energy are not applicable to the Company. However, your Company consciously makes all efforts to conserve energy across all its operations.

B. TECHNOLOGY ABSORPTION:

i) Every effort is made by the Company to update the technological skills of its technical staff in order to ensure that they possess adequate skills to enable them to service the Company's clients.

ii) The Company has not imported any technology during the year under review.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign Exchange Earned in terms of Actual Inflows : ₹ 389.02 crores

Foreign Exchange Outgo in terms of Actual Outflows : ₹ 55.26 crores

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The Business Responsibility and Sustainability Report for the year ended March 31, 2026 as stipulated under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as "**Annexure – D"** which forms part of this Annual Report.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) INITIATIVES

In today's rapidly evolving sustainability-driven global economy, Datamatics recognizes that responsible governance and sustainable practices are fundamental to long-term success. Our commitment to Environmental, Social and Governance (ESG) principles is embedded across our operations and decision-making processes. Through focused initiatives, transparent governance, and a long-term value creation approach, Datamatics continues to strengthen its sustainability journey while delivering positive outcomes for stakeholders, society, and the environment.

Following are the key ESG initiatives and developments at Datamatics:

1. **Science-based Targets (SBTi)**: Datamatics has formally committed to setting Science Based Targets initiative (SBTi) targets. Scope 3 emissions inventorization is near completion, and the Company plans to develop and submit greenhouse gas emission reduction targets for SBTi validation in FY 2026-27. This initiative reinforces our commitment to aligning climate action with globally accepted climate science.

2. **Carbon Accounting and Management:** The Company has established a structured approach towards carbon accounting and management. Scope 1 and Scope 2 data collection processes have been streamlined, while efforts are underway to quantify key Scope 3 emission categories, including employee commuting (including work-from-home emissions), purchased goods and services, business travel, and hotel stays. These efforts enable Datamatics to identify emission hotspots, monitor progress, and support informed decarbonization decisions.

3. **ESG Committee:** The Company has established a cross-functional ESG Committee comprising representatives from Legal & Secretarial, Human Resources, Finance, and other key functions. The Committee oversees ESG strategy, drives implementation of sustainability initiatives, and monitors progress across environmental, social, and governance priorities.

4. **Environmental Stewardship:** Datamatics continues to advance environmental sustainability through initiatives focused on energy efficiency, responsible resource management, e-waste compliance, green computing, and biodiversity conservation.

   - Datamatics prioritizes environmental sustainability as a key focus area, actively contributing to building a sustainable society and reducing its carbon footprint.

   - The company adheres to the Ministry of Environment and Forests (MoEF) e-Waste Management Rule 2016, supported by a comprehensive e-Waste management policy.

   - Electricity conservation is emphasized across all office locations through specific initiatives aimed at reducing global warming impact like - replacing the lights with LEDs at all locations, optimized air conditioners with regular servicing, use of daylight wherever possible in offices etc.

   - Datamatics has implemented desktop power-saving software developed by Vigyanlabs, a semi-government technology organization focused on promoting green computing.

   These initiatives collectively demonstrate Datamatics' commitment to practical steps in reducing its environmental impact and supporting sustainable business practices.

5. **Social Responsibility:** Datamatics demonstrates a strong commitment to social responsibility through a broad range of initiatives aimed at fostering sustainable communities and creating meaningful social impact. Key highlights of their social responsibility efforts include:

   a) **Environmental Sustainability: Juhu Beach Clean-Up Drive:**

   Datamatics partnered with the Khushiyaan Foundation to conduct a beach clean-up drive at Juhu Beach, Mumbai, with active participation from committed Datamaticians. The initiative delivered a strong environmental impact by collecting over 200 kg of plastic waste, which will be cleaned, segregated, and recycled wherever possible into useful products.

   b) **Education & Talent Development: Datamatics Fellowship Program:**

   Through the Datamatics Fellowship Program at Tagore Government Arts and Science College, Datamatics supports the education of selected meritorious students, with a special emphasis on economically disadvantaged and first-generation learners, including those from single-parent and orphan backgrounds.

   c) **Inclusive Employment & Workforce Development in Tier 3 Cities:**

   We continue to support employment opportunities in Tier 3 cities in India, including flexible working options, especially for women and people with disabilities (PwD).

6. **Corporate Governance:** Datamatics upholds strong corporate governance built on transparency, ethics, and accountability. Its governance framework ensures compliance, risk management, and strategic oversight, enabling sustainable growth and stakeholder trust through various initiatives as follows:

   - Robust policies covering Board evaluation, ethics, anti-bribery, whistleblower protection, stakeholder engagement, insider trading policy, Prevention of Sexual Harassment Policy, Equal Employment, Diversity & Inclusion Policy, Code of Conduct for Board and Senior Management Personnel, CSR policy, Sustainability Sourcing Policy, Whistleblower policy, Policy on material subsidiaries, Annual Performance Evaluation Policy, Board Diversity Policy, Related Party Transaction Policy and many others.

   - Balanced Board composition with annual performance evaluations of the Board, its committees, and directors.

   - Structured risk management processes to identify, mitigate, and manage business risks.

   - Generative AI policy to balance innovation with security and confidentiality.

   - Strong Code of Conduct promoting integrity, fairness, and zero tolerance for corruption.

   - Focus on diversity, inclusion, and skill diversity at leadership levels.

7. **ESG Reporting and Disclosures:** Datamatics continues to strengthen its ESG disclosure practices through annual reporting aligned with the SEBI Business Responsibility and Sustainability Report (BRSR) framework. The Company intends to publish an independent sustainability report following approval of its sustainability targets, further enhancing transparency and stakeholder communication.

8. **EcoVadis Assessment:** EcoVadis evaluates organizations across Environment, Labour & Human Rights, Ethics, and Sustainable Procurement. The Company aims to achieve the EcoVadis 'Committed' badge in the next assessment while leveraging the assessment process to strengthen sustainability management systems and supply chain transparency.

9. **Digital ESG Analytics:** The Company continues to leverage AI-powered sustainability platforms like Sprih, to strengthen ESG data management, reporting, monitoring, and performance tracking across sustainability metrics.

10. **Stakeholder Communication and Awareness:** Datamatics actively promotes sustainability awareness through regular stakeholder engagement and communication initiatives. The Company publishes sustainability-themed awareness materials and shares sustainability updates with employees, customers, suppliers, and the Board of Directors. Topics covered include climate change, Scope 1, 2 and 3 emissions, net zero, ISO 14001:2015, greenwashing, UN Sustainable Development Goals, and ESG reporting frameworks.

EMPOWERING LEGAL OPERATIONS WITH THE NEW CONTRACT MANAGEMENT SYSTEM (CMS) PORTAL

Aligned with Datamatics' "DEEP IN DIGITAL" initiative, the Datamatics Legal team, with the help of the Tech team, successfully launched an online portal for contract reviews and management to address the ever-increasing contract requests with the aim of ensuring efficiency and effectiveness in the contract review and execution cycle. With the help of the CMS Portal, all contract requests are now addressed through a digitized platform. CMS Portal has also assisted in managing, tracking, and collaborating for all contract related requests and has significantly eased the process by automating it. Overall, the Datamatics Legal team successfully reviewed and processed approximately 1250 contract requests in FY 25-26 and were able to maintain an average Turn-Around Time (TAT) of 1 working day.

The smart features of the Datamatics Contract Management System encompass –

a. comprehensive audit trail ensuring transparency and accountability throughout processes

b. compliance with the Company's Contract Management Policy.

c. automated workflow for review and approvals by the stakeholders.

d. efficient storage and archival of contracts, streamlining access and retrieval.

e. user-friendly dashboard and detailed reports to provide valuable insights.

f. system goes beyond by offering system-based alerts and email notifications, keeping users promptly informed of key updates.

g. can search for any already executed contracts and agreements.

h. sends out automated system alerts well in advance for agreements that are going to expire or are approaching expiry.

MODERN SLAVERY ACT STATEMENT

The Modern Slavery Act 2015 ("Act") consolidates UK law on slavery and human trafficking. A key provision of the Act, which came into force in October 2015, requires certain businesses to ensure transparency within their supply chains and to prepare an annual **Slavery and Human Trafficking Statement**. In particular, Section 54, titled "Transparency in Supply Chains", has a significant impact on the corporate sector.

As per Section 54 of Modern Slavery Act, 2015 a statement is required, which shall state the steps taken by an organization during the financial year to ensure that slavery or human trafficking is not taking place in its business or supply chain.

Businesses will have to comply with the reporting requirements laid out in the Act if:

- it is incorporated or a partnership;
- it "carries on a business, or part of a business" in the UK;
- its turnover or the turnover of a parent company and its subsidiaries is equal to or greater than £36 million per annum;
- it supplies goods or services.

Accordingly, in compliance with the Act, a Statement for FY 2025-26 was approved by the Board of Directors.

CAUTIONARY STATEMENT

Statements in this Report, particularly those which relate to Management Discussion & Analysis describing the Company's objectives, estimates and expectations may constitute "forward looking statements" within the meaning of the applicable laws and regulations. Actual results might differ materially from those expressed or implied in the statements depending on the circumstances.

ACKNOWLEDGEMENTS

The Board of Directors place on record their appreciation of the assistance, guidance and support extended by all the Regulatory authorities including SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, Reserve Bank of India, the Depositories, Bankers and Financial Institutions, the Government at the Centre and States, as well as their respective Departments for their co-operation and continued support. The Company expresses its gratitude to the Customers for their trust and confidence in the Company.

In addition, your Directors also place on record their sincere appreciation of the commitment and hard work put in by the Registrar & Share Transfer Agents, all the suppliers, consultants, clients and employees of the Company.

For and on Behalf of the Board
For Datamatics Global Services Limited

Dr. Lalit S. Kanodia
Chairman
DIN: 00008050

Place : Mumbai
Date : May 21, 2026

ANNEXURE – A

TO THE BOARD'S REPORT

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is as under:

(I) Ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the FY 2025-26:

Sr. No.	Particulars	Ratio to Median remuneration
Executive Directors		
1.	Dr. Lalit Kanodia	116.89
2.	Mr. Rahul Kanodia	219.25
Non-Executive / Independent Directors		
3.	Mr. Sameer L. Kanodia	-
4.	Mr. Vinay Aggarwal ^	1.62
5.	Mrs. Mona Bhide	3.67
6.	Mrs. Kanika Mittal	4.31
7.	Mr. Avnish Kshatriya	4.31
8.	Mr. Himanshu Verma*	4.45
9.	Mr. Mahesh Zurale ^^	1.51

^ Mr. Vinay Aggarwal ceased to be Independent Director w.e.f. August 27, 2025 upon Completing his second term of 5 (five) consecutive years.

* Mr. Himanshu Verma resigned as an Independent Director with effect from the closure of business hours on March 23, 2026.

^^Mr. Mahesh Zurale (DIN: 10535033) was appointed as an Non-Executive Independent Director,for a term of 2 (two) consecutive years commencing from October 30, 2025 through Postal Ballot on December 11, 2025.

(II) The percentage change in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the FY 2025-26:

Sr. No.	Particulars	% Increase/ (Decrease) in remuneration
1.	Dr. Lalit Kanodia	18.77%
2.	Mr. Rahul Kanodia	24.37%
3.	Mr. Sameer Kanodia	NA
4.	Mr. Vinay Aggarwal	4.23%
5.	Mrs. Mona Bhide	136.25%
6.	Mrs. Kanika Mittal @	431.15%
7.	Mr. Avnish Kshatriya #	590.13%
8.	Mr. Himanshu Verma %	431.15%
9.	Mr. Mahesh Zurale^^	NA
10.	Ms. Divya Kumat, Company Secretary*	(-) 7.98%
11.	Mr. Ankush Akar, Chief Financial Officer***	155.43%

@ Appointment of Ms. Kanika Mittal as an Independent Director of the Company with effect from September 22, 2024.

Appointment of Dr. Avnish Kshatriya as an Independent Director of the Company with effect from November 05, 2024.

% Appointment of Mr. Himanshu Verma as an Independent Director of the Company with effect from November 05, 2024.

* Remuneration includes ₹ 0.19 crores on account of excise of 3,516 equity shares under Performance Based Employee Stock Option Plan, 2022 during the FY 24-25.

*** Appointed as the Chief Financial Officer w.e.f. November 05, 2024.

^^Appointment of Mr. Mahesh Zurale as an Independent Director of the Company with effect from October 30, 2025.

(III) The percentage increase in the median remuneration of employees in the financial year 2025-26: 7.35%.

(IV) The number of permanent employees on the rolls of Company:

There were 4025 permanent employees on the rolls of the Company as on March 31, 2026.

(V) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average percentile increase already made in the salaries of employees other than the managerial personnel	Percentile increase/ decrease in the managerial remuneration	Justifications, if any.
6%	15.79%	-

(VI) Affirmation that the remuneration is as per the remuneration policy of the Company:

Pursuant to Rule 5 (1) (xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Remuneration Policy of your Company.

ANNEXURE – B1

TO THE BOARD'S REPORT

TUSHAR SHRIDHARANI & ASSOCIATES LLP
Practicing Company Secretaries
(Registered with limited liability)

LLPIN - ACL-9350 | Unique Code: L2025MH018100
Registered Office: 10, New Marine Lines, Jolly Bhavan No. 1,
Office No. 417, 4th Floor, Churchgate, Mumbai – 400 020
Phone No. - +91 22 7963 3947 | Email Address – tushar@tusharshri.com
Website - www.tusharshri.com

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026

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

To,
The Members - Datamatics Global Services Limited
Knowledge Centre,
Plot No. 58, Street No. 17, MIDC,
Andheri (East)
Mumbai – 400 093.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Datamatics Global Services Limited ("**the Company**"). Secretarial Audit was conducted in a manner that provided a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company to the extent applicable for the Audit Period according to the provisions of:

(i) The Companies Act, 2013 ("the Act") and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;

(iii) The Securities and Exchange board of India (Depositories and Participants) Regulations, 2018;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

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

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

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

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

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

   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and

   h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

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

   (a) Secretarial Standards issued by The Institute of Company Secretaries of India;

   (b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2018.

During the Audit Period, the Company complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above to the extent applicable subject to delay of 5 days in holding the meeting of Risk Management Committee, as required under Regulation 21 (3C) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2018.

During the Audit Period, no law was specifically applicable to the Company.

We further report that:

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and notes on agenda were sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

During the Audit Period, all decisions at Board Meetings and Committee Meetings were carried out unanimously.

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

We further report that during the audit period the company had no event or action which has a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For Tushar Shridharani & Associates LLP
Practicing Company Secretaries

(Tushar Shridharani)
Designated Partner
Membership No.: FCS – 2690 / Certificate of Practice No.: - 2190
Peer Review Certificate No.: 6670/2025
UDIN: **F002690H000412605**

Place: Mumbai
Date: 21st May, 2026

Note: This report is to be read with my letter of even date which is annexed herein next as Annexure A and forms an integral part of this report.

Annexure A

To,
The Members - Datamatics Global Services Limited
Knowledge Centre,
Plot No. 58, Street No. 17, MIDC,
Andheri (East)
Mumbai – 400 093.

This letter is an integral part of the Secretarial Audit Report of even date for F.Y. 2025-26 submitted to Datamatics Global Services Limited ("**the Company**") in pursuance of provisions of section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Members of the Company are informed as follow.

1) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on audit.

2) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts as reflected in secretarial records. We believe that the processes and practices that we followed provide a reasonable basis for my opinion.

3) We have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.

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

5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

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

For Tushar Shridharani & Associates LLP
Practicing Company Secretaries

(Tushar Shridharani)
Designated Partner
Membership No.: FCS – 2690 / Certificate of Practice No.: - 2190
Peer Review Certificate No.: 6670/2025
UDIN: **F002690H000412605**

Place: Mumbai
Date: 21st May, 2026

ANNEXURE – B2

TO THE BOARD'S REPORT

TUSHAR SHRIDHARANI & ASSOCIATES LLP
Practicing Company Secretaries
(Registered with limited liability)

LLPIN - ACL-9350 | Unique Code: L2025MH018100
Registered Office: 10, New Marine Lines, Jolly Bhavan No. 1,
Office No. 417, 4th Floor, Churchgate, Mumbai – 400 020
Phone No. - +91 22 7963 3947 | Email Address – tushar@tusharshri.com
Website - www.tusharshri.com

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026

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

The Members - Lumina Datamatics Limited
Unit No. 117-120, SDF-IV, SEEPZ - SEZ
Andheri (East)
Mumbai – 400 096

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Lumina Datamatics Limited ("**the Company**"). Secretarial Audit was conducted in a manner that provided a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

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

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

1. The Companies Act, 2013 ("**the Act**") and the rules made thereunder.
2. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
3. Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

During the Audit Period, no law was specifically applicable to the Company.

During the Audit Period, the following Acts, Regulations and Guidelines were not applicable to the Company.

1. The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder.
2. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
3. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
4. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
5. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
6. The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021;
7. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021.
8. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.
9. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

We further report that -

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

Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance; and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

During the Audit Period, all decisions at Board Meetings and Committee Meetings were carried out unanimously.

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

We further report that during the audit period the company had no event or action which has a major bearing on the Company's affairs in pursuance of the above-mentioned laws, rules, regulations, guidelines, standards, etc.

For Tushar Shridharani & Associates LLP
Practicing Company Secretaries

(Tushar Shridharani)
Designated Partner
Membership No.: FCS – 2690 / Certificate of Practice No.: - 2190
Peer Review Certificate No.: 6670/2025
UDIN: **F002690H000399339**

Place: Mumbai
Date: 19th May, 2026

Note: This report is to be read with our letter of even date which is annexed herein next as Annexure A and forms an integral part of this report.

Annexure A

To,
The Members - Lumina Datamatics Limited
Unit No. 117-120, SDF-IV, SEEPZ-SEZ
Andheri (East)
Mumbai – 400 096

This letter is an integral part of the Secretarial Audit Report of even date for F.Y. 2025-26 submitted to Lumina Datamatics Limited ("**the Company**") in pursuance of provisions of section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Members of the Company are informed as follows.

1) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on audit.

2) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that correct facts as reflected in secretarial records. We believe that the processes and practices that we followed; provide a reasonable basis for our opinion.

3) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4) Wherever required, we have obtained management representation about compliance of laws, rules and regulations and happening of events etc.

5) Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on a test basis.

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

For Tushar Shridharani & Associates LLP
Practicing Company Secretaries

(Tushar Shridharani)
Designated Partner
Membership No.: FCS – 2690 / Certificate of Practice No.: - 2190
Peer Review Certificate No.: 6670/2025
UDIN: **F002690H000399339**

Place: Mumbai
Date: 19th May, 2026

ANNEXURE – B3

TO THE BOARD'S REPORT

TUSHAR SHRIDHARANI & ASSOCIATES LLP
Practicing Company Secretaries
(Registered with limited liability)

LLPIN - ACL-9350 | Unique Code: L2025MH018100
Registered Office: 10, New Marine Lines, Jolly Bhavan No. 1,
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SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026

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

To,
The Members – TNQ Tech Private Limited
Plot No 4 /600, 4 /197, Phase II
Dr Vikram Sarabhai Instronic Estate
Kottivakkam, Tiruvanmiyur, Kanchipuram
Chennai City Corporation – 600 041

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Datamatics Global Services Limited ("**the Company**"). Secretarial Audit was conducted in a manner that provided a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company to the extent applicable for the Audit Period according to the provisions of:

1. The Companies Act, 2013 ("the Act") and the rules made thereunder;
2. The Securities and Exchange board of India (Depositories and Participants) Regulations, 2018;
3. Secretarial Standards issued by The Institute of Company Secretaries of India;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

During the Audit Period, no law was specifically applicable to the Company.

During the Audit Period, the following Acts, Regulations and Guidelines were not applicable to the Company.

1. The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder.
2. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
3. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
4. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
5. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
6. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
7. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
8. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.
9. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder with respect to External Commercial Borrowings.
10. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent applicable to the Foreign Direct Investment and Overseas Direct Investment.

We further report that -

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

Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance; and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

During the Audit Period, all decisions at Board Meetings and Committee Meetings were carried out unanimously.

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

We further report that during the audit period the Company had no event or action which has a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For Tushar Shridharani & Associates LLP

Practicing Company Secretaries

(Tushar Shridharani)
Designated Partner
Membership No.: FCS – 2690 / Certificate of Practice No.: - 2190
Peer Review Certificate No.: 6670/2025
UDIN: **F002690H000399449**

Place: Mumbai
Date: 19th May, 2026

Note: This report is to be read with my letter of even date which is annexed herein next as Annexure A and forms an integral part of this report.

Annexure A

The Members – TNQ Tech Private Limited
Plot No 4 /600, 4 /197, Phase II
Dr Vikram Sarabhai Instronic Estate
Kottivakkam, Tiruvanmiyur, Kanchipuram
Chennai City Corporation – 600 041

This letter is an integral part of the Secretarial Audit Report of even date for F.Y. 2025-26 submitted to TNQ Tech Private Limited ("**the Company**") in pursuance of provisions of section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Members of the Company are informed as follow.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts as reflected in secretarial records. We believe that the processes and practices that we followed provide a reasonable basis for my opinion.

3. We have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.

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

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

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

For Tushar Shridharani & Associates LLP
Practicing Company Secretaries

(Tushar Shridharani)
Designated Partner
Membership No.: FCS – 2690 / Certificate of Practice No.: - 2190
Peer Review Certificate No.: 6670/2025
UDIN: **F002690H000399449**

Place: Mumbai
Date: 19th May, 2026

ANNEXURE – C

TO THE BOARD'S REPORT

Annual Report on CSR Activities – FY 2025-26

1. **Brief outline on CSR Policy of the Company:**

   Acting responsibly towards the society is a part of the Datamatics' DNA. Datamatics has always been a strong proponent of being a socially responsible Company. This approach has culminated in the formation of our Corporate Social Responsibility (CSR) initiative, christened as '**ASHA**'. The CSR policy aims at bringing about a transformation in the quality of life of people through social upliftment and similar such programs. The CSR vision of Datamatics involves ongoing commitment by business towards Employability, Education, Health and Environment with objective to contribute to the economic and social development of society at large.

2. **Composition of the CSR Committee:**

Sl. No.	Name of Director Designation	Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mrs. Mona Bhide	Chairperson - Non-Executive, Independent Director	1	1
2.	Mr. Sameer Kanodia	Member - Non-Executive, Non-Independent Director	1	1
3.	Mr. Rahul Kanodia	Member - Executive, Non-Independent Director	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company: https://www.datamatics.com/about-us/investor-relations.

4. Provide the executive summary along with web links of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): **Not Applicable**

5. a. Average net profit of the Company as per sub section (5) of section 135 - **₹ 91,72,20,240/-**

   b. Two percent of average net profit of the Company as per sub section (5) of section 135 – **₹ 1,83,44,405/-**

   c. Surplus arising out of the CSR projects or programmes or activities of the previous financial years - **NA**

   d. Amount required to be set off for the financial year (2024-25), if any: **₹ 7,67,800/-**

   e. Total CSR obligation for the financial year [(b)+(c) – (d)]: **₹ 1,75,76,605/-**

6. (a) Amount spent on CSR Projects (Both ongoing project and other than ongoing Project): **₹ 1,01,37,409/-**

   (b) Amount spent on Adminstrative Overheads: **NA**.

   (c) Amount spent on Impact Assessment, if applicable: **NA.**

   (d) Total amount spent for the financial year [(a) + (b) + (c)]: **₹1,01,37,409-**

   (e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
FY 2025-26	Amount. (in ₹)	Date of transfer.	Name of the Fund	Amount. (in ₹)	Date of transfer.
1,01,37,409	74,39,196/-	29.04.2026	NA	NA	NA

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

Sl. No.	Particular	Amount (in ₹))
(1)	(2)	(3)
(i)	Two percent of average net profit of the Company as per sub section (5) section 135	**₹ 1,83,44,405**
(ii)	Total amount spent for the Financial Year	**₹ 1,01,37,409**
(iii)	Excess amount spent for the financial year [(ii)-(i)]	**₹ (74,39,196)**
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	**NA**
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	**NIL**

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135(6) (in ₹)	Balance Amount in Unspent CSR Account under section 135(6) (in ₹)	Amount spent in the Financial Year (in ₹).	Amount transferred to a fund as specified under Schedule VII as per section 135 (5), if any.		Amount remaining to be spent in succeeding financial years. (in ₹)	Deficiency, if any
					Amount (in ₹).	Date of transfer.		
1.	2024-2025	-	-	-	-	-	-	-
2.	2023-2024	-	-	-	-	-	-	-
3.	2022-2023	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-

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

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

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

Sl.No	Short Particulars of the property or assets [including complete address and location of the property]	Pin code of the property or assets	Date of Creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable.	Name	Registered Address
Not Applicable							

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: **The unspent CSR amount of ₹74,39,196 as at March 31, 2026 relates to the ongoing project "Vocational Training & Upskilling Program". Since the project is being executed over multiple phases, the entire allocated amount could not be spent during the financial year. The Company has transferred the said amount to the Unspent CSR Account in compliance with Section 135(6) of the Companies Act, 2013 and will utilize it within the prescribed period.**

For and on behalf of the Board
For Datamatics Global Services Limited

Dr. Lalit S. Kanodia
Chairman

Mrs. Mona Bhide
Chairperson of CSR Committee

Place: Mumbai
Date: May 21, 2026

ANNEXURE – D

TO THE BOARD'S REPORT

Business Responsibility and Sustainability Report

A: General Disclosures

Details of the listed entity

1.	**NSE Symbol**	:	DATAMATICS
2.	**BSE Scrip Code**	:	532528
3.	**MSEI Symbol**	:	Not Applicable
4.	**ISIN**	:	INE365B01017
5.	**Corporate Identity Number (CIN) of the Listed Entity**	:	L72200MH1987PLC045205
6.	**Name of the Listed Entity**	:	Datamatics Global Services Limited
7.	**Date of incorporation**	:	03-11-1987
8.	**Registered office address**	:	Knowledge Centre, Plot No. 58, Street No. 17, MIDC, Andheri (East), Mumbai, Maharashtra - 400093
9.	**Corporate address**	:	Knowledge Centre, Plot No. 58, Street No. 17, MIDC, Andheri (East), Mumbai, Maharashtra - 400093
10.	**E-mail**	:	investors@datamatics.com
11.	**Telephone**	:	+91 (22) 6102 0000/1/2
12.	**Website**	:	www.datamatics.com
13.	**Financial year for which reporting is being done**	:	FY 2025-26
14.	**Name of the Stock Exchange(s) where shares are listed**	:	BSE Limited and National Stock Exchange of India Limited
15.	**Paid-up Capital**	:	Rs. 29,55,31,945 consisting of 5,91,06,389 equity shares of Rs. 5 each
16.	**Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**	:	Divya Kumat, President, Chief Legal Officer and Company Secretary, Tel.: +91 (22) 6102 0000/1/2, Email: divya.kumat@datamatics.com
17.	**Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).**	:	Standalone basis
18.	**Whether the company has undertaken assessment or assurance of the BRSR Core?**	:	No
19.	**Name of assessment or assurance provider**	:	Not Applicable
20.	**Type of assessment or assurance obtained**	:	Not Applicable

Products/services

21. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of turnover of the entity
1	Information and Technology - Software and Services	Computer programming, consultancy and related services	100

22. Products/services sold by the entity (accounting for 90% of the entity's turnover):

S. No.	Product/Service	NIC code	% of total turnover contributed
1	IT consulting, Software, application development and maintenance	62099	64.2
2	Business Process Services and Operation	82200	35.8

Operations

Essential indicators

23. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	0	15	15
International	0	9	9

24. Markets served by the entity:

a. Number of locations

Location	Number
National (No. of States)	6
International (No. of Countries)	4

b. What is the contribution of exports as a percentage of the total turnover of the entity?

57.90%

c. A brief on types of customers

- Banking, Financial Services and Insurance
- Education & Publishing
- Technology & Consulting
- Manufacturing, Infra. & Logistics
- Retail
- Not for Profit / Govt.
- Others (incl. Healthcare, Telecom, Media, etc.)

Employees

25. Details as at the end of financial year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female		Other	
			No. (B)	% (B/A)	No. (C)	% (C/A)	No. (H)	% (H/A)
	EMPLOYEES							
1	Permanent (D)	4,025	2,431	60.4	1,594	39.6	0	0
2	Other than Permanent (E)	841	492	58.5	349	41.5	0	0
3	Total employees (D + E)	4,866	2,923	60.07	1,943	39.93	0	0
	WORKERS							
4	Permanent (F)	0	0	0	0	0	0	0
5	Other than Permanent (G)	0	0	0	0	0	0	0
6	Total workers (F + G)	0	0	0	0	0	0	0

b. Differently abled employees and workers:

S. No.	Particulars	Total (A)	Male		Female		Other	
			No. (B)	% (B/A)	No. (C)	% (C/A)	No. (H)	% (H/A)
DIFFERENTLY ABLED EMPLOYEES								
1	Permanent (D)	9	5	55.56	4	44.44	0	0
2	Other than Permanent (E)	0	0	0	0	0	0	0
3	Total differently abled employees (D + E)	9	5	55.56	4	44.44	0	0
DIFFERENTLY ABLED WORKERS								
4	Permanent (F)	0	0	0	0	0	0	0
5	Other than Permanent (G)	0	0	0	0	0	0	0
6	Total differently abled workers (F + G)	0	0	0	0	0	0	0

26. Participation/Inclusion/Representation of women:

Leadership team	Total (A)	Number and percentage of females	
		No. (B)	% (B / A)
Board of Directors	7	2	28.57
Key Management Personnel	4	1	25

27. Turnover rate for permanent employees and workers. (Disclose trends for the past 3 years in %)

Particulars	FY 2025-26 (Turnover rate in current FY)				FY 2024-25 (Turnover rate in previous FY)				FY 2023-24 (Turnover rate in the year prior to the previous FY)			
	Male	Female	Other	Total	Male	Female	Other	Total	Male	Female	Other	Total
Permanent Employees	25	23	0	24	24	25	0	24	25.57	27.4	0	26.48
Permanent Workers	Not Applicable											

Notes: There are no permanent workers in the company.

Holding, Subsidiary and Associate Companies (including joint ventures)

28. Details of holding/subsidiary/associate companies/joint ventures as on March 31, 2026.

S. No.	Entity name (A)	Entity type	% of shares held	Entity (A) participate in the BRSR initiatives of the parent entity?
1	Lumina Datamatics Limited	Subsidiary	100	No
2	Luminad.AI Limited (formerly known as LDR eRetail Limited)	Subsidiary	100	No
3	Datamatics Professional Services Limited (formerly known as Datamatics Staffing Services Limited)	Subsidiary	100	No
4	Datamatics Robotics Software Limited	Subsidiary	90	No
5	Datamatics Foundation	Subsidiary	100	No
6	Datamatics Information Solutions Limited	Subsidiary	100	No
7	Datamatics Cloud Solutions Private Limited	Subsidiary	100	No
8	Dextara Digital Private Limited	Subsidiary	100	No
9	TNQ Tech Private Limited	Subsidiary	80	No
10	Datamatics Global Services, Inc. (US)	Subsidiary	100	No
11	Datamatics Robotics Software Inc. (US)	Subsidiary	90	No
12	Datamatics Infotech Limited (UK)	Subsidiary	100	No
13	Datamatics Global Services Pty Limited (Australia)	Subsidiary	100	No
14	Datamatics Global Technologies AG (Switzerland)	Subsidiary	100	No
15	Datamatics Global Services FZ-LLC (Dubai)	Subsidiary	100	No
16	Datamatics Global Services Corp. (Philippines)	Subsidiary	100	No
17	Lumina Datamatics Inc. (US)	Subsidiary	100	No

S. No.	Entity name (A)	Entity type	% of shares held	Entity (A) participate in the BRSR initiatives of the parent entity?
18	Lumina Datamatics GmbH (Germany)	Subsidiary	100	No
19	Lumina Datamatics UK Limited	Subsidiary	100	No
20	Lumina Datamatics Corp (Philippines)	Subsidiary	100	No
21	Sunrise Setting Limited (UK)	Subsidiary	85	No
22	Diacritech Inc. (USA)	Subsidiary	100	No
23	Datamatics Global Services LLC-FZ (Mayden)	Subsidiary	100	No
24	Dextara Digital (USA) Inc.	Subsidiary	100	No

CSR Details

29. CSR details of the company:

a. Whether CSR is applicable as per section 135 of Companies Act, 2013

Yes

b. Turnover (in Rs.)

672,13,89,028

c. Net worth (in Rs.)

869,45,82,091

Transparency and Disclosures Compliances

30. Complaints/grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place?	If Yes, then provide web-link for policy	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year			If NA, then provide the reason
			No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	
Communities	Yes	Yes, please see below note for web-link for grievance redressal Policy.	0	0	-	0	0	-	
Investors (other than shareholders)	Yes	Yes, please see below note for web-link for grievance redressal Policy.	0	0	-	0	0	-	
Shareholders	Yes	Yes, please see below note for web-link for grievance redressal Policy.	19	0	-	21	1	-	
Employees and workers	Yes	Yes, please see below note for web-link for grievance redressal Policy.	7	0	-	18	0	-	
Customers	Yes	Yes, please see below note for web-link for grievance redressal Policy.	0	0	-	0	0	-	
Value chain partners	Yes	Yes, please see below note for web-link for grievance redressal Policy.	0	0	-	0	0	-	

Please visit our website for various policies: https://www.datamatics.com/about-us/investor-relations/corporate-governance

31. Overview of the entity's material responsible business conduct issues. (Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format.)

S. No.	Material issue identified	Indicate whether Risk (R) or Opportunity (O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
1	GHG emissions and carbon emissions	R	In the IT and BPM sector, data centers and electronic devices are used. The operation of this equipment is an energy-intensive activity and generates significant direct and indirect greenhouse gas (GHG) emissions, including carbon dioxide and methane from fuel use. Uncontrolled pollutants, emissions and associated activities impose legal and environmental risks for the company.	Leveraging cloud and other Green IT technologies, implementing energy efficient lights helps us to reduce our carbon footprint.	Negative Implications
2	Energy management	R	Energy management can be a potential risk for various companies. In the context of an IT company, energy management risk can be significant due to the high energy consumption of data centers and other IT infrastructure. Similarly, IT companies may be vulnerable to disruptions in the energy supply chain, such as power outages or fuel shortages, which can impact the availability and reliability of their IT systems. Also many countries and regions have environmental regulations that impose restrictions on energy consumption and carbon emissions. Failure to comply with these regulations can result in fines and other penalties.	Our strategies include using green technologies such as cloud, to further reduce our environment footprint and impact along with usage and promotion of third-party renewable energy sources.	Negative Implications
3	Human Rights	R	Companies focusing on respecting human rights demonstrate their commitment to building sustainable and mutually beneficial relationships with those who are influenced or impacted by their operations, such as customers, communities, workers, and investors. This includes demonstrating that they care about the people whose lives they engage with.	Develop clear policies and guidelines that governs the human rights. Establishment of confidential reporting channel for the employees to report human rights concerns.	Negative Implications
4	Employee Engagement, Diversity & Inclusion	O	A company's high diversity and inclusion rate reflects employees' sense of belonging and fairness within the Company. Improving diversity and inclusion helps companies to support vulnerable groups resulting in community brand image creation for the company.	Our strategies include implementing policies to prevent discrimination, fostering a culture of respect and inclusivity, and promoting diversity in hiring practices. This enables us to be bring many diverse ideas and cater to larger set of clients.	Positive Implications

5	Customer responsibility and Satisfaction	O	Customer satisfaction is a key indicator of success. A poor customer experience relationship can pose a risk of loss of existing customers or decrease in customer loyalty. Similarly, loss of customers and damage to reputation can lead to decline in sales and revenue.	Organization uses matrix and data to track customer satisfaction and identify area of improvement.	Positive Implications
6	Employee well-being and health	R	Employee wellbeing is one crucial risk for the company. BPM companies often deal with complex and high-volume workloads, leading to a high-stress work environment for employees. Jobs in IT and BPM require sitting for extended periods, leading to a sedentary lifestyle that can lead to various health problems and sometimes experience mental health issues such as anxiety, depression, and stress due to workload pressure.	Employee wellness is a top priority of Datamatics. Some of our strategies include implementing safety protocols, providing access to healthcare resources, and promoting healthy lifestyles for all employees.	Negative Implications
7	Talent Attraction & Retention	O	Talent attraction and retention is a significant risk for BPM and IT companies due to the highly competitive nature of the industry and the demand for specialized skills. Similarly, BPM companies may experience high turnover rates due to factors such as job dissatisfaction, lack of career growth opportunities, and inadequate compensation and benefits.	Our strategies include providing employees with opportunities for professional development and education, as well as creating a diverse and inclusive workforce culture.	Positive Implications
8	Service quality and delivery	O	BPM companies can leverage service quality and delivery to gain a competitive edge in the industry, build customer loyalty, and increase revenue. BPM companies can optimize their processes to ensure efficient and effective delivery of services. This can include using automation, process mapping, and continuous improvement methodologies.	Our organization work on standardizing processes to ensure consistent quality and timely delivery of services. We focused on understanding the needs and expectation of our customer, aligning processes to deliver services that meet or exceed those expectations.	Positive Implications
9	Community Giving	O	Environmental policy, community health, and process safety have significant regulatory, operational, financial, and reputational ramifications for companies. Building strong relationships with communities can help companies to mitigate potential operational disruption, reduce regulatory risk, retain top employees, lower the risk of litigation expenses in the event of process safety incidents, and ensure a strong social license to operate. Process safety incidents jeopardise community health and safety, resulting in regulatory penalties, legal action, and mitigating expenses.	Our strategies include engaging in philanthropic initiatives, supporting local businesses, volunteering employee time and promoting economic development. Increasing community activity enables us to create future Datamatics first-class employees.	Positive Implications
10	Data Privacy & Cyber Security	R	Companies are assessed based on the amount of personal data they collect, their exposure to evolving or increasing privacy regulations, their vulnerability to potential data breaches, and their data protection systems.	We have implemented a robust set of security measure and controls to protect against cyber threats and safeguard and protect sensitive data of Datamatics and our clients.	Negative Implications

11	Training and development	O	Training and development are essential to the success of any IT and BPM organization. Companies that invests in employee training and development can increase their competitiveness, improve their workforce's skills and knowledge, and promote a culture of continuous learning and development.	The Company offers various learning and training program to its employees. It helps employees to leverage on all the new technology courses & learnings. Datamatics partners with FutureSkills Prime (FSP), a first of its kind government & Industry partnership to drive a national skilling ecosystem for digital technologies (Geo- India).	Positive Implications
12	Ethics and compliance	R	The key issue relevant to business ethics and management of business ethics issues such as fraud, executive misconduct, corrupt practices, money laundering, or anti-trust violations. Ethics violations can lead to police investigations, hefty fines, settlement costs, and damage to reputation.	Our intention and ambition are to operate ethical under all circumstances. Our strategies to mitigate include establishing a code of conduct, implementing compliance and ethic straining programs, and holding employees accountable for ethical violations.	Negative Implications
13	Corporate governance	R	Businesses are assessed based on their performance across all key governance issues, which include ownership & control, Board pay, accounting, business ethics, and tax transparency. This topic examines the effect that a company's corporate governance and business ethics practices have on its shareholders and other investors.	Our strategies include implementing ethical and transparent business practices, establishing effective risk management strategies, and ensuring compliance with regulatory requirements.	Negative Implications

B: Management and Process Disclosures

Policy and management processes

1-6. Policy and management processes

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs.	Yes								
1b. Has the policy been approved by the Board?	Yes								
1c. Web Link of the Policies, if available	https://www.datamatics.com/about-us/investor-relations/corporate-governance								
2. Whether the entity has translated the policy into procedures.	Yes								
3. Do the enlisted policies extend to your value chain partners?	Yes								
4. Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	ISO 9001:2015: Quality Management System ISO 27001:2022: Information Security Management System ISO 42001:2023: AI Management Systems ISO 45001:2018: Occupational Health & Safety Management System ISO 14001:2015: Environmental Management System								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	No								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	The Company is in process of setting commitments, goals and targets, against which it will report its progress and performance on an annual basis.								

Governance, leadership and oversight

7. **Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements.** (Listed entity has flexibility regarding the placement of this disclosure.)

At Datamatics, we believe that sustainable business practices are integral to long-term value creation and resilience. As businesses navigate an increasingly dynamic regulatory and stakeholder landscape, embedding Environmental, Social and Governance (ESG) principles into strategy and operations is no longer optional. Our ESG journey is guided by responsible governance, operational excellence, innovation, and a commitment to creating lasting value for our customers, employees, investors, communities, and the environment.

During the year, we made meaningful progress in strengthening our ESG framework while laying the foundation for long-term sustainability goals. A key milestone has been our commitment to the Science Based Targets initiative (SBTi), with Scope 3 emissions inventorisation nearing completion and greenhouse gas emission reduction targets planned for submission for SBTi validation during FY 2026–27. We have also strengthened our carbon accounting processes by streamlining Scope 1 and Scope 2 data management and expanding the assessment of material Scope 3 emission categories, enabling better visibility into our environmental footprint and supporting data-driven decarbonization efforts.

Recognizing that sustainability requires cross-functional ownership, we have established an ESG Committee to guide strategy, oversee implementation, and monitor progress across environmental, social, and governance priorities. We continue to advance initiatives focused on energy efficiency, responsible resource management, environmental conservation, employee wellbeing, community development, ethical governance, and regulatory compliance. At the same time, we are enhancing transparency through robust ESG disclosures, digital ESG analytics, and active stakeholder engagement.

As our sustainability journey evolves, we also acknowledge the challenges ahead. Improving the availability and quality of value chain data, strengthening supplier engagement, advancing emissions reduction across Scope 3 categories, and responding to evolving ESG regulations will remain key focus areas. We view these challenges as opportunities to build greater resilience, foster innovation, and strengthen collaboration across our value chain.

Looking ahead, our priorities include obtaining validation of our science-based climate targets, enhancing our ESG reporting and disclosures, leveraging digital technologies for improved ESG performance management, and further integrating sustainability into business decision-making. Through these efforts, we remain committed to creating sustainable value for all stakeholders while contributing meaningfully to global environmental and social priorities.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).

Name: Mr. Rahul L. Kanodia
Designation: Vice Chairman & CEO
Tel.: +91 (22) 6102 0000/1/2
Email: investors@datamatics.com

9. Details about the entity's committee of the Board/Director responsible for decision making on sustainability related issues?

Questions	Response
Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues?	Yes, the Company has constituted an ESG committee.
If yes, provide details	The Members of ESG committee are as follows: 1. Ms. Divya Kumat - President, Chief Legal Officer & Company Secretary 2. Dr. Rima Ghose Chowdhury - President, Chief Human Resources Officer & CSR Leader 3. Mr. Ankush Akar - EVP & Chief Financial Officer

10. Details of review of NGRBCs by the company:

a. Details about reviewing authority:

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee								
	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Policies and procedures are periodically reviewed by the Board/Board Committee/ Functional Heads, as and when applicable.								
Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances	We comply with all the applicable laws of land where we operate in. The compliance with statutory requirements is reviewed by the Board/Board Committee/Functional Heads of the Company on periodic basis.								

b. Details about frequency:

Subject for Review	Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Quarterly /Annually/When need arises								
Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances	Quarterly /Annually/When need arises								

11. Information about the independent assessment /evaluation of the working of its policies carried out by the entity by an external agency.

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency?	No, the Company evaluates working of its policies internally.								
If yes, provide name of the agency	Not Applicable								

12. If answer to Q1 of section B.1 - Policy and management processes is "No" i.e. not all principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles									
The entity does not have the financial or/human and technical resources available for the task									
It is planned to be done in the next financial year									
Any other reason (please specify)									

C: Principle Wise Performance Disclosures

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

Essential indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	Quarterly	The Company familiarizes the Independent Directors through various programs which include the industry in which it operates, its business model, their roles, rights and responsibilities as Independent Directors, etc. at regular intervals. At meetings of Board of Directors and its Committees the following topics are covered: 1. Business Highlights, Operations and Strategy. 2. Financial performance, key issues. 3. Enterprise Risk Management. 4. Related Party Transactions. 5. Internal Financial Controls. 6 .Regulatory updates.	100
Key Managerial Personnel	Datamatics elevate limitless learning module	Company Overview, General Data Protection Regulation (GDPR), Information Security Management Systems (ISMS), Promoting DEI Principles in the Workplace, Intellectual Property, Mission, Vision and Values, POSH at Workplace, Occupational Safety and Health Awareness (OSHA) etc.	100
Employees other than BoD and KMPs	Datamatics elevate limitless learning module	Company Overview, General Data Protection Regulation (GDPR), Information Security Management Systems (ISMS), Promoting DEI Principles in the Workplace, Intellectual Property, Mission, Vision and Values, POSH at Workplace, Occupational Safety and Health Awareness (OSHA) etc.	100
Workers	NA	Not Applicable	0

Notes: There are no workers in the company.

2. **Details of fines/ penalties/ punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors/ KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):**

   a. **Monetary:**

Penalties and Fees	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred?
Penalty/Fine	NA	NA	NA	NA	NA
Settlement	NA	NA	NA	NA	NA
Compounding fee	NA	NA	NA	NA	NA

   b. **Non-monetary:**

Legal sanctions	NGRBC principle	Name of the regulatory/enforcement agencies/ judicial institutions	Brief of the case	Has an appeal been preferred?
Imprisonment	NA	NA	NA	NA
Punishment	NA	NA	NA	NA

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed :** Not Applicable

4. **Details about anti-corruption or anti-bribery policy.**

Questions	Response
Does the entity have anti-corruption or anti-bribery policy?	Yes
If Yes, provide details in brief.	Datamatics has an Anti-Corruption and Anti-Bribery Policy. The policy articulates our commitment to counter bribery and corruption risks. The Anti-Bribery and Corruption Policy also enables us to reduce the risk of liability for improper conduct such as bribery and corruption at all levels within our Company.
Provide a web-link if the entity has anti-corruption or anti-bribery policy.	https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Anti-Bribery_Anti-Corruption_and_Anti-Money_Laundering_Policy.pdf

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

Organizational roles	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Directors	NIL	NIL
KMPs		
Employees		
Workers		

6. **Details of complaints with regard to conflict of interest:**

Complaints type	FY 2025-26 (Current Financial Year)		FY 2024-25 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	Not Applicable	0	Not Applicable
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	Not Applicable	0	Not Applicable

7. **Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.**

   Not Applicable

8. **Number of days of accounts payables ((accounts payable*365)/Cost of goods or services procured) in the following format:**

Question	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Number of days of accounts payables	50.41	37.75

9. **Open-ness of business: Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:**

Parameter	Metrics	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	0	0
	b. Number of trading houses where purchases are made from	0	0
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	0	0
Concentration of Sales	a. Sales to dealers / distributors as % of Total Sales	0	0
	b. Number of dealers / distributors to whom sales are made	0	0
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	0	0
Share of RPTs in	a. Purchases (Purchases with related parties/Total Purchases)	10.35	6.89
	b. Sales (Sales to related parties as % of Total Sales)	32.77	23.23
	c. Loans & advances (Loans & advances given to related parties/ Total loans & advances	0	0
	d. Investments (Investments in related parties as % of Total Investments made)	61.97	66.09

Leadership indicators

1. **Awareness programmes conducted for value chain partners on any of the Principles during the financial year:**

Total number of awareness programmes held	Topics / principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
Nil		

   Datamatics does not have specific training programs for its value chain partners. However, we communicate with our value chain partners on our Company's responsible practice and Code of Business Conduct.

2. **Details about the processes in place to avoid/ manage conflict of interests involving members of the Board.**

Questions	Response
Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board?	Yes
If yes, provide details	Datamatics has a 'Code of Conduct of Board and Senior Management' for Board of Director & Senior Management personnel which mandates adherence to laws and regulations, including anti-bribery, anti-corruption, and ethical handling of conflicts of interest and clear guidelines for avoiding and disclosing actual or potential conflict of interest with Datamatics. The publicly available Code of Conduct of Board and Senior Management Policy encourages our people to conduct business lawfully, ethically and in the best interest of Datamatics. It is a guide that provides broad direction on how our company must operate and uphold integrity at all times. Furthermore, the Datamatics collects yearly statement from its Board members regarding their interest in other entities. The policy is available on the Company's website at: https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Code-of-Conduct-for-Board-and-Senior-Management-Personnel.pdf

PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

Essential indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

Expenditure type	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)	Details of improvements in environmental and social impacts
R&D	-	-	-
Capex	-	-	-

Note: Datamatics has an R&D practice with an objective to contribute to increased efficiency of operations and delivery to the Clients and to ensure sustainability through digitization.

2. Details about sustainable sourcing:

Questions	Response
Does the entity have procedures in place for sustainable sourcing?	Yes, Sustainable Sourcing Policy of the Company available on the website of the Company at https://www.datamatics.com/hubfs/Investors/Corporate-Governance/Sustainable-Sourcing-Policy.pdf
If yes, what percentage of inputs were sourced sustainably?	Datamatics is conscious of the role of sustainability in its business and actively collaborates with vendors and suppliers to raise ethical and environmental standards throughout the supply chain. The Company has in place a sustainable sourcing policy and a value system sustainability framework to ensure compliance with all the ESG parameters across the value chain.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for the following waste categories.

Product type	Process description
a. Plastics (including packaging	Not Applicable
b. E-waste	Not Applicable
c. Hazardous waste	Not Applicable
d. Other waste	Not Applicable

Note: The above description is Not Applicable, as we are service-based Company and do not deliver any product to the customer that can be re-claimed or recycled.

4. Details about Extended Producer Responsibility (EPR):

Questions	Response
Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities.	No, Datamatics is an IT product/service company and do not manufacture any product, hence the Extended Producer Responsibility (EPR) is not applicable to our activities.
If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards?	NA
If not, provide steps taken to address the same.	NA

Leadership indicators

1. Details about the Life Cycle Perspective / Assessments (LCA):

a. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)?

The Company is involved in the business of IT/ITES related product development including the service support. As the Company is not involved in manufacturing/production process of any tangible product, Life cycle assessment for the product is not considered.

b. If yes, provide details in the following format?

NIC code	Name of product/ service	% of total turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency	Results communicated in public domain	If yes, provide the web-link.
Not Applicable						

c. If NA, provide explanation:

The Company is involved in the business of IT/ITES related product development including the service support. As the Company is not involved in manufacturing/production process of any tangible product, Life cycle assessment for the product is not considered.

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of product/service	Description of the risk / concern	Action taken
Not Applicable		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Recycled or re-used input material to total material	
FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Not Applicable	

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

Waste type	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Re-Used	Recycled	Safely disposed	Re-Used	Recycled	Safely disposed
Plastics (including packaging)	Not Applicable			Not Applicable		
E-waste						
Hazardous waste						
Other waste						

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Not Applicable	

PRINCIPLE 3: BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

Essential indicators

1. **Details regarding well-being of employees and workers:**

   a. **Details of measures for the well-being of employees:**

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	2,431	1,616	66.47	2,431	100	0	0	2,431	100	0	0
Female	1,594	756	47.43	1,594	100	756	47.43	0	0	0	0
Other	0	0	0	0	0	0	0	0	0	0	0
Total	4,025	2,372	58.93	4,025	100	756	18.78	2,431	60.4	0	0
Other than permanent employees											
Male	492	0	0	492	100	0	0	492	100	0	0
Female	349	0	0	265	75.93	349	100	0	0	0	0
Other	0	0	0	0	0	0	0	0	0	0	0
Total	841	0	0	757	90.01	349	41.5	492	58.5	0	0

   b. **Details of measures for the well-being of workers:**

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent workers											
Male	0	0	0	0	0	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
Other	0	0	0	0	0	0	0	0	0	0	0
Total	0	0	0	0	0	0	0	0	0	0	0
Other than permanent workers											
Male	0	0	0	0	0	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
Other	0	0	0	0	0	0	0	0	0	0	0
Total	0	0	0	0	0	0	0	0	0	0	0

   Note: There are no workers in the company.

   c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:**

Question	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Cost incurred on wellbeing measures as a % of total revenue of the company	0.27%	0.27%

2. **Details of retirement benefits, for the current and previous financial year.**

Benefits	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority
PF	92	NA	Yes	89	NA	Yes
Gratuity	83	NA	Yes	85	NA	Yes
ESI	43	NA	Yes	41	NA	Yes

Note: There are no workers in the company.

3. **Accessibility of workplaces**

Questions	Response
Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016?	Yes, Datamatics has an Equal Employment, Diversity & Inclusion Policy that prides itself on gender diversity, generational diversity, persons with different abilities, and so on. The Company's office premises are accessible to differently abled employees with infrastructure which enables them to have a barrier-free access to various common facilities.
If not, whether any steps are being taken by the entity in this regard.	NA

4. **Details about equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016.**

Questions	Response
Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016?	Yes, the Company invests in human capital development which includes building skills and capabilities that are contemporary while providing employees with a diversity of experiences. These enhance the employability of the workforce and enable a smooth transition to alternate opportunities where sought. In addition, the Company provides the pension benefits and post-retirement medical benefits for those members of staff who qualify. Employees are provided pension benefits, gratuity benefits covered under the relevant statute.
If yes then, provide a web-link to the policy.	The Company has an 'Equal Employment, Diversity & Inclusion Policy', which is available on the Company's website at https://www.datamatics.com/hubfs/Investors/Corporate-Governance/DGSL-Equal-Employment%2c-Diversity-%26-Inclusion-Policy.pdf

5. **Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100	100	NA	NA
Female	100	100	NA	NA
Other	0	0	NA	NA
Total	100	100	NA	NA

Note: All employees who availed maternity or paternity leave returned to work following the completion of their leave, and the company does not employ any permanent workers.

6. **Details regarding employee & worker grievance redressal mechanism availability:**

   a. **Is there a mechanism available to receive and redress grievances for the following categories of employees and worker?**

   Yes

b. If yes, give details of the mechanism in brief.

Category	Yes/No	If Yes, then give details of the mechanism in brief
Permanent workers	NA	NA
Other than permanent workers	NA	NA
Permanent employees	Yes	The Audit Committee has established a vigil mechanism for reporting genuine concerns or grievances. The Internal Committee, as mandated by the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, has been set up to redress complaints received regarding sexual harassment.
Other than permanent employees	Yes	

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total employees/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees/ workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total permanent employees	4,025	0	0	4,962	0	0
Male	2,431	0	0	2,978	0	0
Female	1,594	0	0	1,984	0	0
Other	0	0	0	0	0	0
Total permanent workers	0	0	0	0	0	0
Male	0	0	0	0	0	0
Female	0	0	0	0	0	0
Other	0	0	0	0	0	0

Note: No employees are members of any association or unions and there are no workers in the company.

8. Details of training given to employees and workers:

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		Number (B)	% (B/A)	Number (C)	% (C/A)		Number (E)	% (E/D)	Number (F)	% (F/D)
Employees										
Male	2,923	765	26.17	2,799	95.76	3,481	293	8.42	2,801	80.47
Female	1,943	788	40.56	1,903	97.94	2,367	351	14.83	2,069	87.41
Other	0	0	0	0	0	0	0	0	0	0
Total	4,866	1,553	31.92	4,702	96.63	5,848	644	11.01	4,870	83.28
Workers										
Male	0	0	0	0	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0
Other	0	0	0	0	0	0	0	0	0	0
Total	0	0	0	0	0	0	0	0	0	0

Note: There are no workers in the company.

9. Details of performance and career development reviews of employees and worker:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	Number (B)	% (B/A)	Total (C)	Number (D)	% (D/C)
Employees						
Male	2,431	1,885	77.54	3,481	2,204	63.32
Female	1,594	1,242	77.92	2,367	1,467	61.98
Other	0	0	0	0	0	0
Total	4,025	3,127	77.69	5,848	3,671	62.77
Workers						
Male	0	0	0	0	0	0
Female	0	0	0	0	0	0
Other	0	0	0	0	0	0
Total	0	0	0	0	0	0

Note: Only permanent employees are considered here and there are no workers in the company.

10. Health and safety management system:

Questions	Response
a. Whether an occupational health and safety management system has been implemented by the entity?	Yes, the Company has 'Health, Safety and Environment Policy.
If yes, the coverage such system?	Datamatics is dedicated to ensuring a safe and healthy workplace for all internal and external stakeholders, including employees, customers, partners, vendors, and external agencies.
b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?	The organization continuously implements measures to promote employee well-being and healthcare, supported by a robust hazard identification and risk management system to drive continual improvement in occupational health and safety. Relevant information, guidance, policies, and instructions on Safety, Occupational Health, and Environment are effectively communicated across the Company through appropriate channels. Compliance with Health, Safety & Environment guidelines is periodically confirmed and subject to regular internal reviews.
c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks.	NA
d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services?	Our employees have access to non-occupational medical and healthcare services like Medical check-up, Doctor consultations, Counselling sessions and Teleconsultations. First aid kits are maintained and are available at all times on the premises. Eye checkup camp has been organized by the Company to promote the importance of eye health and to ensure that our employees have the best of vision.

11. Details of safety related incidents, in the following format:

Safety incident/number	Category*	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Lost time injury frequency rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	1	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

*Including in the contract workforce

Notes: On March 06, 2026, an employee experienced a minor injury after an office chair broke during normal use, resulting in a fall. Corrective measures were promptly taken, including investigation of the incident, removal and replacement of the faulty chair, inspection of similar chairs across the workplace to prevent recurrence.

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

Datamatics has established a well-defined and comprehensive Health, Safety, and Environment Management System (HSE MS) that aligns with international standards ISO 45001:2018 (Occupational Health & Safety Management) and ISO 14001:2015 (Environmental Management). The system is designed to ensure continual improvement and operational effectiveness in meeting health, safety, and environmental objectives.

Key Components of the HSE MS:

1. **Process Definition**

   Clearly defined processes to achieve specific health, safety, and environmental goals.

2. **Process Implementation**

   Effective deployment of defined processes across all relevant functions and levels.

3. **Performance Measurement and Audits**

   Ongoing monitoring, measurement, and periodic compliance audits to evaluate effectiveness and ensure adherence to applicable standards and regulations.

4. **Continual Improvement**

   Regular review and enhancement of HSE processes based on audit findings, performance data, and stakeholder feedback.

5. **Robust Risk Management**

   A robust risk management process reinforces the HSE MS by proactively identifying, assessing, and controlling health and safety hazards. This approach ensures the protection of both internal and external stakeholders, fostering a safe, healthy, and environmentally responsible workplace.

13. Number of complaints on the following made by employees and workers:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working conditions	1	0	Employee fell due to a broken chair. The issue was resolved.	0	0	NA
Health and safety	0	0	NA	0	0	NA

14. Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%, all the facilities are assessed internally for health and safety practices at regular intervals.
Working conditions	

15. Provide details of any corrective action taken or underway to address safety related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

Periodic internal audits are conducted to assess compliance and performance. Based on the findings, appropriate corrective and preventive actions are implemented to ensure continuous improvement. Detailed investigations are carried out for all incidents to identify the root causes and to understand the measures required to prevent recurrence. Investigation findings with corrective and preventive measures form part of the report presented to HR Head. The learnings from all incidents are disseminated across the organization at periodic intervals. Fire Incidents are reported through the PULSE portal via Incident Report tab and as a precautionary measures proper Corrective & Preventive Measure are taken by the Company.

Leadership indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of:

Category	Response
Employees	Yes
Workers	NA

Note: Datamatics has an active Group Accident policy for employees and Workman Compensation for employees working at the client's side. The Company does not have any worker employed during the year under review.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

The Company ensures that statutory dues have been deducted and deposited by the value chain partners of their employees on time and in full through a process of periodic audits and controls.

3. Provide the number of employees / workers having suffered high consequence work-related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

Category	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Employees	0	0	0	0
Workers	0	0	0	0

Note: There are no employees who suffered high consequence work-related injury / ill-health / fatalities.

4. Provide details regarding provision of employee transition assistance and career support programs

Questions	Response
Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment?	Yes, the Company invests in human capital development which includes building skills and capabilities that are contemporary while providing employees with a diversity of experiences. These enhance the employability of the workforce and enable a smooth transition to alternate opportunities where sought. In addition, the Company provides the pension benefits and post-retirement medical benefits for those members of staff who qualify. Employees are provided pension benefits, gratuity benefits covered under the relevant statute.

5. Details on assessment of value chain partners:

Category	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	Currently Datamatics is in the process of extending the Health & Safety related assessments to its value chain partners and looking forward to conducting the assessments in near future.
Working conditions	

6. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners.

Datamatics is in the process of extending the Health & Safety related assessments to its value chain partners and looking forward to conducting the assessments in near future.

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

Essential indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

At Datamatics, key stakeholders are identified through an exercise undertaken in consultation with the Company's management. The prioritized list of stakeholders includes customers, employees, shareholders, investors, government and regulatory bodies, communities and NGOs, staffing agencies, alliance partners, and other vendors. A stakeholder interaction exercise with both internal and external stakeholders is then undertaken as part of the development of this report. The priorities for strategy, policies, and action plans for the environment, economy, and society are based on the expectations and concerns of the identified stakeholders.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder group	**Whether identified as vulnerable & marginalized group (Yes/ No)**	**Channels of communication** (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	**Frequency of engagement (Annually/ Half yearly / Quarterly / others - please specify)**	**Purpose and scope of engagement including key topics and concerns raised during such engagement**
Board of Directors	No	Email; Notice; Board & Committee Meetings.	Continuous/ Quarterly	The Company communicates with Directors of the Company quarterly/ ongoing basis for sending Notices, Agenda, Meeting invites, regulatory updates and other communication and information which helps in decision making and adopting various control mechanisms. The Company provided insights on management audits/process improvement initiatives that contribute to revenue growth, cost optimization, and other business objectives.
Communities	Yes	Presentations; Project meetings; Reviews; calls and meetings; field visits; sponsored events; contribute time and financial resources in a social cause, actively engage, participate and support social and environmental causes and associate with organizations working towards this goal.	As needed	Being a responsible Corporate Citizen, we support community Partnerships, training & education, environmental sustainability and healthcare.
Shareholders & Investors	No	Press Release; in-person meetings; investor conferences; disclosure; financial statements in IND AS; earnings call; exchange notifications; Investors page on our website. Annual General Meeting; Annual Report	As needed/ Quarterly/ Continuous/ Annual	To uphold highest standards of Corporate Governance; Understanding Shareholder Expectations, Transparency and disclosure; Maintained industry-leading performance with superior margins; Devised strategy for long-term growth' Established ESG policy to drive business resilience.
Employees	No	Town halls; project or operations reviews; video conferences; audio conference calls; PEP; appreciation Badge (Portal for employee appreciation); Wellness programs; Employee Engagement programs; Annual Reviews: Annual Achievers Award.	Continuous/ Annual	Effort toward personal well-being and happiness since the date of joining the Company; Employee engagement; Employees were trained for multiple niche skills; Wellness programs conducted to address physical, spiritual, intellectual, professional, social, emotional and environmental wellness. Career Management and Learning Opportunities
Customers	No	Project-related calls, and meetings; project management reviews; relationship meetings and reviews; executive meetings and briefings; customer visits; responses to RFIs/RFPs; sponsored events; mailers; newsletters; brochures, Company website; social media (LinkedIn, Twitter, Facebook, Instagram); Customer Happiness Surveys; sponsored community events.	As needed/ Continuous/ Annual	Offers better understanding of customer's expectation; Promptly resolve any challenges faced by Customer; Improved execution capabilities and skills of people to deliver projects on time; Strong cyber security solutions implemented to protect data.
Value Chain Partners	No	Email; vendor meet; mailers; newsletters; brochures, Company website.	As needed/ Annual	Implementing fair and sustainable business practices; Demonstrating effective governance; Scaling business opportunities and maintaining sustainability of demand; Creditworthiness; Promoting small businesses.
Government and Regulatory authorities	No	Industry body/forums; Interacting with statutory/regulatory bodies such as stock exchanges, tax departments, SEBI.	As needed/ Annual	Ethical governance and Compliance; Statutory and sustainability Disclosures.

Leadership indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

At Datamatics, we place a high value on engaging with stakeholders on matters related to economics, environment and society to ensure holistic approach to our Environment, Social and Governance (ESG) framework. We conduct though discussion with Datamatics Board and management to pinpoint our key internal and external stakeholders, encompassing investors, Employees, Clients, Senior Management, Leadership, Community and Suppliers. These contributions are incorporated in our decision-making process, enabling us to align our business objective with the vital needs of our stakeholders and the wider community. This information is critical component for informed decision-making, facilitating our ability to manage economic, environment, and social considerations responsibly and sustainably.

2. Provide details regarding stakeholder consultation and incorporation of inputs in environmental and social topic management:

a. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics.

Yes

b. If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.:

The Company's ESG strategy on material topics is framed while considering inputs gathered from various stakeholders. An inclusive approach through continual engagement with stakeholders helps us prioritize our key material issues while also helping us make strategic and operational decisions. We maintain constant communication with all our stakeholders, which leads to the identification of existing and growing material issues, highlights critical improvement areas of evolving risks while also revealing new opportunities for the organization.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.:

Datamatics regularly participates in community activities, focusing on community development, environment initiatives, skill development and IT literacy programs. Any issue that arises during the discussion are promptly addressed.

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Essential indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Employees						
Permanent	4,025	4,025	100	4,962	4,962	100
Other than permanent	841	841	100	886	886	100
Total employees	4,866	4,866	100	5,848	5,848	100
Workers						
Permanent	0	0	0	0	0	0
Other than permanent	0	0	0	0	0	0
Total workers	0	0	0	0	0	0

Notes:

1. All employees have been provided training on policies.
2. The Company does not have any worker employed during the year under review.

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		Number (B)	% (B/A)	Number (C)	% (C/A)		Number (E)	% (E/D)	Number (F)	% (F/D)
Employees										
Permanent	4,025	1,115	27.7	2,910	72.3	4,962	1,367	27.55	3,595	72.45
Male	2,431	636	26.16	1,795	73.84	2,978	656	22.03	2,322	77.97
Female	1,594	479	30.05	1,115	69.95	1,984	711	35.84	1,273	64.16
Other	0	0	0	0	0	0	0	0	0	0
Other than permanent	841	250	29.73	591	70.27	886	0	0	886	100
Male	492	178	36.18	314	63.82	503	0	0	503	100
Female	349	72	20.63	277	79.37	383	0	0	383	100
Other	0	0	0	0	0	0	0	0	0	0
Workers										
Permanent	0	NA	NA	NA	NA	0	NA	NA	NA	NA
Male	0	NA	NA	NA	NA	0	NA	NA	NA	NA
Female	0	NA	NA	NA	NA	0	NA	NA	NA	NA
Other	0	NA	NA	NA	NA	0	NA	NA	NA	NA
Other than permanent	0	NA	NA	NA	NA	0	NA	NA	NA	NA
Male	0	NA	NA	NA	NA	0	NA	NA	NA	NA
Female	0	NA	NA	NA	NA	0	NA	NA	NA	NA
Other	0	NA	NA	NA	NA	0	NA	NA	NA	NA

Note: The Company does not have any worker employed during the year under review.

3. Details of remuneration/salary/wages:

a. Median remuneration/wages:

Category	Male		Female		Other	
	Number	Median remuneration/ salary/wages of respective category (Rs in Crores)	Number	Median remuneration/ salary/wages of respective category (Rs in Crores)	Number	Median remuneration/ salary/wages of respective category (Rs in Crores)
Board of Directors (BoD)	2	6.23	0	0	0	0
Key Managerial Personnel	1	1.47	1	1.65	0	0
Employees other than BoD and KMP	2,920	0.04	1,942	0.03	0	0
Workers	0	0	0	0	0	0

Notes:

1. Dr. Lalit Kanodia, Chairman & Whole-time Director and Mr. Rahul Kanodia, Vice-Chairman & CEO are both Board of Directors and KMP and counted in Board of Directors category.

2.. To provide a fair interpretation of the median, the annual Cost to Company (CTC) has been considered and not actual payout during the year.

3. Non-Executive Directors received no remuneration, except sitting fee for attending Board/Committee meetings and an annual commission. Hence these details are not applicable.

4. The Company does not have any worker employed during the year under review.

b. **Gross wages paid to females as % of total wages paid by the entity, in the following format:**

Question	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Gross wages paid to females as % of total wages	27.02	26.30%

4. **Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business?**

   Yes

5. **Describe the internal mechanisms in place to redress grievances related to human rights issues.**

   Datamatics is committed to provide a safe and positive work environment. Datamatics regards respect for human rights as one of its fundamental and core values and strives to support, protect and promote human rights to ensure that fair & ethical business and employment practices are followed. It is committed to provide a work environment that ensures that every employee/ worker is treated with dignity, respect and afforded equitable treatment. Vigil mechanism and Whistle blower Mechanisms are in place for receiving and addressing complaints and feedback related to human rights violations and process improvements. Under the Company's Vigil mechanism and Whistle blower Policy, any individual employee or director or any other person working for the company may make a Protected Disclosure regarding human right violations, keeping the organization's interest in mind. The mechanism clearly provides the procedures for raising complaint, receipt and treatment of complaint and investigation process & responsibilities and non-retaliation. Further, an internal committee (IC) has been created and established to evaluate the violations reported against sexual harassment, discrimination, and any other human rights violation. A professional lawyer with expertise in the Prevention of Sexual Harassment ("POSH") has been appointed by the corporation as an external member of the Internal Committee.

6. **Number of complaints on the following made by employees and workers:**

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual harassment	1	1	-	0	0	-
Discrimination at workplace	0	0	-	0	0	-
Child labour	0	0	-	0	0	-
Forced labour/involuntary labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

7. **Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:**

Category	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	1	0
Complaints on POSH as a % of female employees / workers	0.05	0
Complaints on POSH upheld	0	0

8. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

   a. Reporting Manager – Employees and Individuals may report their concern to their reporting managers to prevent adverse consequences in discrimination and harassment cases. However, if the reported grievances remain unresolved he/she may alternatively move to other mechanism.

   b. Internal Committee constituted as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, receives, investigates the complaints and provide independent judgement.

   c. Whistle Blower Policy of Datamatics provides adequate safeguard against the whistle blower, and no one is denied access to the Chairman of the Audit Committee or in exceptional cases to the Board of Directors for appropriate relief.

d. Equal Employment, Diversity & Inclusion policy of Datamatics clearly provides for protection against discrimination. The Company aims to provide its employees with an environment of equality and respect for all employees and contractors and not discriminating against any individuals based on their gender, age, disability, ethnicity, sexual orientation, family status, religious beliefs and abilities.

9. Provide details regarding human rights requirements in business agreements and contracts

Questions	Response
Do human rights requirements form part of your business agreements and contracts?	Yes

10. Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100
Forced/involuntary labour	100
Sexual harassment	100
Discrimination at workplace	100
Wages	100

11. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 10 above.

The Company has complied with every relevant law after carefully evaluating the concerns linked to human rights. As a result, it does not anticipate any major risk factors or challenges.

Leadership indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

During the reporting period, no business processes were required to be modified or introduced for addressing human rights grievances/ complaints.

2. Details of the scope and coverage of any human rights due-diligence conducted.

Datamatics has not conducted Human rights due diligence, however the issues pertaining to human rights is monitored and addressed. The Company is dedicated to upholding and respecting human rights and is committed to addressing and remedying any violations that may be identified. The Company has constituted Internal Complaints Committee to receive and investigate the complaints with respect to Sexual Harassment of Women at Workplace. The Company has also framed Whistle Blower/ Vigil Mechanism Policy which provides adequate safeguard against the whistle blower and no none is denied access to the Chairman of the Audit Committee or in exceptional cases to the Board of Directors for appropriate relief. As an equal opportunity employer, we have zero tolerance towards the discrimination based on race, colour, religion, sex, national origin, gender identity, gender expression, sexual orientation or disability status.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes, Company's office premises are accessible to differently abled employees with infrastructure which enables them to have a barrier-free access to various common facilities.

4. Details on assessment of value chain partners:

Category	% of value chain partners (by value of business done with such partners) that were assessed
Sexual harassment	We are in the process of assessing our value chain partners on these aspects.
Discrimination at workplace	
Child labour	
Forced labour/involuntary labour	
Wages	

5. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above.

Not Applicable.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

Essential indicators

1. **Details of total energy consumption (in joules or multiples) and energy intensity:**

   a. **Whether total energy consumption and energy intensity is applicable to the company?**

   Yes

   b. **Details about revenue from operations (in ₹)**

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Revenue from operations (in ₹)	6,721,389,028	7,105,195,820

   c. **Details of total energy consumption (in joules or multiples) and energy intensity, in the following format:**

Parameter	Unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
From renewable sources			
Total electricity consumption (A)	GJ	0	0
Total fuel consumption (B)	GJ	0	0
Energy consumption through other sources (C)	GJ	0	0
Total energy consumed from renewable sources (A+B+C)	**GJ**	**0**	**0**
From non-renewable sources			
Total electricity consumption (D)	GJ	19,605.50	20,869.52
Total fuel consumption (E)	GJ	609.83	571.15
Energy consumption through other sources (F)	GJ	0	0
Total energy consumed from non-renewable sources (D+E+F)	**GJ**	**20,215.33**	**21,440.67**
Total energy consumed (A+B+C+D+E+F)	**GJ**	**20,215.33**	**21,440.67**
Energy intensity per rupee of turnover (Total energy consumed/revenue from operations)	GJ/₹ turn-over	0.0000030076	0.0000030176
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/revenue from operations adjusted for PPP)	GJ/US$ turnover	0.0000611746	0.000061378
Energy intensity in terms of physical output	GJ/unit production	-	-

   d. **Details about any independent assessment/evaluation/assurance by an external agency:**

Questions	Response
Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency?	No
If yes, name of the external agency.	NA

   Note: For India, PPP conversion factor is 20.34 for the year 2026 as per Implied PPP conversion rate available at IMF.

2. **Details about Performance, Achieve and Trade (PAT) Scheme of the Government of India:**

Questions	Response
Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India?	No
If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.	NA

Note: Performance Achieve Trade scheme is not applicable to our Company.

3. **Details of the following disclosures related to water:**

a. **Provide details of the following disclosures related to water withdrawal by source, in the following format:**

Parameter	Unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Water withdrawal by source			
(i) Surface water	kilolitres	0	0
(ii) Groundwater	kilolitres	32,051.47	34,064.35
(iii) Third party water	kilolitres	12,526.31	12,937.43
(iv) Seawater/desalinated water	kilolitres	0	0
(v) Others	kilolitres	0	0
Total volume of water withdrawal (i + ii + iii + iv + v)	**kilolitres**	**44,577.78**	**47,001.78**
Total volume of water consumption	**kilolitres**	**438.30**	**226.43**
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	kilolitres/₹ turnover	0.0000000652	0.0000000319
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (Total water consumption / Revenue from operations adjusted for PPP)	kilolitres/US$ turnover	0.0000013262	0.0000006488
Water intensity in terms of physical output	-	-	-

b. **Details about any independent assessment/evaluation/assurance by an external agency:**

Questions	Response
Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency?	No
If yes, name of the external agency.	NA

Note: For India, PPP conversion factor is 20.34 for the year 2026 as per Implied PPP conversion rate available at IMF.

4. **Details related to water discharged:**

a. **Provide the following details related to water discharged**, in the following format:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	0	0
-- No treatment	0	0
--With treatment - please specify level of treatment	0	0
(ii) To Groundwater	0	0
-- No treatment	0	0
--With treatment - please specify level of treatment	0	0
(iii) To Seawater	0	0
-- No treatment	0	0
--With treatment - please specify level of treatment	0	0
(iv) Sent to third-parties	44,139.48	46,775.35
-- No treatment	44,139.48	46,775.35
--With treatment - please specify level of treatment	0	0
(v) Others	0	0
-- No treatment	0	0
--With treatment - please specify level of treatment	0	0
Total water discharged (in kilolitres)	**44,139.48**	**46,775.35**

b. Details about any independent assessment/evaluation/assurance by an external agency:

Questions	Response
Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency?	No
If yes, name of the external agency.	NA

Note: All sources of water (excluding potable water) have been assumed to be discharged (sent for treatment to third-parties) due to absence of actual discharge data at our office locations.

5. Details about zero liquid discharge (ZLD):

Questions	Response
Has the entity implemented a mechanism for zero liquid discharge (ZLD)?	No
If yes, provide details of its coverage and implementation.	NA

6. Details of air emissions (other than GHG emissions) by the entity:

a. Whether air emissions (other than GHG emissions) by the entity is applicable to the company?

No

b. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2025 - 2026	FY 2024 - 2025
		(Current Financial Year)	(Previous Financial Year)
NOx	-	-	-
SOx	-	-	-
Particulate matter (PM)	-	-	-
Persistent organic pollutants (POP)	-	-	-
Volatile organic compounds (VOC)	-	-	-
Hazardous air pollutants (HAP)	-	-	-
Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency?	-	No	No
If yes, name of the external agency.	-	-	-

Due to our nature of business, the other emissions are not material for business.

c. Details about any independent assessment/evaluation/assurance by an external agency:

Questions	Response
Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency?	No
If yes, name of the external agency.	NA

7. Details of greenhouse gas emissions (scope 1 and scope 2 emissions) & its intensity.

a. Whether greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity is applicable to the company?

Yes

b. Provide details of greenhouse gas emissions (scope 1 and scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	tCO2e	66.74	77.37
Total scope 2 emissions(Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	tCO2e	3,867.01	4,215.05
Total scope 1 and scope 2 emission intensity per rupee of turnover (Total scope 1 and scope 2 GHG emissions / Revenue from operations)	tCO2e/₹ turnover	0.0000005853	0.0000006041

Parameter	Unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total scope 1 and scope 2 emission intensity per rupee of turnover adjusted for purchasing power parity (PPP)(Total scope 1 and scope 2 GHG emissions/ Revenue from operations adjusted for PPP)	tCO2e/US$ turnover	0.000011905	0.000012287
Total Scope 1 and Scope 2 emission intensity in terms of physical output	-	-	-
Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?		No	
If yes, name of the external agency.		NA	

Note: For India, PPP conversion factor is 20.34 for the year 2026 as per Implied PPP conversion rate available at IMF.

8. Details about projects related to reducing GHG emission.

a. Does the entity have any project related to reducing GHG emission?

Yes

b. If yes, then provide details.

Renewable energy transition: A phased transition to solar energy is currently underway to reduce dependence on conventional energy sources.

Resource efficiency: AC servicing, optimized air conditioning systems with regular servicing, switching off idle computer systems, and maximizing use of daylight in office spaces have been implemented to reduce energy consumption.

Employee engagement: Awareness and sensitisation programs are regularly conducted to encourage employees to adopt sustainable practices both at the workplace and in their personal lives.

9. Details related to waste management:

a. Different types of waste generated by the entity, in the following format:

Parameter	FY 2025-26 (Current Financial Year)	PY 2024-25 (Previous Financial Year)
Total waste generated (in metric tonnes)		
Plastic waste (A)	12.54	0
E-waste (B)	4.11	8.5
Bio-medical waste (C)	0	0
Construction and demolition waste (D)	0	0
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other Hazardous waste. Please specify, if any (G)	0	0
Other Non-hazardous waste generated (H). Please specify, if any	81.26	90.98
Total (A+B+C+D+E+F+G+H)	**97.91**	**99.48**
Waste intensity per rupee of turnover (tonne/₹ turnover)	0.0000000146	0.0000000140
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (tonne/US$ turnover)	0.000000297	0.000000285
Waste intensity in terms of physical output	-	-

b. For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)

Parameter	FY 2025-26 (Current Financial Year)	PY 2024-25 (Previous Financial Year)
Category of waste (in metric tonnes)		
(i) Recycled	4.18	9.13
(ii) Re-used	0	0

Parameter	FY 2025-26 (Current Financial Year)	PY 2024-25 (Previous Financial Year)
Other recovery operations	0	0.94
Total	**4.18**	**10.07**

c. **For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)**

Parameter	FY 2025-26 (Current Financial Year)	PY 2024-25 (Previous Financial Year)
Category of waste (in metric tonnes)		
(i) Incineration	0	0
(ii) Landfilling	93.73	89.2
(iii) Other disposal operations	0	0.21
Total	**93.73**	**89.41**

d. **Details about any independent assessment/evaluation/assurance by an external agency:**

Questions	Response
Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency?	No
If yes, name of the external agency.	NA

Note: For India, PPP conversion factor is 20.34 for the year 2026 as per Implied PPP conversion rate available at IMF.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

- Waste is segregated at source into categories such as wet food waste, garden waste, and sanitary waste using designated bins across all facilities.
- Recyclable materials, including e-waste, metal, paper, and sanitary waste, are processed through authorised recycling channels.
- Packing materials are reused wherever possible to extend material life and reduce overall waste generation.
- A repair-over-replacement approach is adopted to minimise disposal of equipment and furniture and extend asset life.
- The organisation minimises the use of hazardous and toxic substances by prioritising eco-friendly and safer alternatives in its operations and procurement practices.
- Older air conditioning units are being phased out and replaced with energy-efficient inverter AC systems using environmentally safer refrigerants to reduce environmental impact.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

Not Applicable, as Datamatics doesn't operate in or near by any ecological sensitive area.

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Not Applicable, as no impact assessments were undertaken by Datamatics in FY 2025-26.

13. Compliance with Environmental Laws and Regulations

a. **Details of compliance with applicable environmental law/ regulations/ guidelines in India:**

Questions	Responses
Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N)	Yes

b. **If not, provide details of all such non-compliances, in the following format:**

We are compliant to all applicable environmental laws/regulation guidelines in India.

Leadership indicators

1. **Details of water withdrawal, consumption and discharge in areas of water stress (in kilolitres):**

Not Applicable, as Datamatics doesn't operate in areas of water stress.

2. **Details of total scope 3 emissions & its intensity.**

a. **Whether total Scope 3 emissions & its intensity is applicable to the company?**

Yes

b. **Please provide details of total scope 3 emissions & its intensity, in the following format:**

Parameter	Unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	tCO2e	292.61	378.67
Total scope 3 emissions per rupee of turnover	tCO2e/₹ turnover	0.0000000435	0.0000000533
Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency?	-	No	
If yes, name of the external agency.	-	NA	

3. **With respect to the ecologically sensitive areas reported at Question 11 of essential indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.**

Not Applicable, as Datamatics doesn't operate in or near by any ecological sensitive area.

4. **If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

S. No.	Initiatives undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Installed sensor based urinals, pressmatic taps and tap aerators	Installation of sensor-based urinals, pressmatic taps, and tap aerators in washrooms to regulate and optimize water usage	Significant reduction in water consumption and associated energy used for water supply and treatment.
2	Waste management practices and circular economy	Implementation of waste segregation at source (wet waste, garden waste, sanitary waste), recycling of e-waste, metal, paper, and sanitary waste, and reuse of packing materials.	Increased recycling rates, reduced landfill waste, and minimized environmental impact from waste disposal.
3	Sustainable consumption & procurement	Transition to eco-friendly products such as recycled toilet paper	Reduced environmental footprint from procurement activities
4	Repair and maintenance optimization	Adoption of a repair-over-replacement approach supported by in-house technicians for maintenance of furniture and appliances.	Extended asset life, reduced material consumption, and lower waste generation.

5. **Details about the disaster management plan.**

a. **Does the entity have a business continuity and disaster management plan?**

Yes

b. **Give details in 100 words/ web link.**

Business impact analysis and risk assessment is conducted periodically to assess the likely impact on the Company's business processes due to adverse events like, natural disasters, pandemic, technical disruptions like cyberattacks, or administrative decisions like lockdown etc. The Company has effectively implemented its business continuity strategies during the pandemic by establishing effective work-from-home practices to ensure connectivity throughout the firm.

Datamatics has organization-level disaster management resumption plan in place, with its latest version approved in February 2026.

6. **Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.**

   Not applicable, as there is no significant adverse impact envisaged from value chain partners.

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

   0%

8. **How many Green Credits have been generated or procured?**

Entity/Source	Number of Green Credits generated or procured
By the listed entity	0
By the top ten (in terms of value of purchases and sales, respectively) value chain partners	-

Note: We are currently in the process of collecting information on Green Credits generated or procured by our value chain partners.

PRINCIPLE 7: BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

Essential indicators

1. **Provide details regarding trade & industry association memberships and affiliations:**

   a. **Number of affiliations with trade and industry chambers/ associations.**

   2

   b. **List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.**

S. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations
1	National Association of Software and Services Companies (NASSCOM)	National
2	Indo American Chamber of Commerce (IACC)	National

2. **Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.: Not Applicable**

   There are no material corrective action nor any material issues related to anti-competitive conduct by the entity

Leadership indicators

1. **Details of public policy positions advocated by the entity.**

   Note: We have not taken any specific public policy advocation during the course of the year.

PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

Essential indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

   The Company has not undertaken any SIAs during the course of the year.

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:**

   Not Applicable

3. **Describe the mechanisms to receive and redress grievances of the community.**

   Not Applicable

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

Category	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Directly sourced from MSMEs/ small producers	12.14	16.25
Sourced directly from within the district and neighbouring districts	We are in the process of setting up an internal process to report this data.	

5. **Job creation in smaller towns – disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/ on contract basis) in the following locations, as % of total wage cost.**

Location	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
1. Rural	0	0
2. Semi-urban	26.30	15.93
3. Urban	19.65	27.87
4. Metropolitan	54.05	56.20

Leadership indicators

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (reference: Q1 of essential indicators above).**

Details of negative social impact identified	Corrective action taken
Nil	Not Applicable

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies.**

   Note: No CSR projects were undertaken in designated Aspirational Districts during the reporting period.

3. **Details regarding preferential procurement policy:**

   a. **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized/ vulnerable groups?**

      No

   b. **From which marginalized/vulnerable groups do you procure?**

      Not Applicable

   c. **What percentage of total procurement (by value) does it constitute?**

      0%

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**
   Not Applicable

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**
   Not Applicable

6. **Details of beneficiaries of CSR projects:**

S. No.	CSR project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalized groups
1	Vocational Training & Upskilling	172	50
2	Tagore Govt. Arts & Science College	48	100

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

Essential indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

- **Customer Contact & Service Requests:** Customers can submit enquiries, service requests, complaints, and feedback through the official Contact Us portal, which includes an online enquiry form and contact details for Datamatics' global offices. https://www.datamatics.com/get-in-touch

- **Privacy Grievance Mechanism:** Datamatics has a designated **Data Protection Officer (DPO)/Grievance Officer** to handle complaints related to personal data, privacy, and data subject rights. The company commits to addressing grievances within **30 days**. The DPO's contact details are available in the Data Protection Policy. https://www.datamatics.com/data-protection-policy

- **Investor Grievance Redressal:** Shareholders and investors can raise complaints related to share transfers, dividends, dematerialization, and other investor matters through the dedicated Investor Contact page. https://www.datamatics.com/about-us/investor-relations/investor-contact

- **Customer Feedback Collection:** Datamatics collects customer feedback through website forms, direct customer interactions, surveys, and marketing engagements. This feedback is reviewed as part of its continuous improvement and service enhancement processes. https://www.datamatics.com/data-protection-policy

- **Data Subject Rights & Requests:** Individuals can submit requests related to access, correction, or other personal data concerns through the mechanisms described in the Data Protection Policy. Datamatics processes these requests in accordance with applicable data protection regulations. https://www.datamatics.com/data-protection-policy

2. **Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:**

Category	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not applicable, as Datamatics is an IT product/service company and does not manufacture any product.
Safe and responsible usage	
Recycling and/or safe disposal	

3. **Number of consumer complaints in respect of the following:**

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Received during the year	Pending resolution at the end of year	Remarks	Received during the year	Pending resolution at the end of year	Remarks
Data privacy	0	0	-	0	0	-
Advertising	0	0	-	0	0	-
Cyber-security	0	0	-	0	0	-
Delivery of essential services	0	0	-	0	0	-
Restrictive trade practices	0	0	-	0	0	-
Unfair trade practices	0	0	-	0	0	-
Other	0	0	-	0	0	-

4. **Details of instances of product recalls on account of safety issues:**

Category	Number	Reasons for recall
Voluntary recalls	0	NA
Forced recalls	0	NA

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy?

Questions	Response
Does the entity have a framework/policy on cyber security and risks related to data privacy?	Yes. Datamatics has defined all Information security, cyber security and risks related to data privacy policies in our Information Security manual and procedure and Guidelines manual. Both were reviewed in October 2025.
If available, provide a web-link of the policy.	https://www.pulse.datamatics.com/corpcomm/jsp/Pulse/Pulse/ISMS/Docs/ISPolicy.jsp

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

No such instance occurred during the year.

7. Provide the following information relating to data breaches.

a. Number of instances of data breaches.

0

b. Percentage of data breaches involving personally identifiable information of customers.

0

c. Impact, if any, of the data breaches.

No such instance occurred during the year.

Leadership indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Information on products and services of Datamatics can be accessed from various digital channels including Datamatics website and various social media channels:

- **Website:**
  a. Datamatics website: https://www.datamatics.com/
  b. Intelligent Automation Platform website: https://www.datamatics.com/intelligent-automation/
- **Social Media:**
  a. LinkedIn: https://www.linkedin.com/company/datamatics/
  b. Facebook: https://www.facebook.com/Datamatics/
  c. X: https://x.com/Datamatics
  d. YouTube: https://www.youtube.com/user/datamaticsglobal
  e. Instagram: https://www.instagram.com/datamatics/

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

Not applicable owing to the nature of business.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

All such communications to the customer are authorized by Executive Board / respective Sales Representative.

4. Details about display of product information.

Questions	Response
Does the entity display product information on the product over and above what is mandated as per local laws?	Not applicable, as Datamatics is an IT product/service company and does not manufacture any product.
If yes, provide details in brief.	Not applicable
Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole?	Yes

MANAGEMENT DISCUSSION AND ANALYSIS

INTRODUCTION

We are entering a new era where autonomous AI agents, humanoid robotics, spatial computing, quantum intelligence, synthetic biology, satellite internet, and clean energy ecosystems are rapidly moving from experimentation to large-scale real-world adoption. The convergence of these breakthrough technologies is reshaping industries, redefining business models, and accelerating the emergence of intelligent, connected, and autonomous enterprises.

Artificial Intelligence is now evolving beyond automation into systems capable of reasoning, learning, decision-making, and autonomous execution. Enterprises across the world are increasingly embedding AI into core operations to enhance productivity, improve customer experiences, strengthen resilience, and unlock new sources of growth. At the same time, advances in cloud computing, data engineering, cybersecurity, and digital infrastructure are enabling organizations to scale these innovations faster than ever before.

At Datamatics, we believe this shift marks the beginning of the AI-native enterprise era. Guided by an AI-first strategy, we continue to strengthen our capabilities across Digital Technologies, Digital Operations, and Digital Experiences to help enterprises modernize systems, orchestrate intelligent workflows, and drive measurable business benefits. Through investments in enterprise AI, AI-driven automation, agentic platforms, and hyperscaler partnerships, Datamatics is enabling organizations to navigate complexity, accelerate transformation, and build future-ready digital enterprises.

A. Economic Environment

According to the International Monetary Fund's World Economic Outlook (July 2026), global economic activity is expected to navigate a period of evolving macroeconomic conditions. Global growth is projected at 3.0% in 2026 and 3.4% in 2027, reflecting a stable yet measured expansion. Global headline inflation is anticipated to rise modestly in 2026 before resuming a downward trajectory in 2027. These trends are expected to be more pronounced across emerging market and developing economies.

The United States, Datamatics' largest market, is projected to grow from 2.1% in 2025 to 2.3% in 2026, before moderating slightly to 2.2% in 2027. This trend reflects a combination of policy adjustments, evolving trade dynamics, and a gradual normalization in consumer demand.

Europe is expected to grow at 0.9% in 2026, compared with 1.4% in 2025, followed by a modest recovery to 1.2% in 2027, indicating a gradual recovery path. Supporting factors include improved consumption driven by rising real wages, although broader structural and external uncertainties may continue to influence growth momentum. The United Kingdom is projected to grow at 1% in 2026, compared with 1.4% in 2025, before stabilizing at 1.3% in 2027.

India's growth is expected to moderate from 7.7% in 2025 to 6.4% in 2026 and marginally increase to 6.7% in 2027. This outlook is supported by continued momentum in domestic demand, ongoing digital transformation initiatives, and sustained policy focus on infrastructure and economic development.

Overall, the global economic outlook reflects a balance between near-term adjustments and underlying resilience. While certain uncertainties remain, the fundamental drivers of growth, including consumption recovery, technological advancement, and policy support are expected to underpin steady economic activity over the medium term.

B. Business Review

Digital Technologies

- The global IT services market, including outsourced and in-house services, is projected to grow at a CAGR of ~9%, reaching US$1.6 trillion by CY26, with outsourced services accounting for US$790 billion of the total market . Enterprise priorities continue to center around high-impact service areas such as enterprise application services, custom application development, cloud services, cybersecurity, and data, analytics, and AI, reflecting a broader shift toward intelligent, platform-driven operations and resilience.

- Datamatics' Digital Technologies business continues to advance its AI-first strategy, enabling enterprises to modernize core systems, harness data, and deliver measurable business benefits at scale. Digital Technologies is evolving towards an AI-native, platform-led model, moving beyond traditional services to outcome-driven transformation. The business delivers end-to-end enterprise transformation, enhancing customer experience in the front office, enabling data-driven intelligence in the mid-office, and driving efficiency in the back office through automation and agentic solutions. A key differentiator is Datamatics' AI and Agentic Centre of Excellence, supported by its proprietary KAi suite (KAiBRE, KAiSDLC, KAiTest, KAiData, KAiCloud, KAiVision), improved productivity.
- Datamatics continues to strengthen partnerships with Microsoft, Google, and Salesforce, delivering cloud-native, AI-integrated solutions aligned with evolving enterprise needs.

Source: Gartner IT spending forecast 2026 and Everest Group

Digital Operations

- The business process services market, including outsourced and in-house services, is projected to grow at a CAGR of ~2.5%, reaching US$1.9 trillion by CY26, with outsourced services accounting for US$315 billion of the total market. Within this space, Finance & Accounting Outsourcing (FAO) continues to grow at a CAGR of 7% and expected to reach US$ 21 billion by 2026. The global digital content market is projected to grow at 6% to reach US$170 billion in this period.

- Datamatics' digital operations are anchored by FINATO, its AI-powered finance transformation platform that drives automation across the procure-to-pay, order-to-cash, and record-to-report cycles. The Company continues to invest in enhancing FINATO's capabilities in line with growing enterprise demand for efficiency, accuracy, and compliance. FINATO is evolving into a modular, AI-first, agentic platform, where intelligent agents are configured around customer-specific policies, workflows, and operating cultures. Designed as an adaptive and continuously learning system rather than a hard-coded solution, FINATO aims to enable autonomous finance operations with human-in-the-loop oversight.

- Datamatics launched TruAI Underwriting, an agentic AI-based solution designed to support and streamline insurance underwriting decisions. The solution enables insurers to assess financial and medical risks with improved speed, consistency, and accuracy across data-intensive cases. Lumina Datamatics is transforming content operations through AI-powered digital content strategies, streamlining workflows, enabling personalization, and enhancing user experience. Its acquisition of TNQTech, which operates in digital content for scientific journals gives it a technology platform and several patents in content enrichment. Lumina Datamatics serves 9 of the 10 largest publishers worldwide.

Source: Everest Group & Nasscom

Digital Experiences

- The global contact center market continues its strong growth trajectory, with projections indicating it will surpass US$200–230 billion by the end of the decade. However, 2026 marks a structural shift in how this growth is distributed. The contact center software segment alone reached ~US$62 billion in 2026, expanding at over 20% CAGR. The industry's transformation is now firmly AI-led. Organizations are moving beyond omnichannel strategies toward AI-first customer engagement models, where intelligent systems increasingly handle interactions, optimize workflows, and augment human agents.

- Datamatics' Digital Experiences solution blends Digital, AI, and Analytical capabilities to deliver outstanding customer experiences through its omnichannel contact centers. This innovative 'AI-First' framework transforms contact centers into modern CX Command Centers, incorporating digital interventions to drive customer satisfaction and brand loyalty.

- The solution encompasses omnichannel capability, an in-built case management system, automated quality with voice of customer, Agent Assist & next best action, AI, Analytics and Open AI Integration. With a focus on optimizing Total Cost of Ownership, enabling self-service, and delivering hyper-personalization across all touchpoints in the customer journey, Datamatic ensures exceptional experiences for agents and customers.

Source: Gartner, Forrester, Everest Group

Key Industry Focus

- Datamatics has identified Banking & Financial Services, Insurance, Manufacturing Logistics and Publication as the key focus industries. According to Gartner and IDC estimates for 2027, banking & financial services is expected to remain the largest technology spender with an estimated IT and BPM market size of $1.25 trillion and projected growth of 8–10%, driven by AI-led banking, fraud analytics, and core modernization initiatives. Insurance spending is estimated at $380 billion with 7–9% growth, driven by claims automation, AI underwriting, and digital servicing. Manufacturing spending is estimated at $1.05 trillion with 9–11% growth, supported by smart factories, and AI-enabled supply chains. Logistics is projected to witness the fastest growth at 10–13%, reaching $340 billion, fuelled by supply chain digitization and warehouse automation.

- Datamatics has already delivered several transformational success stories across these industries. Its domain expertise and digital transformation capabilities in sectors such as Manufacturing and Logistics have also been consistently recognized by leading analyst firms including Gartner and Everest Group.

- Datamatics has further strengthened its AI-led offerings by developing AI Agents for Insurance, Banking, and Logistics, enabling autonomous workflow orchestration, intelligent decision-making, and enterprise-wide productivity enhancement at scale.

Source: Gartner, IDC

Key Analyst Recognition:

Digital Technologies:

- Everest recognized TruCap+ IDP as 'Major Contenders' in Intelligent Document Processing (IDP) Products PEAK Matrix® Assessments 2026
- Quadrant recognized Datamatics as 'Leaders' in SPARK Matrix: Intelligent Document Processing 2025
- IDC recognized TruCap+ IDP as 'Major Players' in MarketScape Assessment for Worldwide IDP processing software 2025
- Everest Group recognized Datamatics as 'Major Contenders' in Intelligent Process Automation Platform (IPAP) and Full Suite IPAP – Technology Provider Compendium 2026
- Everest Group recognized Datamatics as 'Major Contenders' in Intelligent Process Automation (IPA) Solutions PEAK Matrix® Assessment 2025
- ISG recognized Datamatics as 'Product Challengers' in Provider Lens™ Intelligent Automation Services 2025 study for Intelligent Enterprise Automation (Europe & US).
- ISG recognized Datamatics as 'Contenders' in Provider Lens™ study Intelligent Enterprise Automation for AIOPS for IT US 2025
- ISG recognized Datamatics as 'Contenders' in Provider Lens™ for Intelligent Automation Services 2025 - Next-Gen Automation (Europe & US)
- Nelson Hall Recognized Datamatics as Leaders in Gen AI Services category and overall Major Players for Gen AI & Process Automation Banking NEAT Assessment 2025.
- Avasant recognized Datamatics as 'Challengers' in Salesforce Service 2025 Radarview Data Management and Advanced Analytics Services Assessment

- Avasant recognized Datamatics as 'Challengers' Data Management and Advanced Analytics Services 2025 RadarView
- Everest recognized Datamatics as 'Major Contenders' in Data and AI (D&AI) Services for Mid-market Enterprises PEAK Matrix® Assessment 2025
- Everest recognized Datamatics as 'Major Contenders' in Application Development Services for AI Applications PEAK Matrix® Assessment 2025
- Everest recognized Datamatics as 'Major Contenders' in Application Transformation Services for AI Applications PEAK Matrix® Assessment 2025

Digital Operations:

- Gartner recognized Datamatics as 'Niche Players' in Magic Quadrant for Finance and Accounting Business Process Outsourcing, 2025 for the fourth consecutive year
- Gartner recognized Datamatics in Critical Capabilities for Finance and Accounting Business Process Outsourcing, 2025
- Everest recognized Datamatics as 'Major Contenders' in Finance and Accounting Outsourcing (FAO) PEAK Matrix® Assessment 2025
- ISG recognized Datamatics as 'Product Challengers" in Finance and Accounting Outsourcing Services ISG Provider Lens™ Study, 2025 - Global
- ISG recognized Datamatics as 'Product Challengers' in Global Capability Center (GCC) Services for Optimization and Enhancement 2025 ISG Provider Lens™ Study
- Avasant recognized Datamatics as 'Challengers' in Banking Process Transformation 2025 RadarView
- Everest Group recognized Datamatics as 'Major Contenders' in Order-to-Cash (O2C) Product PEAK Matrix® Assessment 2025

Digital Experiences:

- Everest Group recognized Datamatics as 'Major Contenders' in PEAK Matrix for Customer Experience Management (CXM) Services, Americas Region PEAK Matrix® Assessment 2025
- ISG recognized Datamatics as 'Product Challengers' in Provider Lens™ study Contact Center - Customer Experience Services 2025
- Quadrant recognized Datamatics as 'Strong Contenders' in SPARK Matrix™: CX Management Services, 2025
- Everest Group recognized Datamatics as 'Aspirants' in Customer Experience (CX) Services in Insurance Operations PEAK Matrix® Assessment 2025
- Quadrant recognized Datamatics as 'Leaders' in SPARK Matrix™: Contact Center Outsourcing Services, 2025

Key Awards & Recognition:

- Dr. Lalit Kanodia, Chairman Datamatics Group Won the 'Transformational Impact on Industry 2024' award at MRSI Golden Key Awards
- Rahul Kanodia, Vice Chairman & CEO, Datamatics, conferred Honorary Doctorate by Amity University, Kolkata
- Rahul Kanodia, Vice Chairman & CEO, Datamatics recognized as CEO of the Year award at The Business Leader of the Year Awards 2025
- Datamatics won the Most Humane Organization award at MRSI Golden Key Awards
- Datamatics won India's Top 100 Organisations in DEI Excellence 2025 – In Partnership with Ernst & Young
- Sameer Kanodia, Vice-Chairman & CEO, Lumina Datamatics, was honored with the 'CEO of the Year® Award' for the second consecutive year.
- Sameer Kanodia, Vice-Chairman & CEO, Lumina Datamatics, was honored with the "Charismatic Business Leader" award at the International CXO Conference – PeopleFirst HR Excellence Awards.
- Lumina Datamatics was certified as a Great Place To Work® for the third consecutive year.
- Lumina Datamatics was recognized as "Asia's Most Admirable Brand" at the Asian Brand & Leadership Awards 2025.
- Sameer Kanodia was named "Asia's Leader of the Year" at the Asian Brand & Leadership Awards 2025.
- Lumina Datamatics was awarded "Most Preferred Workplace for Women 2024–2025" by Marksmen Daily.
- Lumina Datamatics received the Indo–American Corporate Excellence Award for Excellence in Service (Indian Company in the US) from the Indo–American Chamber of Commerce.
- Lumina Datamatics was recognized among the ET Now Best Organisations to Work 2025 by the Times Group.

C. Business drivers

- **Invest in AI Services:** Datamatics continues to invest in artificial intelligence, machine learning, and generative AI to expand its AI-led services portfolio. These investments focus on building advanced AI use cases, strengthening responsible AI frameworks, and embedding AI across operations, platforms, and customer experiences. By scaling AI services, the Company aims to drive higher-value engagements, improve margins, and address growing enterprise demand for intelligent automation and data-driven decision-making. We have rolled out Google Gemini Enterprise AI across the organization, empowering our teams to build intelligent agents, improve productivity, and drive innovation at scale. This strengthens our AI-first culture and positions Datamatics for sustainable growth and long-term value creation. TruAI is Datamatics' enterprise AI suite for agentic automation, built for complex, decision-intensive processes by combining AI capabilities with process expertise. TruAI Underwriting is the first Agentic AI-based solution in this portfolio, designed to support and streamline insurance underwriting decisions. We will continue to innovate in the

AI space and currently working on the development of intelligent AI Agents designed to deliver contextual and autonomous support across business functions.

- **Increasing market presence in US And Europe:** Datamatics aims to deepen its footprint in the United States and Europe, which represent the largest and fastest-growing markets for digital transformation, AI, and automation services. The Company has strengthened local sales, solutioning, and delivery capabilities to be closer to customers, improve deal velocity, and increase wallet share within existing accounts. This focus enhances revenue diversification, increases exposure to high-value enterprise clients, and supports long-term, sustainable growth.

- **Strengthen Customer Relationships:** Datamatics is focused on building deeper, long-term relationships with clients by transitioning from project-based engagements to strategic, outcome-driven partnerships. By aligning solutions more closely with customer business objectives, the Company aims to improve client lifetime value, and expand cross-sell and up-sell opportunities across Digital Technologies, Digital Operations, and Digital Experiences.

- **Collaboration with Hyperscalers – Microsoft, Google, Salesforce:** Strategic partnerships with leading Hyperscalers such as Microsoft, Google, and Salesforce are central to Datamatics' go-to-market strategy. These alliances enable the Company to co-create industry-specific solutions, accelerate cloud and AI adoption for clients, and access joint sales and innovation ecosystems.

- **Industry Focus:** Datamatics is strengthening its focus on high-growth industries including Banking & Financial Services, Insurance, Manufacturing, Logistics and Publication where enterprises are accelerating investments in AI, automation, and digital transformation. By combining deep domain expertise with AI-led solutions and platforms, the company is well-positioned to address evolving customer needs and drive long-term growth across these strategic sectors.

D. Business performance

Datamatics reported consolidated revenues of ₹ 1,987.2 Crores, reflecting a year-on-year growth of 15.3%. Our Consolidated EBIT stood at ₹287.6 Crores, with an EBIT margin of 14.5%.

Digital Technologies including Digital Transformation Service & Intelligent Automation contributed 32% of total revenue and a 4.5% de-growth year-over-year. On the other hand, Digital Operations including Digital Finance & Digital Content contributed 55% of total revenue and witnessed a 40.2% growth (including acquisition of a subsidiary) year-over-year and Digital Experience including Customer Experience & Research & Analytics contributed 13% of total revenue and a 8.0% de-growth year-over-year.

E. Financial Performance

Balance Sheet

Equity and Liabilities

EQUITY **(INR in Crores)**

Particulars	March 31, 2026	March 31, 2025	Change
Total equity	1535.95	1356.41	179.54

❖ The movement in retained earnings was on account of profit earned during the year and payment of dividends.

LIABILITIES **(INR in Crores)**

Particulars	March 31, 2026	March 31, 2025	Change
Non-current liabilities	254.26	410.89	(156.63)
Current liabilities	564.86	289.10	275.76
Total liabilities	**819.12**	**699.99**	**119.13**

❖ Liabilities include lease liabilities, capital expenditure creditors, borrowings, fair value of consideration payable for acquisitions, outstanding forward contracts at fair value, provisions for share appreciation rights, trade payables, unearned revenue, customer advances, and employee benefit obligations. The increase in liabilities due to increase in contingent consideration, provisions for employee benefits, trade payables, and lease liabilities. These were partially offset by a reduction of repayment of secured loans, statutory dues, advance from customers and unearned revenue.

ASSETS **(INR in Crores)**

Particulars	March 31, 2026	March 31, 2025	Change
Non-current Assets			
Property, Plant and Equipment, capital work in progress	118.25	116.33	1.92
Goodwill / other intangibles/ Right-to-use assets	741.50	722.71	18.79
Other non- current assets	372.29	327.12	45.17
Total	**1232.04**	**1166.16**	**65.88**

❖ The increase during the period was primarily due to increase in right to use assets, deferred tax assets, investments, unbilled revenue and deposits.

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025	Change
Current Assets			
Investment, cash and cash equivalents, bank balances (Cash, bank and investments)	563.60	365.33	198.27
Receivables	341.76	301.82	39.94
Other	217.67	223.09	(5.42)
Total	**1123.03**	**890.24**	**232.79**

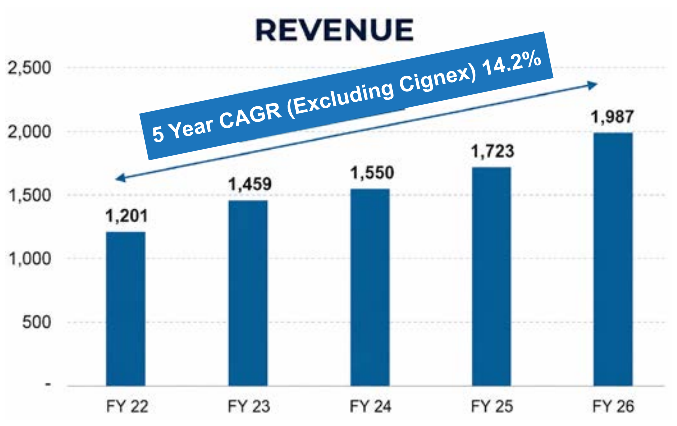
- Other current assets include security deposits, accrued revenue, balances with government authorities, prepayments, and various financial assets. The overall increase in current assets was mainly driven by higher trade receivables and investments.

Statement of Profit and Loss

Revenue from operations

- Revenue stood at ₹ 1987.15 Crores compared to ₹ 1723.36 Crores in FY25, representing a growth of 15.3%.

- A five-year revenue trend is presented below:



Other Income **(INR in Crores)**

Particulars	March 31, 2026	March 31, 2025	Change
Interest, dividend and profits on investments	39.84	41.36	(1.51)
Exchange Gain	13.36	-	13.36
Miscellaneous Income (including Advances and excess provisions written back and profit on sale of fixed assets)	2.88	5.08	(2.20)
Total	**56.08**	**46.44**	**9.64**

Expenditure

- Operating costs (excluding depreciation and financing) encompass employee benefits, IT products and licenses, and various other expenditures. Operating expenses rose to ₹ 1615.55 Crores in FY 2025-26 from ₹ 1494.10 Crores the previous year. The ratio of operating expenses to revenue from operations has decreased from 86.7% in FY 2024-25 to 81.3% in FY 2025-26.

- Employee benefits expense has increased to ₹ 1227.25 Crores in FY 2025-26 from ₹ 1118.31 Crores in FY 2024-25. Employee benefit expenses to revenue from operations has decreased from 64.9% of in FY 2024-25 to 61.8% in FY 2025-26.

Depreciation and Amortization

- There is increase in depreciation to 84.03 Crores in FY 2025-26, from 48.04 Crores due acquisition amortization of customer contracts and depreciation on lease assets.

Tax expense

- The annual tax expenditure stood at ₹ 65.14 Crores, up from last year's ₹ 43.79 Crores. The Effective Tax Rate (ETR) for the current year was 25.0% as against 17.6% in previous year.

Profit after Tax

- Net profit after non-controlling Interest decreases from ₹ 205.02 Crores in FY 2024-25 to ₹ 194.21 Crores in FY 2025-26 due to exceptional loss during the current year and exceptional gain during the previous year.

Cash Flow **(INR in Crores)**

Particulars	2025-26	2024-25
Operating activities	323.99	223.72
Investing activities	(316.54)	(249.23)
Financing activities	(83.67)	118.91
Net Cash flow during the year	(76.22)	93.40

Key Financial Ratios

Particulars	Refer notes for variance	March 31, 2026	March 31, 2025	Variance
Profitability Ratios				
EBITDA Margin (%)	1	18.7%	13.3%	40.6%
EBIT Margin (%)	1	14.5%	10.5%	37.6%
PBT Margin (%)	1	15.9%	12.3%	29.3%
PAT Margin (%)		9.5%	11.6%	(17.9%)
EPS Basic (Rs.)		32.86	34.71	(5.3%)
Return on Equity (ROE) (%)		17.9%	14.9%	20.4%
Liquidity Ratios				
Current Ratio (In Times)	2	1.99	3.08	(35.4%)
Efficiency Ratios				
Debtors Turnover (No. of days)		63	57	10.6%
Leverage Financial Ratios				
Debt Equity Ratio		0.09	0.12	(20.9%)
Interest Coverage Ratio	3	0.06	0.04	57.1%

1. Increase profit during the year.
2. Decrease in current assets during the year.
3. Increase in interest expenses during the year.

F. Risk management

The Company's global operations bring in considerable complexities and in response to that, Datamatics has established a robust enterprise risk and compliance management framework and process. This process provides an enterprise-wide view of risks and compliance which enables it to take a more holistic approach towards informed decision making. Some significant risks that could hinder Company operations are identified below:

Global Economic Risk

Datamatics derives significant portion of its revenues from overseas markets. Adverse changes in global economic conditions, such as inflation, reforms in tax laws, shifts in fiscal and monetary policies in these markets can increase cost pressure and negatively impact the Company in multiple ways. The Company may also witness price reduction, lose key projects and customers, deterring financial performance.

Employee Related Risks

Risk Overview & Impact

Datamatics' business success and long-term value creation are fundamentally driven by the quality, expertise, and dedication of its workforce. Operating in a highly dynamic and specialized industry, the inability to attract, retain, and motivate high-caliber talent poses a potential risk to operational delivery, service quality, and client satisfaction.

Continuous Learning & Growth: The Company maintains a robust culture of continuous learning and skill enrichment, empowering employees to advance their careers and adapt to evolving client requirements.

The total number of Employees including subsidiaries as on March 31, 2026 was 15,744 as against 15,660 as on March 31, 2025.

Talent Management

To mitigate talent-related risks and reinforce market competitiveness, Datamatics actively aligns its Human Resources strategy with overall business objectives:

Employer Engagement: Datamatics continuously strengthens its corporate reputation to be recognized as an employer of choice, driving engagement and talent retention initiatives.

Targeted Talent Acquisition: The Company focuses on recruiting specialized expertise across all business verticals, ensuring optimal staffing levels and geographic deployment to enhance market differentiation.

Business Continuity and Information Security Risk

Datamatics recognizes the business continuity risks arising out of global disruptions such as natural disasters, IT outages, cyberattacks, pandemic, terror, political unrest and power disruptions. Such events can potentially impact availability of people and process, technology and infrastructure.

To address these risks, the Company has a well-defined, robust and tested Business Continuity Plan (BCP) and Disaster Recovery (DR) processes in place. As a part of this plan Datamatics have identified Primary and secondary locations that are equipped with the necessary infrastructure and facilities to ensure that the business processes can continue uninterrupted had there been any disaster. There are dedicated, trained and empowered cross-functional teams at various levels in all locations to ensure that the BCP and DR processes are implemented in shortest possible times. Readiness according to the BCP and DR processes are regularly tested through surprise mock drills and audits. The audit and mock-drill findings are reviewed by senior management in Management Information Security Forum (MISF) – forum comprising senior management responsible for managing security posture of organization at par with current cybersecurity trends. These measures have proven effective in real scenarios, where customer processes were successfully restored within defined timelines, earning commendation from clients. Likewise during the global pandemic Datamatics ensured smooth transition of operations in the Work from home (WFH) mode seamlessly.

The Company's operations and Information Security Practices have been successfully assessed and are compliant to ISO 27001:2022, ISO 9001: 2015, SSAE 18 SOC 1 and SOC2 requirements and HIPAA requirements. The Company has PCI-DSS certification. To boost our Europe government business operations while maintaining security and privacy company has implemented Cyber Essentials, Cyber Essentials Plus and GDPR compliance. All These standards are especially critical to the financial, insurance and healthcare industries.

Moreover, Datamatics successfully implemented series of security solutions such as Security Information and Event Management (SIEM) solution, MDR , Data Leakage Prevention (DLP) solution to strengthen Information security management framework. Additionally, to safeguard the security posture of its publicly exposed web applications Datamatics has implemented WAF across all these applications and it health is consistently monitored using security monitoring tools such as Upguard and BitSight.

Business resilience plays vital role in ensuring business operations continue irrespective of any threats that has potential to impact it. Datamatics has Disaster Management and business resumption plan in place which ensures business continues to operate within specified RTO and RPO. To fulfil this Datamatics has built redundancies in terms of servers, Leased line, internet connectivity, data backup. All systems we use upgraded regularly in terms of hardware, Operating systems as well as applications.

To ensure compliance against the personal data of Indian citizens Datamatics has already started the DPDPA process and should be completed by July end. Already Gap analysis, awareness training, identification of personal data within systems, Data privacy impact assessment has been completed.

Competition Risk

The technology market is evolving at an unprecedented pace. The world is moving towards smart automation and the emerging digital technologies are disrupting and changing the paradigm of business operations across Industries. This rapid transformation intensifies competitive risk. Datamatics mitigates these risks through a multi-pronged approach:

- Datamatics invests in new technologies and product development in Robotics, Artificial Intelligence "Agentic AI", Mobility and Analytics and consistently updates its own IP solutions in the digital technology space.
- Adopting a customer centric approach together with its ability to innovate customer specific solutions, through its in-house incubation hub, DataLabs, Datamatics conducts research and development based on emerging trends and cutting-edge technologies.

Legal and Regulatory Compliance Risk

Datamatics operations keep expanding, increasing the scope of processing data. Legislations such as Digital Personal Data Protection Act (DPDPA) in India, General Data Protection Regulation (GDPR) in Europe and California Consumer Privacy Act (CCPA) in the United States carry severe consequences for non-compliance or breach. Any violation or security breach, non-compliance or inadequacy of privacy policies and procedures can result in substantive liabilities, penalties and reputation impact. Furthermore, Privacy landscape is continuously shifting as governing bodies worldwide scrutinize the adequacy of privacy laws and regulations.

To keep the Company protected against the risk of data privacy breach, all its contracts with the customers in the EU region are monitored to continuously incorporate GDPR requirements. A dedicated Data Protection Officer (DPO) has been appointed to address issues, if any, raised around GDPR compliance. Regular online training and workshops on Data Privacy and GDPR are conducted to foster a culture of awareness and responsibility among its employees. GDPR awareness is an integral part of the employee induction program.

Further, Datamatics also continues to operate in a dynamic ESG regulatory environment across global markets. Evolving requirements around climate disclosures and responsible business conduct can lead to operational, financial and reputational impacts if not effectively managed. To mitigate this risk, Datamatics has established ESG oversight via ESG committee ensuring ESG is embedded into enterprise-wide decision making and is continuously monitored. Also, enhanced disclosure systems are established whereby Business Responsibility & Sustainability Report is published annually.

Datamatics also continues to engage professional consultants, working under the supervision of its dedicated in-house compliance team, to proactively identify and manage compliance risks. The team is well-equipped to ensure adherence to both domestic and international laws and regulations. Changes in applicable regulations are continuously monitored and tracked on a global scale.

Currency Risk

Datamatics derives majority revenues in foreign currencies. Volatility in currency exchange movements can negatively impacts Company's financial performance. Through appropriate hedging strategy and business marketing practices aligned with market best practices, the management team takes adequate steps to minimize currency-related value erosion. The Company consistently reviews economic scenario and updates policies accordingly.

Internal Control Systems and their Adequacy

Datamatics has mechanisms in place to establish and maintain adequate internal controls over all operational and financial functions. The Company intends to undertake further measures as necessary in line with its intent to adhere to procedures, guidelines, and regulations as applicable in a transparent manner.

The Company has appointed, M/s. Ajmera & Ajmera, Chartered Accountants, Mumbai as Internal Auditors of the Company. During the year, the Internal Auditor has carried out Company audit on significant areas affecting the Company's business. The Audit Committee reviews its findings and recommendations at periodic intervals.

The Company's internal control system is adequate considering the nature, size and complexity of its business.

G. Outlook

Datamatics remains optimistic about the growth prospects in the current fiscal year. The company will continue to focus on key strategic areas including artificial intelligence, talent development, expansion in key international markets, and investments in technology and research. These initiatives are aligned with the Company's vision to enable customers in their digital transformation journeys and drive sustained long-term growth.

AI-First Approach. Artificial intelligence is a key area of focus for Datamatics. The company has set up a Center of Excellence to support customers in exploring and scaling AI-led initiatives. Our approach is centered on building practical, use case-driven AI solutions that can bring efficiency and value to business operations.

Strengthening Hyperscaler Capabilities. Datamatics is investing in building competencies across major hyperscaler platforms such as Microsoft, Google, and Salesforce. Collaboration with the Hyperscalers will help enhance credibility, shortens sales cycles, and strengthens Datamatics' positioning as a trusted digital transformation partner.

Focus on the US, European markets. The US and Europe continue to be key markets for Datamatics. With established regional teams and focused go-to-market initiatives, the company aims to further strengthen its presence and deepen customer relationships in these regions.

Industry-Focused Solutions. Datamatics is aligning its solutions to better serve industries such as Banking, Financial Services, Insurance (BFSI), Manufacturing, and Logistics. By combining domain knowledge with technology expertise, we are helping organizations in these sectors address specific business challenges and improve operational efficiency.

Talent Development and Innovation. To support future growth, Datamatics will continue to invest in people, processes, and technology. This includes upskilling programs, expanding global talent, and enhancing digital capabilities to meet evolving customer needs. The company remains focused on delivering long-term value through innovation and strong customer partnerships.

As opportunities across markets broaden, the Company continues to prioritize innovation and deeper client engagement. By working closely with customers, Datamatics aims to advance their digital transformation agendas and enable them to move confidently into the next phase of growth.

REPORT ON CORPORATE GOVERNANCE

This report contains the details of Corporate Governance in accordance with Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any amendments thereto) of Datamatics Global Services Limited ("Datamatics" or "the Company").

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is an integral part of Datamatics' philosophy. It's a reflection of the culture, values and policies of the Company. To meet its obligations towards its shareholders and other stakeholders, the Company has a corporate culture of conscience and consciousness; integrity, transparency and accountability for efficient and ethical conduct of business. It aims at the highest standards of fairness, and accountability as well as equal treatment to all the stakeholders comprising of regulators, employees, investors, customers, vendors and the society at large.

Realizing the criticality of sound corporate governance practices to enhance shareholder and stakeholder trust, the Company observes the highest level of ethics in all its dealings. Apart from complying with the statutory requirements, effective systems and practices towards improving transparency; internal controls and promotion of ethics at work place have been institutionalized.

The Company's corporate governance framework incorporates a system of robust checks and balances between the prominent players; namely, the Board, its committees, the management, auditors and various other stakeholders. The Board of Directors and management of the Company place greater emphasis on maintaining oversight and integrity in governing the Company and conducting business operations.

The Company firmly believes that corporate governance standards should go beyond the law and must satisfy the spirit of law and not just the letter of the law. This is a way of life at Datamatics and is driven relentlessly across the organization.

The Company follows the requirements of Corporate Governance stipulated in the SEBI Listing Regulations and the Companies Act, 2013 ('the Act').

II. BOARD OF DIRECTORS

The Board of Directors, along with its Committees, critically evaluates the Company's strategic direction, entrepreneurial leadership, management policies, possible risks and risk mitigation measures and their effectiveness. Thus, the Board provides a strategic roadmap for the Company's future growth.

a. Composition and category of the Directors:

The Company has a well-informed, experienced, diverse and active Board of Directors. In compliance with Section 149(4) of the Companies Act, 2013 ("Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 of the SEBI Listing Regulations, the Board maintains an appropriate balance of Executive and Non-Executive Directors. The Board includes Independent Directors who are accomplished professionals possessing extensive experience, expertise and knowledge across diverse fields relevant to the Company's business and operations. Their valuable insights and long-standing experience contribute significantly to the effective governance and strategic direction of the Company.

As of March 31, 2026, the Board of Directors comprises a total of 7 (seven) Directors, including 5 (five) Non-Executive Directors of whom 4 (four) are Independent Directors, with 2 (two) being Women Independent Directors and 2 (two) Executive Directors.

Since, the Chairman of your Company is an Executive Chairman and being a Promoter of the Company, half (50%) of the total number of Directors on the Board, are independent.

As per the declarations received by the Company from each of the Directors, none of them are disqualified under Section 164(1) and Section 164(2) of the Companies Act, 2013.

The names and category of Directors on the Board of the Company, number of other Board of Directors or Committees in which Company's Director is an member or chairperson and the names of the other listed entities where Company's Director is a Director and their category of Directorship as on March 31, 2026 is summarized as under:

Name	Category	Directorship(s)/Committee Membership(s)/ Chairmanship(s)			Directorship in other listed entities
		Directorship(s) (see note no.1)	Committee Membership(s) (see note no. 2)	Chairman-ship(s) (see note no. 2)	
EXECUTIVE DIRECTORS					
Dr. Lalit Kanodia Chairman & Whole-Time Director	Promoter Non-Independent Director	4	-	-	Not Applicable
Mr. Rahul Kanodia Vice-Chairman & CEO	Promoter Group Non-Independent Director	4	-	-	Safari Industries (India) Limited - Independent Director (Resigned w.e.f. May 20, 2026)

Name	Category	Directorship(s)/Committee Membership(s)/ Chairmanship(s)			Directorship in other listed entities
		Directorship(s) (see note no.1)	Committee Membership(s) (see note no. 2)	Chairman-ship(s) (see note no. 2)	
NON-EXECUTIVE DIRECTORS					
Mr. Sameer Kanodia	Promoter Group Non-Independent Director	4	2	-	Not Applicable
Mrs. Mona Bhide	Independent Director	6	7	1	1. Vinati Organics Limited– Independent Director 2. PCS Technology Limited – Non-Executive Director 3. Benchmark Computer Solutions Limited – Independent Director 4. Fedbank Financial Services Limited –Independent Director
Ms. Kanika Mittal	Independent Director	-	-	-	Not Applicable
Dr. Avnish Kshatriya	Independent Director	-	-	-	Not Applicable
Mr. Mahesh Zurale*	Independent Director	1	-	-	Not Applicable

*Mr. Mahesh Zurale was appointed as an Additional Director in the category of Non-Executive Independent Director, not liable to retire by rotation for a term of 2 (two) consecutive years commencing from October 30, 2025. Further, the Members of the Company through Postal Ballot on December 11, 2025 approved his appointment as Non-Executive Independent Director of the Company.

The Board of Directors on May 08, 2026 vide resolution by circulation appointed Mr. Hitesh Gajaria (DIN: 10044310) and Mr. Navnit Singh (DIN: 00424875) as Additional Independent Directors of the Company for a term of 5 (five) years with effect from May 08, 2026, subject to approval of the shareholders.

Notes:

1. Directorship(s) includes directorship on the Board of Public Companies and Deemed Public Companies and excludes directorship on the Board of Private Limited Companies, Foreign Companies, Companies under Section 8 of the Act and Datamatics Global Services Limited;

2. Number of Membership(s) and Chairmanship(s) of Committees are considered as per Regulation 26 of SEBI Listing Regulations i.e. Audit Committee and Stakeholders' Relationship Committee of Public Limited Company [including Deemed Public Company] excluding Datamatics Global Services Limited. The Membership(s) of a Committee includes Chairmanship.

Compliance with Directorship limits

None of the Directors of your Company is a Director in more than twenty companies (including ten public companies) or acts as a Director including Independent Director in more than seven listed companies, or three listed companies in case they serve as a Whole-time Director / Managing Director in any listed company.

Compliance with Committee positions

Disclosures have been made by the Directors regarding their Chairmanships/Memberships of mandatory Committees of the Board and the same are within the permissible limits as stipulated under Regulation 26(1) of the SEBI Listing Regulations. Accordingly, none of the Directors on the Board of your Company is a member of more than ten Committees or act as a Chairperson of more than five Committees, across all public limited companies in which he/she is a Director.

Declaration from Independent Directors

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

In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the Independent Directors of the Company have confirmed that they have registered themselves with the databank maintained by The Indian Institute of Corporate Affairs ("IICA"). The Independent Directors are also required to undertake online proficiency self-assessment test conducted by the IICA within a period of 2 (two) years from the date of inclusion of their names in the data bank, unless they meet the criteria specified for exemption.

The Independent Directors of the Company who are not exempt, will undertake the online proficiency self-assessment test within the prescribed timeline.

During the year under review, Mr. Himanshu Verma resigned as an Independent Director with effect from the closure of business hours on March 23, 2026. Mr. Himanshu Verma has confirmed that there are no other material reasons other than those provided in his resignation letter. The Company has duly intimated the same to Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited on March 24, 2026.

b. Board Meeting and Procedures:

The Board, looking at the long-term strategic planning, financial statements and policy reviews, meets at least once in a quarter to review the financial results and operations of the Company. The Notice along with the agenda of the Board/Committee Meetings and comprehensive notes are given well in advance to all the Directors and Committee Members to enable them to make informed decisions. In case of special and urgent business need, the Board's approval is taken by passing resolutions by circulation, as permitted by the Act and Secretarial Standard - 1, and are placed and confirmed by the Board at the next Board Meeting. The Agenda for the Board/Committee meetings are prepared by the Company Secretary in consultation with the Chairman, CEO and CFO of the Company. Every Director of the Company has the liberty to recommend inclusion of items on the agenda.

All statutory and other matters of significant importance including information as mentioned in Schedule II Part A of the SEBI Listing Regulations are tabled before the Board for their discussions and consideration. The compliance reports of applicable laws, rules and regulations and the minutes of the meetings of the Committees of the Board and of the subsidiary companies are placed before the Board.

The draft Minutes are circulated amongst the members of the Board/Committee for their perusal. Comments, if any, received from the Directors are incorporated in the Minutes, in consultation with the Chairman. The Minutes are noted by the members and signed by the Chairman of the Board/Committee at their next Meeting.

During the financial year 2025-26, 4 (four) Board Meetings were held on **May 15, 2025; August 06, 2025; October 30, 2025 and January 28, 2026**. The necessary quorum was present for all the meetings. In terms of Section 173 of the Act, Regulation 17 of the SEBI Listing Regulations and Secretarial Standard - 1, the gap between the two consecutive Board Meetings has not exceeded one hundred and twenty days.

The attendance of each Director at the Board Meetings for the financial year 2025-26 and the last Annual General Meeting are detailed as under:

Name of the Directors	Board Meetings		Attendance at the last Annual General Meeting held on September 18, 2025
	Held during the tenure	Attended	
Dr. Lalit Kanodia	4	4	Yes
Mr. Rahul Kanodia	4	4	Yes
Mr. Sameer Kanodia	4	4	Yes
Mr. Vinay Aggarwal*	2	2	Not Applicable
Mrs. Mona Bhide	4	4	Yes
Ms. Kanika Mittal	4	4	No
Mr. Himanshu Verma#	4	4	Yes
Dr. Avnish Kshatriya	4	4	Yes
Mr. Mahesh Zurale^	1	1	Not Applicable

* ceased to be an Independent Director w.e.f. August 27, 2025 upon completing his second term of 5 consecutive years.

resigned as an Independent Director w.e.f. March 23, 2026.

^ appointed as an Additional Director in the category of Non-Executive Independent Director, not liable to retire by rotation for a term of 2 (two) consecutive years commencing from October 30, 2025. Further, the Members of the Company through Postal Ballot on December 11, 2025 approved his appointment as Non-Executive Independent Director of the Company.

c. Disclosure of relationships between Directors inter se:

Mr. Rahul Kanodia and Mr. Sameer Kanodia are sons of Dr. Lalit Kanodia.

d. Details of shares and convertible instruments held by Non-Executive Directors:

As on March 31, 2026, the Company has not issued any convertible instruments. The details of shares held by Non- Executive Directors as on March 31, 2026 are as follows:

Name of Directors	Category	No. of Shares held
Mr. Sameer Kanodia	Non-Executive Non-Independent Director	1,27,43,386
Mr. Vinay Aggarwal*	Non-Executive Independent Director	Nil
Mrs. Mona Bhide	Non-Executive Independent Director	Nil
Ms. Kanika Mittal	Non-Executive Independent Director	Nil
Mr. Himanshu Verma#	Non-Executive Independent Director	Nil
Dr. Avnish Kshatriya	Non-Executive Independent Director	Nil
Mr. Mahesh Zurale^	Non-Executive Independent Director	Nil

*ceased to be an Independent Director w.e.f. August 27, 2025 upon completing his second term of 5 consecutive years.

resigned as an Independent Director w.e.f. March 23, 2026.

^ appointed as an Independent Director w.e.f. October 30, 2025.

e. Familiarization Program for Independent Directors:

All the Independent Directors inducted on the Board are given an orientation program about Company's nature of industry, business model, group structure, organization structure and other such areas. These programs provide insights into the Company to enable them to perform their roles, duties, responsibilities and make effective contribution as Independent Directors of the Company. The details on the Company's methodology of the Familiarization Program and the details of familiarization programs imparted to Independent Directors can be accessed at https://www.datamatics.com/about-us/investor-relations/disclosures-under-regulation-46-of-the-sebi-lodr

f. Key Board qualifications, Expertise and Attributes:

The Company's Board comprises of qualified members who bring in the required skills, competence and expertise that allow them to make effective contribution to the Board and its committees. The Board members are committed to ensure that the Company is in compliance with the highest standards of corporate governance.

The table below summarizes key qualifications, skills and attributes which are taken into consideration while nominating candidates to serve on the Board.

Sr. No.	Key qualifications, skills and Attributes
A1	General Management and Business Operations
A2	Thought Leadership
A3	CEO/Senior Management Experience
A4	Expertise and knowledge in IT Industry
A5	Public Policy/Governmental Regulations
A6	Accounting/Finance/Legal
A7	Risk Management
A8	Human Resources Management
A9	Strategy/M&A/Restructuring
A10	Corporate Governance
A11	Business Development/Sales/Marketing
A12	International Business

Name of Directors	A1	A2	A3	A4	A5	A6	A7	A8	A9	A10	A11	A12
Dr. Lalit Kanodia	√	√	√	√	√	√	√	√	√	√	√	√
Mr. Rahul Kanodia	√	√	√	√	√	√	√	√	√	√	√	√
Mr. Sameer Kanodia	√	√	√	√	√	√	√	√	√	√	√	√
Mr. Vinay Aggarwal*	√	√	√	√	√	√	√	-	√	√	√	√
Mrs. Mona Bhide	√	√	√	-	√	√	√	-	√	√	√	√
Ms. Kanika Mittal	√	√	√	√	√	-	-	-	-	√	√	√
Mr. Himanshu Verma#	√	√	√	√	√	√	√	-	√	√	√	√
Dr. Avnish Kshatriya	√	√	√	√	-	√	√	√	√	√	√	√
Mr. Mahesh Zurale^	√	√	√	√	√	√	√	-	√	√	√	√

* ceased to be an Independent Director w.e.f. August 27, 2025 upon completing his second term of 5 consecutive years.

resigned as an Independent Director w.e.f. March 23, 2026.

^ appointed as an Independent Director w.e.f. October 30, 2025.

III. COMMITTEES OF THE BOARD:

Currently, the Board has constituted the following 5 (five) committees:

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholders' Relationship Committee;
4. Corporate Social Responsibility Committee; and
5. Risk Management Committee.

AUDIT COMMITTEE

The Company has constituted a well-qualified and independent Audit Committee as required under Section 177 of the Act, read with Rules thereto, and is also in compliance with Regulation 18 of the SEBI Listing Regulations. The role of the Audit Committee and the information reviewed by it is as per Part C of Schedule II of the SEBI Listing Regulations, including but not limited to oversighting financial reporting process, review of financial results and related parties transactions, recommendation of appointment, remuneration and terms of auditors and internal auditors, scrutiny of intercorporate loans and investments and to ensure accurate and timely disclosures with the highest levels of transparency, integrity and quality of financial reporting.

- **Description of Terms of Reference:**

  The Audit Committee,inter-alia, discharges the following responsibilities:

  (1) oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

  (2) recommendation for appointment, remuneration and terms of appointment of auditors of the Company;

  (3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;

  (4) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

     (a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

     (b) changes, if any, in accounting policies and practices and reasons for the same;

     (c) major accounting entries involving estimates based on the exercise of judgment by management;

     (d) significant adjustments made in the financial statements arising out of audit findings;

     (e) compliance with listing and other legal requirements relating to financial statements;

     (f) disclosure of any related party transactions;

     (g) modified opinion(s) in the draft audit report.

  (5) reviewing, with the management, the quarterly financial statements before submission to the board for approval;

  (6) reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;

  (7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

  (8) approval or any subsequent modification of transactions of the Company with related parties;

  (9) scrutiny of inter-corporate loans and investments;

  (10) valuation of undertakings or assets of the Company wherever it is necessary;

  (11) evaluation of internal financial controls and risk management systems;

  (12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

  (13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

  (14) discussion with internal auditors of any significant findings and follow up there on;

  (15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

  (16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

  (17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

  (18) to review the functioning of the whistle blower mechanism;

  (19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

  (20) Carrying out any other function as is mentioned in the terms of reference of the audit committee;

  (21) reviewing the utilization of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;

  (22) consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders;

  (23) The Audit Committee mandatorily reviews the following information:

     (i) management discussion and analysis of financial condition and results of operations;

(ii) management letters / letters of internal control weaknesses issued by the statutory auditors;

(iii) internal audit reports relating to internal control weaknesses; and

(iv) the appointment, removal and terms of remuneration of the chief internal auditor is subject to review by the audit committee.

(v) statement of deviations:

(a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1);

(b) annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7).

- **Composition, Name of Members and Chairperson:**

The second term of 5 (five) years of Mr. Vinay Aggarwal as an Independent Director concluded on August 27, 2025 and consequently he ceased to be the Chairman of the Audit Committee.

The Board of Directors in its meeting held on August 06, 2025, re-constituted the Audit Committee by appointing Mr. Himanshu Verma as the Chairman of the Audit Committee with effect from August 27, 2025.

Mr. Himanshu Verma resigned as an Independent Director with effect from the closure of business hours on March 23, 2026.

Accordingly, the Audit Committee as on March 31, 2026 comprised of 2 (two) members as under:

Sr. No.	Name of the Director	Designation
1	Mr. Rahul Kanodia	Member (Executive Director – Vice Chairman and CEO)
2	Mrs. Mona Bhide	Member (Independent Director)

In compliance with Regulation 17(1E) of SEBI Listing Regulations, the Board of Directors vide resolution by circulation on May 08, 2026 have re-constituted the Audit Committee and appointed Mr. Hitesh Gajaria as the Chairman of the Audit Committee.

Accordingly, the composition of Audit Committee w.e.f. May 08, 2026, is as under:

Sr. No.	Name of the Director	Designation
1	Mr. Hitesh Gajaria	Chairman (Independent Director)
2	Mr. Rahul Kanodia	Member (Executive Director – Vice Chairman and CEO)
3	Mrs. Mona Bhide	Member (Independent Director)

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

The members of the Audit Committee have relevant experience in financial matters as well as have accounting or related financial management expertise and are considered financially literate as defined in Regulation 18(1)(c) of the SEBI Listing Regulations. The Chairman of the Audit Committee has expert knowledge in accounts & finance, corporate laws and governance matters.

The meetings of the Audit Committee are also attended by Chief Financial Officer and Partner of Statutory Auditors and Internal Auditors. Minutes of the Audit Committee meetings are circulated to its Members and are placed before the Board for noting. The role of the Audit Committee and the information reviewed by it is as per Part C of Schedule II of SEBI Listing Regulations which includes but is not limited to overseeing of the financial reporting process, review of financial results and related party transactions, recommendation of appointment, remuneration and terms of statutory and internal auditors, scrutiny of intercorporate loans and investments, evaluation of internal financial controls and risk management systems.

- **Meetings and Attendance during the year:**

During the year under review, the Committee met 4 (four) times on **May 15, 2025; August 06, 2025; October 30, 2025 and January 28, 2026** and the gap between the two consecutive meetings did not exceed one hundred and twenty days. Mr. Himanshu Verma attended the Annual General Meeting held on September 18, 2025, in the capacity as a Chairman of the Audit Committee.

The attendance of members of the Audit Committee at its meetings held during the year ended March 31, 2026 is as follows

Name	Category	Designation	No. of Meetings	
			Held during the tenure	Attended
Mr. Vinay Aggarwal*	Independent Director	Chairman	2	2
Mr. Himanshu Verma#	Independent Director	Chairman	2	2
Mrs. Mona Bhide	Independent Director	Member	4	4
Mr. Rahul Kanodia	Executive Director – Vice Chairman and CEO	Member	4	4

* ceased to be the Chairman of Audit Committee w.e.f. August 27, 2025.

ceased to be the Chairman of Audit Committee w.e.f. March 23, 2026.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee (NRC) is constituted in line with the provisions of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations. The role of the NRC and the information reviewed by it is as per Part D of Schedule II of the SEBI Listing Regulations.

- **Description of Terms of Reference:**

The Nomination and Remuneration Committee inter-alia discharge the following responsibilities:

1. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees;

1A. for every appointment of an independent director, the Nomination and Remuneration Committee evaluates the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepares a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director has the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

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

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

   (c) consider the time commitments of the candidates.

2. formulation of criteria for evaluation of the performance of independent directors and the board of directors;

3. devising a policy on diversity of the board of directors;

4. identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;

5. whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

6. recommend to the board, all remuneration, in whatever form, payable to senior management.

- **Composition, Name of Members and Chairperson:**

The second term of 5 (five) years of Mr. Vinay Aggarwal as an Independent Director concluded on August 27, 2025 and consequently he ceased to be a Member of the NRC.

The Board of Directors in its meeting held on August 06, 2025, re-constituted the NRC by re-categorizing Mrs. Mona Bhide from Member to Chairperson and appointing Mr. Himanshu Verma as a Member of the Committee.

Mr. Himanshu Verma resigned as an Independent Director with effect from the closure of business hours on March 23, 2026.

Accordingly, the NRC as on March 31, 2026 comprised of 2 (two) members as under:

Sr. No.	Name of the Director	Designation
1	Mrs. Mona Bhide	Chairperson (Independent Director)
2	Mr. Sameer Kanodia	Member (Non-Executive Director)

In compliance with Regulation 17(1E) of SEBI Listing Regulations, the Board of Directors vide resolution by circulation on May 08, 2026 have re-constituted the NRC.

Accordingly, the composition of the NRC w.e.f. May 08, 2026, is as under:

Sr. No.	Name of the Director	Designation
1	Mr. Navnit Singh	Chairman (Independent Director)
2	Mrs. Mona Bhide	Member (Independent Director)
3	Mr. Hitesh Gajaria	Member (Independent Director)

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

- **Meetings and Attendance during the year:**

During the year under review, the Committee met 3 (three) times on **May 15, 2025; October 30, 2025 and January 28, 2026.** Mrs. Mona Bhide attended the Annual General Meeting held on September 18, 2025, in the capacity as a Chairperson of the NRC, to answer the queries of the shareholders, if any.

The attendance of members of the NRC at its meetings held during the year ended March 31, 2026 is as follows:

Name	Category	Designation	No. of Meetings	
			Held during the tenure	Attended
Mr. Vinay Aggarwal*	Independent Director	Chairman	1	1
Mrs. Mona Bhide^	Independent Director	Chairperson	3	3
Mr. Himanshu Verma#	Independent Director	Chairman	2	2
Mr. Sameer Kanodia$	Non-Executive Director	Member	3	3

* ceased to be the Chairman of NRC w.e.f. August 27, 2025.

^ re-categorized as the Chairperson of NRC w.e.f. August 27, 2025 and subsequently as the Member w.e.f. May 08, 2026.

ceased to be a member of NRC w.e.f. March 23, 2026.

$ resigned as a member of NRC w.e.f. May 08, 2026.

- **Performance evaluation criteria for Independent Directors:**

A comprehensive performance evaluation framework has been established and is duly in place, outlining the criteria for evaluating the Board, Individual Directors, Chairman and Board Committees of the Company. The Board carries out the performance evaluation annually digitally to ensure seamless and confidential participation of all the Directors.

During the financial year 2025-26, the evaluation was conducted based on a structured questionnaire covering various aspects of the Board's functioning, including Board Composition & Quality, Board Meetings & Procedures, Strategy & Risk Management, evaluation of strategic plans and comparative analysis of actual performance against devised policies, functioning of Committees, Flow of Information.

The established framework is based on several key pillars, including individual expertise and experience; active participation and strategic contribution; commitment to fostering mutual trust and respect; and their role in enhancing corporate governance standards. Furthermore, the evaluation measures the effective deployment of expertise, stakeholder relationship management, adherence to the highest standards of integrity and confidentiality, and the consistent exercise of independent judgment.

- **Directors & Officers Insurance (D&O Insurance):**

In line with the requirements of Regulation 25 (10) of the SEBI Listing Regulations, the Company has taken D&O Insurance for all its Independent Directors for such quantum and risk as determined by the Company.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee (SRC) of the Company is constituted in accordance with the provisions of Section 178 of the Act and Regulation 20 of the SEBI Listing Regulations. The role of the SRC is as specified in Part D of Schedule II which includes, considering and resolving the grievances of the security holders including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.

- **Description of Terms of Reference:**

The Stakeholders Relationship Committee inter-alia discharges the following responsibilities:

1. resolving the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;
2. review of measures taken for effective exercise of voting rights by shareholders;
3. review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
4. review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

- **Composition, Name of Members and Chairman:**

The second term of 5 (five) years of Mr. Vinay Aggarwal as an Independent Director concluded on August 27, 2025 and consequently he ceased to be a Chairman of the SRC.

The Board of Directors in its meeting held on August 06, 2025, re-constituted the SRC by re-categorizing Mr. Sameer Kanodia from Member to Chairperson and appointing Mr. Himanshu Verma as a Member of the Committee.

Mr. Himanshu Verma resigned as an Independent Director with effect from the closure of business hours on March 23, 2026.

Accordingly, the SRC as on March 31, 2026 comprised of 2 (two) members as under:

Sr. No.	Name of the Director	Designation
1	Mr. Sameer Kanodia	Chairman (Non-Executive Director)
2	Mr. Rahul Kanodia	Member (Executive Director – Vice Chairman and CEO)

In compliance with Regulation 17(1E) of SEBI Listing Regulations, the Board of Directors vide resolution by circulation on May 08, 2026 have re-constituted the SRC.

Accordingly, the composition of the SRC w.e.f. May 08, 2026, is as under:

Sr. No.	Name of the Director	Designation
1	Mrs. Mona Bhide	Chairperson (Independent Director)
2	Dr. Lalit Kanodia	Member (Executive Director – Chairman)
3	Mr. Rahul Kanodia	Member (Executive Director – Vice Chairman and CEO)

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

- **Meetings and Attendance during the year:**

During the year under review, the Committee met 4 (four) times on **May 15, 2025; August 06, 2025; October 30, 2025 and January 28, 2026**. Mr. Sameer Kanodia attended the Annual General Meeting held on September 18, 2025, in the capacity as a Chairman of the SRC.

The attendance of members of the SRC at its meetings held during the year ended March 31, 2026 is as follows:

Name	Category	Designation	No. of Meetings	
			Held during the tenure	Attended
Mr. Vinay Aggarwal*	Independent Director	Chairman	2	2
Mr. Sameer Kanodia$	Non-Executive Director	Chairman	4	4
Mr. Himanshu Verma#	Independent Director	Member	2	2
Mr. Rahul Kanodia	Executive Director – Vice Chairman and CEO	Member	4	4

* ceased to be the Chairman of SRC w.e.f. August 27, 2025.

$ became member of SRC w.e.f. April 28, 2022 and subsequently recategorized as Chairman of SRC w.e.f. August 27, 2025. He further resigned as Chairman of SRC w.e.f. May 08, 2026.

ceased to be a member of SRC w.e.f. March 23, 2026.

Name, Designation and Address of Compliance Officer:
Ms. Divya Kumat
President, Chief Legal Officer & Company Secretary
Datamatics Global Services Limited
Knowledge Centre, Plot No. 58, Street No. 17,
MIDC, Andheri (East), Mumbai – 400 093.
Tel: +91 (22) 6102 0000/1/2
Email: investors@datamatics.com

- **The details of shareholders' grievances received and resolved during financial year 2025-26 is given below:**

Sr. No.	Nature of Complaints	Opening	Received	Resolved	Pending
1.	Non-receipt of Dividend/ Dividend Warrants	1	15	16	0
2.	Non-receipt of Annual Report	0	0	0	0
3.	Non-receipt of share certificates sent for Transfer, Deletion of name, Transmission of shares etc.	0	1	1	0
4.	Miscellaneous/ Others	0	3	3	0
Total		**1**	**19**	**19**	**0**

The Company keeps a regular check on the Investors Complaints on "SCORES", an online portal introduced by SEBI for resolving investor's complaints and "SMART ODR". There were no investors' complaints pending at the end of the financial year on SCORES or SMART ODR.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility (CSR) Committee of the Company is constituted in accordance with the provisions of Section 135 of the Act and the Rules framed thereunder. The Committee's responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring the implementation of the Corporate Social Responsibility Policy.

- **Description of terms of reference:**

The CSR Committee inter-alia discharges the following responsibilities:

1. formulate and recommend to the Board, a CSR Policy indicating activities to be undertaken by the Company in compliance with provisions of the Act and rules made thereunder;
2. recommend the amount of expenditure to be incurred on the CSR activities;
3. monitor the implementation of the CSR Policy of the Company from time to time;
4. prepare a transparent monitoring mechanism for ensuring implementation of the projects/programmes/activities proposed to be undertaken by the Company.

- **Composition, Name of Members and Chairperson:**

The CSR Committee as on March 31, 2026 comprised of 3 (three) members as under:

Sr. No.	Name of the Director	Designation
1	Mrs. Mona Bhide	Chairperson (Independent Director)
2	Mr. Rahul Kanodia	Member (Executive Director – Vice Chairman and CEO)
3	Mr. Sameer Kanodia	Member (Non-Executive Director)

The Board of Directors vide resolution by circulation on May 08, 2026 have re-constituted the CSR Committee and accordingly, the composition of the same w.e.f. May 08, 2026, is as under:

Sr. No.	Name of the Director	Designation
1	Mrs. Mona Bhide	Chairperson (Independent Director)
2	Dr. Lalit Kanodia	Member (Executive Director – Chairman)
3	Mr. Rahul Kanodia	Member (Executive Director – Vice Chairman and CEO)

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

- **Meetings and Attendance during the year:**

During the year under review, 1 (one) meeting was held on **May 15, 2025**. The Chairperson of the CSR Committee attended the last Annual General Meeting held on September 18, 2025.

The attendance of members of the CSR Committee at its meetings held during the year ended March 31, 2026 is as follows:

Name	Category	Designation	No. of Meetings	
			Held during the tenure	Attended
Mrs. Mona Bhide	Independent Director	Chairperson	1	1
Mr. Rahul Kanodia	Executive Director – Vice Chairman and CEO	Member	1	1
Mr. Sameer Kanodia$	Non-Executive Director	Member	1	1

$ resigned as a member of CSR Committee w.e.f. May 08, 2026.

RISK MANAGEMENT COMMITTEE

The Board of your Company has constituted the Risk Management Committee (RMC) in accordance with Regulation 21 of SEBI Listing Regulations. The primary role of the RMC is to assist the Board in overseeing the Company's risk management processes and controls. RMC, through the Risk Management Policy, seeks to minimize adverse impact on business objectives and enhance stakeholder value.

- **Description of terms of reference:**

The RMC inter-alia discharges the following responsibilities:

1. To formulate a detailed risk management policy which shall include:

   (i) A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;

   (ii) Measures for risk mitigation including systems and processes for internal control of identified risks;

   (iii) Business continuity plan.

2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

3. To monitor and oversee the implementation of the risk management policy, including evaluating the adequacy of risk management systems;

4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;

7. Any other terms of reference as may be included from time to time as per the Companies Act, 2013 and SEBI Listing Regulations;

8. Perform such other functions as may be necessary or appropriate for the performance of its duties.

- **Composition, Name of Members and Chairperson:**

The RMC as on March 31, 2026 comprised of 3 (three) members as under:

Sr. No.	Name of the Director	Designation
1	Mr. Rahul Kanodia	Chairman (Executive Director – Vice Chairman and CEO)
2	Mrs. Mona Bhide	Member (Independent Director)
3	Mr. Ankush Akar	Member (Chief Financial Officer)

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

- **Meetings and Attendance during the year:**

During the year under review, 2 (two) meetings were held on **May 07, 2025 and November 28, 2025**. The Chairman of the RMC attended the last Annual General Meeting held on September 18, 2025.

The attendance of members of the RMC at its meetings held during the year ended March 31, 2026 is as follows:

Name	Category	Designation	No. of Meetings	
			Held during the tenure	Attended
Mr. Vinay Aggarwal*	Independent Director	Chairman	1	1
Mr. Rahul L. Kanodia^	Executive Director – Vice Chairman and CEO	Chairman	2	2
Mrs. Mona Bhide#	Independent Director	Member	1	1
Mr. Ankush Akar	Chief Financial Officer	Member	2	2

* ceased to be the Chairman of RMC w.e.f. August 27, 2025.

^ became a member of RMC w.e.f. May 26, 2021 and subsequently recategorize as Chairman w.e.f. August 27, 2025.

appointed as a member of RMC w.e.f. August 27, 2025.

IV. Senior Management:

The Senior Management comprises the leadership team, consisting of core management members and functional heads. As of March 31, 2026, the following individuals served as senior management personnel of the Company:

Sr. No.	Name	Designation
1.	Mr. Bala Gopalakrishnan	President – Digital Technologies
2.	Mr. Dinesh Kumar VK	President and Global Sales Head
3.	Ms. Divya Kumat	President, Chief Legal Officer & Company Secretary
4.	Dr. Rima Ghose Chowdhury	President, Chief Human Resources Officer & CSR Leader
5.	Mr. Ankush Akar	EVP & Chief Financial Officer
6.	Mr. Mitul Mehta	EVP & Chief Marketing Officer
7.	Mr. Shashi Bhargava	EVP & Head, Intelligent Automation Products
8.	Mr. Praveer Chadha	EVP & Head Digital Experiences

V. Remuneration of Directors

A. Remuneration Policy:

In terms of Section 178 of the Act, the Remuneration Policy has been formulated by the Nomination and Remuneration Committee of the Company and approved by the Board of Directors. The Policy ensures that:

i. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;

ii. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

iii. Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

The Nomination and Remuneration Policy of the Company is placed on the website of the Company and can be accessed at https://www.datamatics.com/about-us/investor-relations/corporate-governance.

B. Pecuniary relationship or transactions of the Non-Executive Directors vis-a vis the Company:

The Company did not have any material pecuniary relationship or transactions with the Non-Executive Directors.

C. Criteria for making payment to Non-Executive Directors:

Criteria for making payment to Non-Executive Directors is disclosed on the website of the Company and can be accessed athttps://www.datamatics.com/about-us/investor-relations/corporate-governance.

D. Disclosure with reference to Remuneration to Executive Directors and Non-Executive Directors:

The Whole-time Directors are paid remuneration by way of salary, commission, perquisites, incentives and allowances, as recommended by Nomination and Remuneration Committee and approved by the Board of Directors and the members of the Company from time to time.

Non-Executive Directors and Independent Directors are entitled to sitting fees for attending meetings of the Board of Directors, Audit Committee and Nomination and Remuneration Committee Meetings. They are also paid remuneration by way of commission up to a maximum limit of 2% of net profits of the Company for the financial year, as approved by the Members of the Company. The sitting fees being paid are within the limit prescribed under the Act.

1. **Details of fixed component and performance linked incentives along with performance criteria:**

In accordance with the provisions of Section 178(3) of the Act, Policy on Appointment and Remuneration of Directors, Key Managerial Personnel and other Employees and Details on Criteria of making payments to the Non-Executive Directors, which includes performance criteria for payment of remuneration, is available at https://www.datamatics.com/about-us/investor-relations/corporate-governance.

2. **Terms of Appointment of Executive Directors:**

a. Appointment of the Executive Directors is done for a maximum period of 5 (five) years as per the provisions of the Act;

b. Resignation from the position of Executive Directorship is addressed to the Board of Directors.

3. **Details of the Remuneration for the year ended March 31, 2026:**

a. Non-Executive and Independent Directors:

(₹ in crores.)

Name	Designation	Commission	Sitting Fees
Mr. Vinay Aggarwal (upto 27-08-2025)	Independent Director	0.03	0.02
Mrs. Mona Bhide	Independent Director	0.08	0.05
Mr. Sameer Kanodia	Non-Executive Director	0.00	0.00
Mr. Himanshu Verma (upto 23-03-2026)	Independent Director	0.12	0.04
Dr. Avnish Kshatriya	Independent Director	0.12	0.04
Mrs. Kanika Mittal	Independent Director	0.12	0.04
Mr. Mahesh Zurale (w.e.f. 30-10-2025)	Independent Director	0.03	0.02

b. Executive Directors: (₹ in crores)

Name of Director	Salary	Benefits, Perquisites and Allowances	Incentives	Commission	Employee Stock Purchase Scheme
Dr. Lalit Kanodia (Chairman & Whole Time Director)	2.00	0.18	-	2.16	-
Mr. Rahul Kanodia (Vice-Chairman & CEO)	3.30	0.24	1.89	2.70	–

Notes:

1. Notice period as per Rules of the Company.

2. There is no separate provision for payment of severance fees.

V. INDEPENDENT DIRECTORS MEETING:

Pursuant to the provisions of Schedule IV to the Act and Regulation 25 of SEBI Listing Regulations, a separate meeting of the Independent Directors of the Company was convened on January 28, 2026, without the presence of Non-Independent Directors and Members of Management, to consider, inter alia, the following:

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

(b) review the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors;

(c) assess the quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Independent Directors have conveyed their satisfaction on the performances of Non-Independent Directors, Chairman, Vice Chairman & CEO and the Board as a whole. Specifically, they noted that the Chairman and Vice Chairman & CEO demonstrated effective leadership and strategic vision in navigating the Company's objectives. Furthermore, the Independent Directors reviewed the interface between Management and the Board, concluding that the quality, quantity, and timeliness of information flow was adequate, enabling them to discharge their fiduciary duties effectively and reasonably.

All Independent Directors were present in their Meeting and the same was chaired by Mrs. Mona Bhide.

VI. GENERAL BODY MEETINGS:

A. Details of Annual General Meetings held during last 3 (three) years, and the special resolution(s) passed thereat, are as follows:

Year	Date of Meeting	Time	Place of Meeting	Details of Special Resolution(s) passed
2022-23	September 29, 2023	11:30 A.M.	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").	Increase in overall maximum managerial remuneration limits payable under the provisions of Section 197 of the Companies Act, 2013 & Regulation 17 (6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2023-24	August 01, 2024	02:30 P.M.	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").	Commission to Non-Executive Directors
2024-25	September 18, 2025	11:30 A.M.	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").	No Special Resolution was passed.

All the above special resolutions were passed with a requisite majority.

B. Postal Ballot:

During the year under review, the Company sought the approval of members through Postal Ballot (by way of remote e-voting) as under:

Date of dispatch of Postal Ballot Notice : November 10, 2025

Voting Period : from 09:00 A.M. (IST) on November 11, 2025 till 05:00 P.M. (IST) on December 10, 2025

Date of approval : December 11, 2025

Date of declaration of result : December 11, 2025

Sr. No.	Resolution	No. of votes polled	No. of votes cast in favour	No. of votes cast against	% of votes cast in favour	% of votes cast against
1.	To appoint Mr. Mahesh Zurale (DIN: 10535033) as a Non-Executive Independent Director of the Company (Special Resolution).	42261430	42261271	159	99.9996	0.0004

Mr. Swapneel Vinod Patel, Practicing Company Secretary and Partner of Shah Patel & Associates (Membership No. A41106 / Certificate of Practice No. 15628) was appointed as Scrutinizer to scrutinize conduct of remote e-voting process in a fair and transparent manner for the above Postal Ballot.

The aforesaid resolution was duly passed by requisite majority and the results along with Scrutinizer's Report was announced on December 11, 2025.

Procedure for Postal Ballot

The Postal Ballot was conducted in accordance with the provisions of Section 108 and 110 of the Act read with the Companies (Management and Administration) Rules, 2014 ('the Rules') as amended and other applicable provisions of the Act and the Rules, if any, General Circular No. 03/2025 dated September 22, 2025 read with other relevant circulars, issued by the Ministry of Corporate Affairs, Regulation 44 of the SEBI Listing Regulations, Secretarial Standard- 2 on General Meetings issued by the Institute of Company Secretaries of India and any other applicable laws, rules and regulations, if any.

In accordance with the aforementioned circular, e-voting facility was provided to all the members to cast their votes only through the remote e-voting process. The Postal Ballot Notice was sent to members as per the permitted mode. The Company also published the Notice in the newspapers in accordance with the requirements under the Act.

Members holding equity shares as on the cut-off date were eligible to cast their votes through e-voting during the voting period fixed for this purpose. After completion of scrutiny of votes, the Scrutinizer submitted his report to the Chairman/person authorized by him and the results of voting by postal ballot were announced within 2 working days of conclusion of the voting period. The results were displayed at the Registered Office of the Company, on the website of the Company (www.datamatics.com) & NSDL and communicated to the Stock Exchanges, where the shares of the Company are listed.

VII. MEANS OF COMMUNICATION:

- **Quarterly Results:** The quarterly/half yearly/annual financial results are submitted to the Stock Exchanges and published in a English language national daily 'Financial Express' and in a regional language newspaper 'Mumbai Lakshadweep'. The financial results and the official news releases are also displayed on the Company's website: www.datamatics.com.

- **Website:** The Company's website: www.datamatics.com contains a separate section 'Investor' where shareholders' information is available. The Company's financial results and Annual Reports are also available on the Company's website in downloadable form.

- **Press release and presentation made to Investors**: The Company also issues press releases from time to time. Financial Results, Statutory Notices, Press Releases and Presentations made to the institutional investors/ analysts after the declaration of the quarterly, half-yearly and annual results are submitted to the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) as well as uploaded on the Company's website: www.datamatics.com.

- **Letters/e-mails to Investors:** The Company has addressed various investor-centric letters/e-mails to its shareholders during the year. This include reminders for claiming unclaimed/unpaid dividend from the Company; updating KYC, bank mandates, contact informations and Nomination details.

  A letter containing web-link and QR code where the complete details of the Annual Report is available is sent to those shareholders whose e-mail address is not registered with the Company / its Registrar and Share Transfer Agent / Depository Participants / Depositories.

- **BSE Listing Centre (the 'Listing Centre') and NSE Electronic Application Processing System (NEAPS):** BSE's Listing Centre and NEAPS are web-based application designed for corporates for the Company's statutory disclosures, ensuring real-time dissemination of information to the Exchange and Investors. All periodical compliance filings like Financial Results, Shareholding Pattern, Integrated (Financial and Governance) filing, Press Releases, Investors Presentations and others are also filed electronically on the Listing Centre and NEAPS. These announcements/ disclosures can be assessed by the Investors at www.bseindia.com and www.nseindia.com

- **SEBI Complaints Redress System (SCORES):** The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are: Centralized database of all complaints, online upload of Action Taken Reports by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

- **Online Dispute Resolution:** SEBI vide its Circular dated July 31, 2023 issued guidelines for members to resolve their grievances by way of Online Dispute Resolution ('ODR') through a common ODR Portal. Members are requested to first take up their grievance, if any, with Datamatics Business Solutions Limited, Registrar and Share Transfer Agent of the Company. If the grievance is not redressed satisfactorily, the member may escalate the same through: i) SCORES Portal in accordance with the SCORES guidelines, and ii) if the member is not satisfied with the outcome, dispute resolution can be initiated through the ODR Portal at https://smartodr.in/login.

- **Exclusive email-id:** The Company has an exclusive email id – investors@datamatics.com dedicated for prompt redressal of shareholders' queries, grievances etc.

VIII. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report for the FY 2025-26 as per the requirement of the SEBI Listing Regulations, is given in a separate section forming part of the Annual Report.

IX. WEBSITE:

The Company maintains a functional website containing basic information about the Company. The website address is www.datamatics.com. The Company is disseminating the following information as per Regulation 46 of SEBI Listing Regulations under a separate section on its website:

a. Details of business;

aa. Memorandum of Association and Articles of Association of the Company;

ab. Brief profile of Board of Directors including their directorship and full-time positions in other body corporates;

b. Terms and conditions of appointment of Independent Directors;

c. Composition of various committees of Board of Directors;

d. Code of conduct of Board of Directors and Senior Management Personnel;

e. Details of the establishment of Vigil Mechanism/ Whistle Blower policy;

f. Criteria for making payments to Non-Executive Directors;

g. Policy on dealing with Related Party transactions;

h. Policy for determining 'Material' subsidiaries;

i. Details of familiarization programmes imparted to Independent Directors;

j. The email address for grievance redressal and other relevant details;

k. Contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances;

l. Financial information;

m. Shareholding pattern;

n. Schedule of analysts or institutional investors meet and presentations made by the Company to analysts or institutional investors;

o. Audio or Video recordings and transcripts of post earnings/ quarterly calls;

p. Newspaper publication of Financial Results;

q. Credit Ratings;

r. Separate audited financial statements of each subsidiary of the Company;

s. Secretarial compliance report as per sub-regulation (2) of regulation 24A of SEBI Listing Regulations;

t. Disclosure of the policy for determination of materiality of events or information required under clause (ii), sub-regulation (4) of Regulation 30 of SEBI Listing Regulations;

u. Disclosure of contact details of key managerial personnel who are authorized for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s) as required under sub-regulation (5) of Regulation 30 of SEBI Listing Regulations;

v. Disclosures under sub-regulation (8) of Regulation 30 of SEBI Listing Regulations;

w. Dividend distribution policy;

x. Annual return as provided under Section 92 of the Companies Act, 2013 and the rules made thereunder;

y. Employee Benefit Scheme Documents

z. Other information as required under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

X. GENERAL SHAREHOLDER INFORMATION

a) 38th Annual General Meeting:

Day	:	Friday
Date	:	September 18, 2026
Time	:	11:30 A.M. IST
Venue	:	Meeting through Video Conferencing/Other Audio-Visual Means.

b) Financial Year: The financial year of the Company start from April 1 of every year to March 31 of the next year.

c) Dividend payment date: The final dividend of Rs. 5 per Equity Share of the face value of Rs. 5/- each (100%), if approved, shall be paid/credited on or before October 18, 2026 electronically to all the members as on record date who have furnished bank account details to the Company/its Registrar and Share Transfer Agent/Depository Participant, as applicable.

d) Record Date: The Record Date for the purpose of Dividend will be September 11, 2026.

e) Listing on Stock Exchange: The equity shares of the Company are listed on the following Stock Exchanges:

Sr. No.	Name of the Stock Exchanges	Address	Stock Code
1	BSE Limited (BSE)	PhirozeJeejeeboy Towers, Dalal Street, Mumbai - 400 001	532528
2	National Stock Exchange of India Limited (NSE)	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051	DATAMATICS

International Securities Identification Number (ISIN): INE365B01017

f) Annual Listing Fees and Custodial Fees: The Annual Listing Fees and Depository custodial fees for the financial year 2025-26 has been paid by the Company within the stipulated time.

g) Suspension of trading in securities: There was no suspension of trading in securities of the Company during the year under review.

h) Registrar and Share Transfer Agent:

Datamatics Business Solutions Limited
Plot No. A 16 & 17, Part B Cross Lane,
MIDC, Andheri (East),Mumbai – 400 093.
Tel: 91-22-6671 2001-5; Fax: 91-22-6671 2011
E-mail:investorsqry@datamaticsbpm.com

i) Share Transfer System:

The Company has appointed Datamatics Business Solutions Limited as Registrar for physical share transfer and dematerialization of shares. The shares lodged for physical transfer/ transmission/ transposition are registered within stipulated period as stated under SEBI Listing Regulations and amendments thereto. Adequate care is taken to ensure that no transfers are pending for more than a fortnight.

The Company had also opened a special window from July 7, 2025 till January 6, 2026 for re-lodgement of transfer deeds which were lodged prior to the deadline of April 1, 2019 and rejected/returned/not attended to due to deficiency in the documents/process/or otherwise.

Further, in terms of SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026 the Company had again opened a Special Window for transfer and dematerialization (demat) of physical shares from February 05, 2026 will remain open up to February 04, 2027, during which the investors may lodge / re-lodge such shares for transfer which had not lodged for transfer; or had lodged the shares for transfer, but the same were rejected/returned/ not attended to due to deficiencies in documents, process, or otherwise.

The transfers would be approved only if all the requisite documents are in place. Also, the shares transferred under this window will be credited only in dematerialised form and shall be under lock-in for a period of 1 (one) year from the date of registration of transfer. Such shares shall not be transferred/ lien-marked/pledged during the said lock-in period. Members may contact the Company or its RTA, for assistance in this regard.

SEBI has mandated vide its Circular dated January 25, 2022 that all listed companies shall henceforth issue the securities in dematerialized form only while processing the following service request:

i. Issue of duplicate securities certificate;

ii. Claim from Unclaimed Suspense Account;

iii. Renewal / Exchange of securities certificate;

iv. Endorsement;

v. Sub-division / Splitting of securities certificate;

vi. Consolidation of securities certificates/folios;

vii. Transmission;

viii. Transposition.

Accordingly, members are requested to make service requests by submitting a duly filled and signed Form as per applicability, which is available on the website of the Company and Datamatics Business Solutions Limited (RTA).

The RTA /Company shall verify and process the servicer requests and thereafter issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/ claimant.

The 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a request to the Depository Participant for dematerializing the said securities.

j) Shareholding as on March 31, 2026:

Distribution of equity shareholding as on March 31, 2026:

Sr. No.	Shares Range		Shares	% To Capital	No. Of Holders	% To No. of Holders
	From	To				
1	1	1000	43,63,687	7.38	47,748	97.27
2	1001	2000	10,39,287	1.76	720	1.47
3	2001	4000	9,11,600	1.54	321	0.65
4	4001	6000	5,06,832	0.86	104	0.21
5	6001	8000	2,93,579	0.50	42	0.09
6	8001	10000	3,31,456	0.56	35	0.07
7	10001	20000	8,65,401	1.46	61	0.12
8	20001	9999999999	5,07,94,547	85.94	61	0.12
		TOTAL	**5,91,06,389**	**100.00**	**49,092**	**100.00**

Categories of equity shareholders as on March 31, 2026:

Sr. No.	Category	No. of shares*	% of Shareholding*
A.	**Promoters & Promoter Group**	**3,92,03,076**	**66.3263**
B.	**Public Shareholding**		
i.	Foreign Portfolio Investor	2,83,056	0.4789
ii.	KMP	3,606	0.0060
iii.	Relatives of promoters	5,000	0.0085
iv.	Individuals	1,24,40,914	21.0482
v.	Mutual Fund	59,620	0.1009
vi.	NBFCs Registered with RBI	1,158	0.0020
vii.	NRI	8,52,890	1.4430
viii.	Alternate Investment Fund	3,000	0.0050
ix.	Bodies Corporate	57,40,148	9.7116
x.	IEPF	94,426	0.1598
xi.	HUF	4,15,435	0.7029
xii.	Trusts	4,026	0.0068
xiii.	Clearing Member	34	0.0001
	Total Public Shareholding	**1,99,03,313**	**33.6737**
	Total (A+B)	**5,91,06,389**	**100.00**

* The shareholding disclosed above is as per the BENPOS data received from the Company's RTA, Datamatics Business Solutions Limited as on March 31, 2026.

k) Dematerialization of shares and liquidity:

The shares of the Company are in the compulsory demat segment and are available for trading in the depository systems of both the Central Depository Services (India) Limited [CDSL] and National Securities Depository Limited [NSDL]. The International Security Identification Number [ISIN] is an identification number of shares. This number is to be quoted in each transaction relating to the dematerialized shares of the Company. The ISIN allotted to the Company is INE365B01017. As on March 31, 2026, 5,90,63,378 Equity Shares out of 5,91,06,389 Equity Shares of the Company, constituting 99.93% of the Company's paid-up capital are held in the dematerialized form. Entire equity shareholding of the Promoters in the Company are held in dematerialize form.

Share held in dematerialized mode upto March 31, 2026 are as under:

Particulars	As on March 31, 2026	
	No. of Shares	%
Shares in Demat form		
- NSDL	1,66,02,582	28.09
- CDSL	4,24,60,796	71.84
Shares in Physical Form	43,011	0.07
Total	**5,91,06,389**	**100.00**

l) **Unpaid/Unclaimed Dividend and Transfer of Shares to IEPF:**

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

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

In light of the aforesaid provisions, the Company has during the year, transferred to IEPF the unclaimed dividends, outstanding for seven consecutive years, of the Company. Further, shares of the Company, in respect of which dividend has not been claimed for seven consecutive years or more from the date of transfer to unpaid dividend account, have also been transferred to the demat account of IEPF Authority.

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

Financial Year	Amount of unclaimed dividends transferred (In ₹)	Number of shares transferred
2017-18 (Interim Dividend)	2,61,788	3,261
2017-18 (Final Dividend)	89,102	1,917

The Members who have a claim on above dividends and shares may claim the same from IEPF Authority by submitting an online application in web Form No. IEPF-5 available on the website www.mca.gov.in and sending a signed physical copy of the same to the Company, along with requisite documents enumerated in the web Form No. IEPF-5. No claims shall lie against the Company in respect of the dividend/shares transferred.

Shareholders of the Company who have not received or encashed their dividend warrants for the financial years, as mentioned below, are requested to claim the unpaid/unclaimed dividend from the Company before its transfer to the above-mentioned Fund:

Year of Declaration	Date of Declaration	Interim/ Final	Rate of Dividend (In ₹)	Date of Transfer to IEPF
2018-19	August 13, 2019	Final	₹1.00 per share	September 18, 2026
2021-22	August 13, 2021	Interim	₹2.50 per share	September 18, 2028
2021-22	July 29, 2022	Final	₹1.25 per share	September 03, 2029
2022-23	September 29, 2023	Special	₹1.25 per share	November 04, 2030
2022-23	September 29, 2023	Final	₹3.75 per share	November 04, 2030
2023-24	August 01, 2024	Final	₹5.00 per share	September 06, 2031
2024-25	September 18, 2025	Final	₹5.00 per share	October 24, 2032

In terms of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, all shares in respect of which dividend has not been claimed by shareholders for seven consecutive years were transferred to the Investor Education & Protection Fund Authority in accordance with the procedure prescribed under the said rules. 94,426 equity shares were lying in the IEPF as on March 31, 2026.

Special 100-Days Campaign – Saksham Niveshak:

In the interest of the shareholders, the Company sends periodical reminder letters/e-mails to the shareholders to claim their dividends in order to avoid transfer of their dividends/shares to IEPF Authority. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website www.datamatics.com.

In our commitment to foster avoiding transfer of dividends/ shares to IEPF Authority, the Company initiated a 100-Days Campaign called 'Saksham Niveshak' during the year from July 28, 2025 to November 06, 2025 to reach out to shareholders for updating their KYC, bank mandates, contact information and nomination details.

The Company also launched Second 100-Days Campaign from April 01, 2026 to July 09, 2026 with an expanded scope to further facilitate the direct payment of unclaimed/unpaid dividend to the rightful shareholders by the Company. Following the 'Saksham Niveshak' outreach, several shareholders successfully identified their unclaimed/unpaid dividends and reached out to the Company / its RTA to initiate their claim on the same.

m) **Updation of KYC details:**

As per SEBI norms, efforts are underway to update Permanent Account Number (PAN) and bank account details of shareholder(s) in the members' register and communications have been sent by the Company to eligible shareholders in this regard. Shareholders are requested to update these details at the earliest.

n) **Transfer of Shares in Demat form:**

As per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) cannot be processed from April 1, 2019 unless the securities are held in dematerialized form with the depositories. Therefore, Members who continue to hold equity shares of the Company in physical form are requested to dematerialize their shareholding to avail of numerous benefits of dematerialization, which include easy liquidity, ease of trading and transfer, and elimination of any possibility of a loss of documents and bad deliveries.

o) **Reconciliation of Share Capital Audit:**

As required under Regulation 76 of Securities and Exchange Board of India (Depositories and participants) Regulations, 2018, as amended from time to time, M/s. Tushar Shridharani & Associates LLP, Practicing Company Secretaries undertake a Reconciliation of Share Capital Audit to reconcile total share capital admitted with National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') and held in physical form, with the issued and listed capital of the Company. This audit is undertaken every quarter and the report thereon is submitted to the Stock Exchanges within prescribed timelines.

The audit report confirms that the total listed and paid up/ issued share capital as on March 31, 2026 matches with the aggregate of the total number of shares in demat form (held by NSDL and CDSL) and in physical form.

p) **ADRs/GDRs/Warrants:**

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments pending conversion and hence it does not have any outstanding GDRs / ADRs / Warrants or any convertible instruments pending conversion likely to impact the Equity Share Capital of the Company as on March 31, 2026.

q) **Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:**

The Company is exposed to foreign currency fluctuation risk due to the constant variation of the Indian Rupee. The Board of Directors have approved Forex Risk Management Policy to keep the Company hedged against the risk of forex fluctuations. Any risk arising from exposure to foreign currency for exportsis being hedged according to the policy approved.

The Company is not exposed to any commodity price risk, and hence the disclosure under Clause 9(n) of Part C of Schedule V in terms of the format prescribed vide SEBI Master Circular No. dated January 30, 2026, is not applicable.

r) **Plant locations:**

The Company does not have any plants.

s) **Address for Correspondence:**

Investors Correspondence/ Compliance Officer	Registrar and Transfer Agent
Ms. Divya Kumat, **President, Chief Legal Officer & Company Secretary** Datamatics Global Services Limited Knowledge Centre, Plot No. 58, Street No. 17, MIDC, Andheri (East), Mumbai – 400 093. Tel: 91-22-6102 0000/1/2 E-mail: investors@datamatics.com	**Datamatics Business Solutions Limited** Plot No. A 16 & 17, Part B Cross Lane, MIDC, Andheri (East), Mumbai - 400 093. Tel: 91-22-6671 2001-5 |Fax: 91-22-6671 2011 E-mail: investorsqry@datamaticsbpm.com

t) **Credit Rating:**

During FY 2025-26, ICRA has reaffirmed/assigned the credit ratings in respect of the following facilities of the Company:

Instrument	Rating Agency	Rating and outlook	Amount (in Crores)	Rating Action
Long-term/ Short-term Fund-based/ Nonfund based limits	ICRA Limited	[ICRA]A+ (Stable)/ [ICRA]A1	180.00	reaffirmed

XI. **DISCLOSURES**

a) **Materially significant related party transactions:**

During the financial year 2025-26, the Company has not entered into any material transactions with any of its related parties that may have potential conflict with the interests of the Company at large.

The related party transactions entered into with the related parties during the financial year were in the ordinary course of business and at an arm's length basis and the same has been approved by the Audit Committee.

During the year under review, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with SEBI Listing Regulation and the policy of the Company on materiality of related party transactions.

The details of transactions with related parties are disclosed in the Notes to accounts of the Financial Statements.

b) **Details of non-compliance/penalties/strictures imposed on the Company by the Statutory Authorities:**

There were no instances of non-compliance on any matter relating to capital markets, during the last three years nor any penalties, strictures imposed on the Company by the Stock Exchange(s) or SEBI or any Statutory Authority.

c) **Whistleblower/Vigil Mechanism:**

As per the provisions of Section 177(9) of the Act and Regulation 22 of the SEBI Listing Regulations, the Company is required to establish an effective Vigil Mechanism for directors, employees and third-party intermediaries to report genuine concerns and raise a concern about serious irregularities within the Company.

The Company has a Whistle-blower Policy to encourage and facilitate directors, employees and third-party intermediaries to report concerns about unethical behaviour, actual/suspected frauds, violation of Company's Code of Conduct and other reportable matters. The policy also provides for adequate safeguards against victimization of persons who avail of the same and provides for direct access to the Chairperson of the Audit Committee. No personnel were denied access to the audit committee for reporting any of the aforesaid concerns.

The Audit Committee of the Company oversees the implementation of the Whistle-Blower Policy. The Whistle Blower Policy can be accessed at the Company's website at www.datamatics.com/about-us/investor-relations/corporate-governance.

During the year under review, no complaints on reportable matter was received, in accordance with the Policy of the Company.

d) Details of compliance with mandatory requirements and compliance with discretionary requirements under Regulation 27(1) of the SEBI Listing Regulations:

The Company has fully complied with the mandatory requirements of the SEBI Listing Regulations. The status of compliance with non-mandatory requirements, as stated under Regulation 27(1) read with Part E of Schedule II to the SEBI Listing Regulationsare as follows:

i. **The Board:** The Chairman of the Company is an Executive Director and hence this provisionis not applicable.

ii. **Shareholders' rights:** To ensure dissemination of Company's financial results to its shareholders, the Company publishes its quarterly / half-yearly / annual financial results in newspapers having wide circulation in India and particularly in Mumbai, where the registered office of the Company is located. These results are also filed with stock exchanges and uploaded on Company's website immediately after the Board meeting. The Company also conducts conference call/ investors / analyst meets, if any, to respond to any investor queries with regard to the financial results or operations of the Company.

iii. **Modified opinion(s) in audit report:** The Company confirms that its financial statements are with un-modified opinion.

iv. **Reporting of Internal Auditor:** The Internal Auditors report directly to the Audit Committee of the Board.

e) Policy for determining material subsidiaries:

The Board of Directors has formulated a Policy for determining Material Subsidiaries pursuant to the provisions of the SEBI Listing Regulation. The same is displayed on the website of the Company at www.datamatics.com/about-us/investor-relations/corporate-governance.

f) Appointment of Independent Director on the Board of material unlisted subsidiaries:

In terms of Regulation 24 of SEBI Listing Regulations, the Company has appointed the Independent Director on the Board of material unlisted subsidiaries, i.e. Lumina Datamatics Limited, TNQ Tech Private Limited and Lumina Datamatics Inc.

g) Policy on dealing with related party transactions:

The Board of Directors has adopted a policy on dealing with related party transactions pursuant to the provisions of the SEBI Listing Regulations. The same is displayed on the website of the Company at www.datamatics.com/about-us/investor-relations/corporate-governance.

h) Disclosure of commodity price risk and commodity hedging activities:

The Company is not exposed to any commodity price risk, and hence the disclosure under Clause 9(n) of Part C of Schedule V in terms of the format prescribed vide SEBI Master Circular No. dated January 30, 2026, is not applicable.

i) Details of utilization of funds raised through preferential allotment or qualified institutional placement:

During the year under review, your Company has not raised any funds through preferential allotment or qualified institutional placement as specified in Regulation 32 (7A) of the SEBI Listing Regulations.

j) Non - Debarment or Non-disqualification of Directors:

A certificate from M/s. Tushar Shridharani & Associates LLP, Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority is enclosed with this Report.

k) Recommendation of Committees

All recommendations / submissions made by various Committees of the Board during the financial year 2025-26 were accepted by the Board.

l) Details of total fees paid to statutory Auditors:

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part are as follows:

(Rs. In Crores)

Type of Service	FY 2025-26	FY 2024-25
Audit Fees*	1.32	1.20
Others	0.16	0.07
Total	1.48	1.27

*Includes audit and audit related services.

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

The Company has adopted zero tolerance for sexual harassment at the workplace and has formulated a policy on prevention, prohibition, and redressal of sexual harassment at the workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder. The Company is in compliance with the formation of the Internal Complaints Committee as prescribed under the Companies Act, 2013.

Pursuant to the said Act, the details of the total reported and closed cases pertaining to incidents under the above framework/ law are as follows:

Number of complaints filed during the financial year : 1

Number of complaints disposed of during the financial year : 0

Number of complaints pending as on end of the financial year : 1

n) **Loans and advances in the nature of loans to firms/companies in which Directors are interested by name and amount:**

There are no loans and advances in the nature of loans to firms/companies in which Directors are interested.

o) **Details of material subsidiaries of the Company for FY 2025-26; including the date and place of incorporation and the name and date of appointment of the Statutory Auditors of such subsidiaries:**

During FY 2025-26, Lumina Datamatics Limited, Lumina Datamatics Inc and TNQ Tech Private Limited are material subsidiaries of the Company. The relevant details of the material subsidiaries as on March 31, 2026, are set out below:

Name of the Material Subsidiaries	Lumina Datamatics Limited	TNQ Tech Private Limited	Lumina Datamatics Inc
Date and Place of Incorporation	26/11/2007, Tamil Nadu	10/03/2023, Tamil Nadu	28/03/2006, USA
Name of Statutory Auditors	Kanu Doshi Associates LLP	M/s. Brahmayya& Co.	Kanu Doshi Associates LLP
Date of Appointment of Statutory Auditors	14/10/2016 (original date of appointment)	31/03/2023 (original date of appointment)	19/05/2016 (original date of appointment)

XII. CEO & CFO Certification:

Mr. Rahul Kanodia, Vice Chairman & CEO and Mr. Ankush Akar, Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the SEBI Listing Regulations, a copy of which is attached to this Report. Mr. Rahul Kanodia and Mr. Ankush Akar also give quarterly certification on financial results while placing the same before the Board in terms of Regulation 33(2) of the SEBI Listing Regulations.

XIII. Disclosures of the compliance of Corporate Governance Requirements:

The Company has made disclosures of the compliance of Corporate Governance Requirements as specified in Regulation 17 to 27 and Regulation 46(2)(b) to (i) of the SEBI Listing Regulations.

XIV. Certification on Corporate Governance:

Compliance certificate from M/s M L Bhuwania and Co LLP, Statutory Auditors of the Company confirming compliance with the conditions of Corporate Governance for the year ended March 31, 2026 in terms of Schedule V (E) of the SEBI Listing Regulations is forming part of the Annual Report.

XV. Non-compliance of Regulations relating to Corporate Governance, if any:

The Company is in compliance with SEBI Listing Regulations except for a delay of five days in holding a meeting of the Risk Management Committee.

XVI. Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account:

The Company has no unclaimed Suspense Account and hence, there is nothing to disclose in this regard.

XVII. Disclosures under Schedule III, Para A, Clause 5A of SEBI Listing Regulations of certain type of agreements binding listed entities:

There are no agreement impacting management or control of the Company or imposing any restriction or create any liability upon the Company.

XVIII. Declaration by CEO:

This is to certify that the Company has laid down its Code of Conduct for all the Board Members and Senior Management Personnel of the Company and a copy of the same has been uploaded on the website of the Company at www.datamatics.com/about-us/investor-relations/corporate-governance

Declaration signed by Chief Executive Officer stating that the members of Board of Directors and Senior Management personnel have affirmed compliance with the code of conduct of Board of Directors and Senior Management is appended to this Report.

Declaration by the CEO

I hereby declare that all the Members of Board of Directors and Senior Management personnel of the Company have affirmed compliance with the Datamatics - Code of Conduct of Board and Senior Management for the financial year ended March 31, 2026.

Date: May 21, 2026
Place: Mumbai

Rahul Kanodia
Vice-Chairman & CEO

CERTIFICATION UNDER REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
Board of Directors
Datamatics Global Services Limited
Knowledge Centre, Plot no 58,
Street No 17, MIDC, Andheri (E)
Mumbai – 400093.

A. We have reviewed the financial statements and the cash flow statement for the ended March 31, 2026 and that to the best of our knowledge and belief:

   1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   2. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee

   1) significant changes in internal control over financial reporting during the year, if any;

   2) significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements; and

   3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For **Datamatics Global Services Limited**

Rahul Kanodia **Vice Chairman &** **Chief Executive Officer**	**Ankush Akar** **Chief Financial Officer**

Date: May 21, 2026
Place: Mumbai

INDEPENDENT AUDITORS' CERTIFICATE

To,
The Members of
Datamatics Global Services Limited

CERTIFICATE ON CORPORATE GOVERNANCE

1. We, M L BHUWANIA AND CO LLP, Chartered Accountants, the Statutory Auditors of **DATAMATICS GLOBAL SERVICES LIMITED** (the "Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2026, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (the "Listing Regulations").

Managements Responsibility

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

Auditor's Responsibility

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

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

5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

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

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2026 except delay of 5 days in holding the Risk Management Committee meeting as required under Regulation 21(3C) of the Listing Regulations.

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

.

For **M L BHUWANIA AND CO LLP**
Chartered Accountants
FRN: 101484W/W100197

Ashishkumar Bairagra
Partner
Membership No.:109931
UDIN: 26109931RUYEQV4952

Place : Mumbai
Date : May 21, 2026

TUSHAR SHRIDHARANI & ASSOCIATES LLP
Practicing Company Secretaries
(Registered with limited liability)

LLPIN - ACL-9350 | Unique Code: L2025MH018100
Registered Office: 10, New Marine Lines, Jolly Bhavan No. 1,
Office No. 417, 4th Floor, Churchgate, Mumbai – 400 020
Phone No. - +91 22 7963 3947 | Email Address – tushar@tusharshri.com
Website - www.tusharshri.com

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Datamatics Global Services Limited
Knowledge Centre, Plot No. 58
Street No. 17, MIDC, Andheri (East)
Mumbai - 400 093.

Subject: Certificate in pursuance of paragraph number C. 10 (i) of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ending on 31st March, 2026.

Dear Sir/Madam,

1. Paragraph number C. 10(i) of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires a listed entity to disclose in its annual report information about its procuring a certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

2. As on 31st March 2026, the Board of Directors of Datamatics Global Services Limited ("**the Company**"), a listed entity, is comprised of following Directors.

Sr. No.	Name of Director	DIN	Designation	Appointment Date
1.	Dr. Lalit S. Kanodia	00008050	Executive Director – Whole-time Director	03-11-1987
2.	Mr. Rahul L. Kanodia	00075801	Executive Director – Whole-time Director	28-09-2007
3.	Mr. Sameer L. Kanodia	00008232	Non-Executive Director	30-01-2008
4.	Mrs. Mona M. Bhide	05203026	Independent Director	20-12-2019
5.	Ms. Kanika Mittal	10859952	Independent Director	22-09-2024
6.	Mr. Avnish Kshatriya	10828173	Independent Director	05-11-2024
7.	Mr. Mahesh Zurale	10535033	Independent Director	30-10-2025

3. I have been deputed to provide a certificate to the Company as referred in paragraph -1- above.

4. For the purpose, we have considered and examined annual submissions made by each Director of the Company in pursuance of provisions of section to section 164(2) read with rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014, relevant information as displayed on the website of the Securities and Exchange Board of India as well on the website of the Ministry of Corporate Affairs and information generally available on public domain.

5. And based on above; I state that none of the Directors on the board of the Company has been debarred or disqualified from being appointed or continuing as director of companies for the financial year ending on 31st March, 2026, by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

(Tushar Shridharani)
Designated Partner
Membership No.: FCS – 2690 / Certificate of Practice No.: - 2190
Peer Review Certificate No.: 6670/2025
UDIN: F002690H000401484

Place: Mumbai
Date: May 21, 2026

(Note: In absence of specific direction; the procedure that I opted is based on my judgement, which might have some risk of any material information not being reviewed or inadvertently not noticed.)

Financial Statements

Independent Auditor's Report on the Audit of the Consolidated Financial Statements

To,

The Members of **DATAMATICS GLOBAL SERVICES LIMITED**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **DATAMATICS GLOBAL SERVICES LIMITED** ("Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), listed in Annexure A, which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information ("the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, their consolidated profit, their consolidated other comprehensive income, their consolidated changes in equity and their consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
A. Revenue recognition in respect of fixed price contract	
The Group inter alia engages in fixed price contracts, wherein revenue is recognized using the percentage completion method based on the Group's estimate of contract cost. We identified revenue recognition of fixed price contracts as a Key Audit Matter since: • accuracy and existence of revenues and onerous obligations, in respect of fixed price contracts, involve critical estimates. • These estimates have high inherent uncertainty as they require determination of the progress of the contract, costs incurred till date and future costs required to complete the remaining contract and performance obligations. • estimate of costs is a critical estimate to determine the revenues and liability for a contract and these contracts may involve onerous obligations which require critical assessment of future costs. • At the year-end, significant amount of unbilled revenue is recognized on the balance sheet date.	Our audit procedures included discussion with the management to obtain an understanding of the systems, processes and controls implemented by the Group for recording and computing the costs, revenue and other estimates associated with such contracts. Our audit approach was a combination of test of internal controls and substantive procedures which included the following: • We evaluated the design of internal controls relating to recording of costs incurred and estimate of costs required to complete the performance obligations. • We tested the access and application controls pertaining to time recording, allocation and budgeting systems which prevent unauthorised changes to recording of costs incurred. • We selected a sample of contracts and tested the operating effectiveness of the internal controls relating to costs incurred and estimate of costs, through the inspection of performance of these controls. • We selected a sample of contracts and performed a retrospective review of costs incurred with estimate of costs to identify significant variations and verify whether those variations have been considered in estimating the future costs required to complete the contract. • We reviewed a sample of contracts with unbilled revenue to identify possible delays in achieving milestones, which require change in estimated costs to complete the remaining performance obligations. • We performed analytical procedures and test of details for reasonableness of incurred and estimated costs.

Key Audit Matter	Auditor's Response
B. Carrying Value of Goodwill	
The Group has goodwill of Rs. 611.12 Crore in respect of some of its Cash Generating Units. The Group is required to annually test the amount of goodwill for impairment. This annual impairment testing was significant to our audit because of the balance of Rs. 611.12 Crore as of March 31, 2026, is material to the financial statements. The determination of recoverable amount requires judgment on the part of the management with respect to future revenue, estimated profit, discount rate and hence the assessment process is highly subjective and is based on assumptions. Hence, we considered carrying value of goodwill as key audit matters.	We evaluated the appropriateness of management's identification of Cash Generating Units and the continued satisfactory operation of the Holding Company's internal controls over the whole process. Our procedures included discussion with the management of the Holding Company on the suitability of the impairment model and reasonableness of the assumptions. Our review included the below: • evaluating the design and operating effectiveness of internal control relating to review of goodwill impairment testing performed by the valuation professional engaged by the Management. • benchmarking the Holding Company's key assumptions with industry comparables, the assumptions made in the prior years and also comparing the margin and revenue trend with the actual results relating to previous forecasts. • reviewing the Holding Company's Management's impairment assessment and reviewed the calculation methodology and sources for key assumptions in the valuation reports. • reviewing the key assumptions, being the cash flows, growth assumptions and discount rates. • performing sensitivity analysis over significant assumptions used in the models to ascertain the point at which impairment would be triggered and considered the likelihood of such a change. • involving our valuation experts to assess the assumption and methodology used by the Company to determine the recoverable amount. • reviewing the disclosure in the consolidated financial statements in respect of the Holding Company's Management's impairment testing to confirm that these are consistent with the conclusions of our audit work and meet the disclosure requirements of the relevant accounting standards.

Other Information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Annual Report, but does not include the consolidated financial statements, and our Auditors' Report thereon. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries is traced from their financial statements audited by the other auditors. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act ("Ind AS"). The respective company's Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each entity and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

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

The respective management and Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial 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 Holding Company, its subsidiaries which are incorporated in India, have adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

(a) We did not audit the financial statements / financial information of seventeen subsidiaries (including ten step-down subsidiaries), whose financial statements / financial information reflect, before consolidation adjustments, total assets of Rs. 1,731.12 Crores as at March 31, 2026, total revenues of Rs. 1,896.23 Crores, net profit after tax of Rs. 141.91Crores, total comprehensive income of Rs. 169.15 Crores and net cash outflow of Rs. 76.55 Crores for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Holding Company's Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries are based solely on the reports of the other auditors.

(b) We did not audit the financial statements / financial information of three subsidiaries (including two step-down subsidiaries), whose financial statements / financial information reflect, before consolidation adjustments, total assets of Rs. 4.42 Crores as at March 31, 2026, total revenues of Rs. 8.03 Crore, net profit after tax of Rs. 0.19 Crores, total comprehensive income of Rs. 0.58 Crores and net cash inflows amounting to Rs. 0.34 Crore for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information are unaudited and have been furnished to us by the Holding Company's Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, is based solely on such unaudited financial statements / financial information. In our opinion and according to the information and explanations given to us by the Holding Company's Management, these unaudited financial statements / financial information are not material to the Group.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the unaudited financial statements / financial information certified by the Holding Company's Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements / information of subsidiaries, unaudited financial statements / financial information referred to in the paragraph on 'Other Matters' section above, we report, to the extent applicable, that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books, returns and the reports of the other auditors.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with rule 3 of Companies (Indian Accounting Standards) Rules, 2015.

   e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" which is based on the auditor's report of the company and its subsidiaries incorporated in India.

   g) With respect to the matter to be included in the Auditor's Report under section 197(16) of the Act:

      In our opinion and according to the information and explanations given to us, the remuneration paid by the Holding Company, subsidiary company incorporated in India, wherever applicable, to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director by the Holding Company, subsidiary company incorporated in India, is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.

   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on the financial statements / information of the subsidiaries, the financial statements / information certified by the management in the case of some subsidiaries, as noted in the paragraph on 'Other Matters':

      i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note No. 48 to the consolidated financial statements;

      ii. The Group did not have any material foreseeable losses on long-term contracts including derivatives contracts.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiary companies incorporated in India.

      iv. (a) The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group 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 Holding Company or any such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (b) The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented that, to the best of their knowledge and belief, no funds have been received by the Company or any such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group 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 stated in Note No. 41(b) to the consolidated financial statements

(a) The final dividend proposed in the previous year, declared, and paid by the holding company during the year, is in accordance with Section 123 of the Act, as applicable.

(b) The Board of Directors of the Holding Company have proposed a final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. Based on our examination which included test checks and based on the reports of other auditors of the Subsidiaries, the Group wherever applicable, have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except in case of two subsidiaries the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting software used for maintaining the Books of Accounts relating to payroll and invoice generation. Further, during the course of our audit, we did not come across any instance of audit trail features being tampered with. Additionally, the audit trail has been preserved by the group as per the statutory requirements for record retention.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order" / "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's Report, according to the information and explanations given to us, and based on the CARO reports issued for the Holding Company and its subsidiaries included in the consolidated financial statements of the Holding Company, to which reporting under CARO is applicable, we report that there are no unfavorable remarks, qualifications or adverse remarks in these CARO reports except as mentioned below:

Sr. No	Name	CIN	Subsidiary/ Wholly Owned Subsidiary	Clause no. of the CARO Report which is unfavor-able.
1	Datamatics Cloud Solutions Private Limited	U72900M-H2022PTC395343	Wholly owned subsidiary	Clause xvii of Annexure A to the Inde-pendent Auditors Report

For M L BHUWANIA AND CO LLP
Chartered Accountants
FRN: 101484W/W100197
Ashishkumar Bairagra
Partner
Membership No. 109931
UDIN: 26109931LBNOVS1741

Place: Mumbai
Date: May 21, 2026

Annexure A

to our report dated May 21, 2026

Sr. No.	Name	Subsidiary / Step down Subsidiary
1	Datamatics Information Solutions Limited	Subsidiary
2	Datamatics Foundation	Subsidiary
3	Datamatics Global Services FZ LLC	Subsidiary
4	Datamatics Global Services Inc	Subsidiary
5	Datamatics Global Services Pty Limited	Subsidiary
6	Datamatics Global Technologies AG	Subsidiary
7	Datamatics Infotech Limited	Subsidiary
8	Lumina Datamatics Limited	Subsidiary
9	Datamatics Professional Services Limited (formerly known as Datamatics Staffing Services Limited)	Subsidiary
10	Datamatics Technologies FZ LLC*	Subsidiary
11	Datamatics Cloud Solutions Private Limited	Subsidiary
12	Dextara Digital Private Limited**	Subsidiary
13	Datamatics Global Services LLC FZ (UAE)	Subsidiary
14	Dextara Digital (USA) Inc ***	Step down Subsidiary
15	Lumina Datamatics Corp	Step down Subsidiary
16	Lumina Datamatics GMBH	Step down Subsidiary
17	Lumina Datamatics Inc.	Step down Subsidiary
18	Datamatics Robotics Software Limited	Step down Subsidiary
19	Datamatics Global Services Corp.	Step down Subsidiary
20	Lumina Datamatics UK Limited	Step down Subsidiary
21	Datamatics Robotics Software Inc	Step down Subsidiary
22	Luminad.AI Limited (formerly known as LDR eRetail Limited)	Step down Subsidiary
23	Datamatics Global Services BV****	Step down Subsidiary
24	Sunrise Setting Limited	Step down Subsidiary
25	Diacritech Inc.	Step down Subsidiary
26	TNQ Tech Private Limited	Step down Subsidiary

*Datamatics Technologies FZ LLC was dissolved w.e.f. August 24, 2025.

** Datamatics Global Services Limited acquired remaining 20% stake in Dextara Digital Private Limited on June 20, 2025 making it wholly owned subsidiary of the company.

*** The Company has filed a merger application in the State of Delaware, USA, for the merger of Dextara Digital (USA) Inc. with Datamatics Global Services Inc. on 29 January 2026. The application is still under process, and the effective date of the merger will be 1 April 2026.

**** Datamatics Global Services BV was dissolved w.e.f. November 14, 2024 and is under process of liquidation.

ANNEXURE B

TO THE INDEPENDENT AUDITORS' REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Referred to in paragraph 1(f) of the '**Report on Other Legal and Regulatory Requirements**' section of the Independent Auditor's Report on the consolidated financial statements of the Holding Company for the year ended March 31, 2026.

Opinion

In conjunction with our audit of the consolidated financial statements of **DATAMATICS GLOBAL SERVICES LIMITED** ("the Holding Company") as of and for the year ended March 31, 2026, we have audited the internal financial controls over financial reporting of the Holding Company and its subsidiary companies, incorporated in India, wherever applicable, as of that date.

In our opinion to the best of our knowledge and according to the opinion expressed in the report of other auditors, the Holding Company, its subsidiary companies incorporated in India, wherever applicable, in all material respects, have an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the criteria for internal controls over financial reporting established by the respective companies, wherever applicable, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management's Responsibility for Internal Financial Controls

The respective company's Management and Board of Directors of the Holding Company, its subsidiary companies incorporated in India, wherever applicable, are responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the respective companies, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("the Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the paragraph on 'Other Matters', is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding Company, its subsidiary companies incorporated in India, wherever applicable.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to the consolidated financial statements in so far as it relates to 8 (eight) subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India and the information provided by the Holding Company's Management.

For M L BHUWANIA AND CO LLP
Chartered Accountants
FRN: 101484W/W100197
Ashishkumar Bairagra
Partner
Membership No. 109931
UDIN: 26109931LBNOVS1741

Place: Mumbai
Date: May 21, 2026

Consolidated Balance Sheet

as at March 31, 2026

(INR in Crores)

Particulars	Note	March 31, 2026	March 31, 2025
ASSETS			
Non-current assets			
Property, Plant and Equipment	3	109.47	116.33
Capital work-in-progress	3	8.78	-
Goodwill	4	611.12	606.95
Other intangible assets	4	54.88	84.39
Right-to-use assets	4	74.80	31.37
Intangible assets under development	4	0.70	-
Financial assets			
i. Investments	5	228.77	217.82
ii. Other financial assets	6	93.26	85.55
Deferred tax assets (Net)	7	24.59	5.71
Non-current tax assets	8	18.05	17.05
Other non-current assets	9	7.62	0.99
Total non-current assets		**1,232.04**	**1,166.16**
Current assets			
Inventories	10	4.07	-
Financial assets			
i. Investments	11	410.13	137.37
ii. Trade receivables	12	341.76	301.82
iii. Cash and cash equivalents	13	141.42	217.64
iv. Bank balances other than (iii) above	14	12.05	10.32
v. Loans	15	0.03	0.06
vi. Other financial assets	16	144.23	145.49
Current tax assets	17	4.17	8.09
Other current assets	18	65.17	69.45
Total current assets		**1,123.03**	**890.24**
Total Assets		**2,355.07**	**2,056.40**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	19(a)	29.55	29.55
Other equity	19(b)	1,514.38	1,335.04
Equity attributable to owners		**1,543.93**	**1,364.59**
Non-controlling interests		(7.98)	(8.18)
Total equity		**1,535.95**	**1,356.41**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
i. Borrowings	20	86.62	136.61
ii. Lease Liabilities	21	46.77	16.29
iii. Other financial liabilities	22	1.93	182.18
Provisions	23	118.94	75.81
Total non-current liabilities		**254.26**	**410.89**
Current liabilities			
Financial liabilities			
i. Borrowings	24	54.74	21.15
ii. Lease liabilities	25	32.80	15.87
iii. Trade payables	26		
Dues of Micro and small enterprises		5.76	2.42
Dues other than Micro and small enterprises		168.78	136.02
iv. Other financial liabilities	27	227.43	27.29
Other current liabilities	28	44.24	57.99
Provisions	29	28.32	25.54
Current tax liabilities	30	2.79	2.82
Total current liabilities		**564.86**	**289.10**
Total liabilities		**819.12**	**699.99**
Total Equity and Liabilities		**2,355.07**	**2,056.40**

The accompanying notes forming an integral part of the consolidated financial statements

As per our attached report of even date
For **M L BHUWANIA AND CO LLP**
Chartered Accountants
Firm Registration No. 101484W/W100197

Ashishkumar Bairagra
Partner
Membership No. 109931

Place : Mumbai
Dated : May 21, 2026

For and on Behalf of the Board

Dr. Lalit S. Kanodia
Chairman
DIN 00008050

Rahul L. Kanodia
Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Consolidated Statement of Profit and Loss

for the year ended March 31, 2026

(INR in Crores)

Particulars	Note	March 31, 2026	March 31, 2025
Revenue from operations	31	1,987.15	1,723.36
Other income	32	56.08	46.44
Total income		**2,043.23**	**1,769.80**
Expenses			
Purchase of products and licenses	33	1.47	3.38
Employee benefit expenses	34	1,227.51	1,118.31
Finance costs	35	18.69	9.93
Depreciation and amortisation expenses	36	84.03	48.04
Other expenses	37	386.57	372.41
Total expenses		**1,718.27**	**1,552.07**
Profit before exceptional items and tax		**324.96**	**217.73**
Exceptional items	38	(64.87)	31.57
Profit before share of net profit of associates and joint ventures and Tax		**260.09**	**249.30**
Share of net profits of associates and joint ventures accounted for using the equity method		-	-
Profit before tax		**260.09**	**249.30**
Tax expense			
- Current tax	7(a)	78.74	44.70
- Deferred tax	7(a)	(13.60)	(0.91)
Total tax expense		**65.14**	**43.79**
Profit for the year (Before Non-controlling Interest)		**194.95**	**205.51**
Share of Non-controlling Interest in Profit for the year		0.74	0.49
Profit for the year		**194.21**	**205.02**

Statement of other comprehensive income (OCI) for the year ended March 31, 2026

(INR in Crores)

Particulars	Note	March 31, 2026	March 31, 2025
Items that will not be reclassified to profit or loss			
Actuarial gains and losses		(7.52)	(10.96)
Changes in fair value of FVOCI instruments		0.41	1.75
Tax relating to above		1.88	2.76
		(5.23)	**(6.45)**
Items that will be reclassified to profit or loss			
Cash flow Hedges		(13.14)	(0.92)
Foreign currency translation reserve movement		35.21	(31.49)
Tax relating to above		3.31	0.23
		25.38	**(32.18)**
		20.15	**(38.63)**
Share of Non Controlling interest in Other Comprehensive income		(0.54)	(0.11)
OCI for the year		**20.69**	**(38.52)**
Total comprehensive income for the year		**214.90**	**166.50**
Earnings per Equity Share (of Rs. 5 each)	44		
- Basic (In Rs.)		32.86	34.71
- Diluted (In Rs.)		32.86	34.71

The accompanying notes forming an integral part of the consolidated financial statements

As per our attached report of even date
For **M L BHUWANIA AND CO LLP**
Chartered Accountants
Firm Registration No. 101484W/W100197

For and on Behalf of the Board

Ashishkumar Bairagra
Partner
Membership No. 109931

Dr. Lalit S. Kanodia
Chairman
DIN 00008050

Rahul L. Kanodia
Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Place : Mumbai
Dated : May 21, 2026

Consolidated Statement of changes in equity
for the year ended March 31, 2026

A. Equity share capital

Particulars	(INR in Crores)
As at March 31, 2024	**29.50**
Changes in equity share capital	0.05
As at March 31, 2025	**29.55**
Changes in equity share capital	-
As at March 31, 2026	**29.55**

B. Other equity

(INR in Crores)

	Reserves and surplus						Other comprehensive income						
	Securities premium	Retained earnings	PSOP reserve	General reserve	Capital reserve	Capital redemption reserve	Equity investments	Actuarial gains and losses	Cash flow hedging reserve	Foreign currency translation reserve	Total other equity	Attributable to non-controlling interests	Total other equity
As at March 31, 2024	**92.15**	**1,004.89**	**5.30**	**90.62**	**(9.77)**	**25.00**	**4.63**	**(12.05)**	**0.83**	**(2.11)**	**1,199.49**	**(8.27)**	**1,191.22**
Profit for the year	-	205.02	-	-	-	-	-	-	-	-	205.02	0.49	205.51
Acquisition of additional Equity in a subsidiary with existing control	-	(1.30)	-	-	-	-	-	-	-	-	(1.30)	(0.14)	(1.45)
Withholding tax paid on buyback	-	(3.21)	-	-	-	-	-	-	-	-	(3.21)	-	(3.21)
Foreign exchange impact on NCI	-	-	-	-	-	-	-	-	-	-	-	(0.14)	(0.14)
PSOP Provision	-	-	3.18	-	-	-	-	-	-	-	3.18	-	3.18
PSOP Paid	3.00	-	(3.00)	-	-	-	-	-	-	-	-	-	-
Other comprehensive income	-	-	-	-	-	-	1.75	(8.20)	(0.69)	(31.49)	(38.63)	(0.11)	(38.74)
Dividend paid	-	(29.51)	-	-	-	-	-	-	-	-	(29.51)	-	(29.51)
As at March 31, 2025	**95.15**	**1,175.88**	**5.48**	**90.62**	**(9.77)**	**25.00**	**6.38**	**(20.26)**	**0.14**	**(33.60)**	**1,335.04**	**(8.18)**	**1,326.86**
Profit for the year	-	194.21	-	-	-	-	-	-	-	-	194.21	0.74	194.95
PSOP Provision reversed	-	-	(5.48)	-	-	-	-	-	-	-	(5.48)	-	(5.48)
Other comprehensive income	-	-	-	-	-	-	0.41	(5.64)	(9.83)	35.21	20.15	(0.54)	19.61
Dividend paid	-	(29.55)	-	-	-	-	-	-	-	-	(29.55)	-	(29.55)
As at March 31, 2026	**95.15**	**1,340.53**	**-**	**90.62**	**(9.77)**	**25.00**	**6.79**	**(25.90)**	**(9.69)**	**1.61**	**1,514.38**	**(7.98)**	**1,506.40**

As per our attached report of even date
For **M L BHUWANIA AND CO LLP**
Chartered Accountants
Firm Registration No. 101484W/W100197

Ashishkumar Bairagra
Partner
Membership No. 109931

Place : Mumbai
Dated : May 21, 2026

For and on Behalf of the Board

Dr. Lalit S. Kanodia
Chairman
DIN 00008050

Rahul L. Kanodia
Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Consolidated Cash flow statement

for the year ended March 31, 2026

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
A.Cash flow from operating activities		
Profit before share of net profit of associates and joint ventures and Tax	260.09	249.30
Adjustments for :		
Depreciation and amortisation expense	84.03	48.04
Allowance for Doubtful debts & advances/(written back)	(6.44)	6.41
Provision no longer required, written back	(1.52)	(0.03)
Investment Written off	-	0.29
Baddebts Written off	-	0.71
Sundry balance written off / (back) (net)	(0.13)	(0.12)
Fair value changes in financial liabilities	40.85	(0.14)
(Profit) / loss on sale Property, Plant and Equipment (net)	0.50	(0.03)
Exchange gain on buy back of financial assets	-	(39.84)
Property, Plant and Equipment written off	0.02	-
Interest expense	18.08	9.41
Employee stock option expenses	(5.59)	3.19
Share appreciation rights expenses	1.86	0.41
Unrealised gain on fair value of financial assets	(11.86)	(1.55)
Profit on sale of investments (net)	(9.59)	(21.05)
Dividend income	(0.24)	(0.25)
Unrealised foreign exchange (gain) / loss	28.63	(4.81)
Interest income	(18.15)	(18.50)
Operating profit before working capital changes	**380.54**	**231.44**
Adjustments for :		
(Increase) / Decrease in trade receivables	(33.51)	45.80
(Increase) / Decrease in Inventories	(4.07)	-
(Increase) / Decrease in loans	0.03	0.10
(Increase)/ Decrease in other financial and non-financial assets	(3.42)	(28.95)
Increase/(Decrease) in trade payables	36.23	35.14
Increase/(Decrease) in other financial and non-financial liabilities	23.86	(0.79)
Cash generated from operations	**399.66**	**282.74**
Direct taxes paid (net)	(75.67)	(59.02)
Net cash flow from operating activities (A)	**323.99**	**223.72**
B. Cash flow from investing activities		
Purchase of fixed assets / capital work-in-progress/capital advances	(39.57)	(35.91)
Sale of fixed assets including assets held for disposal	1.03	13.35
Investment in subsidiaries /acquisition of subsidiary & non controlling interest	(33.93)	(460.37)
(Purchase)/Sale of investments (net)	(262.76)	216.31
Dividend received from others	0.24	0.25
Interest received	18.45	17.14
Net cash flow used in investing activities (B)	**(316.54)**	**(249.23)**
C. Cash flow from financing activities		
Proceeds/(Repayment) from long-term borrowings	(12.59)	135.78
Proceeds / (Repayment) from/of short-term borrowings (Net)	(3.81)	20.90
Issue of share capital (PSOP)	-	0.05
Payment of Lease Liabilities	(23.98)	(4.45)
Dividend paid	(29.55)	(29.51)
Interest paid	(13.74)	(3.86)
Net cash flow used in financing activities (C)	**(83.67)**	**118.91**
Net cash flow during the year (A+B+C)	(76.22)	93.40
Cash and cash equivalents at the beginning of the year	217.64	99.36
Add: Opening balance of Cash and cash equivalents of Acquisition of subsidiaries	-	24.88
Net cash and cash equivalents at the end of the year	**141.42**	**217.64**

1. Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.

2. Cash and cash equivalents at the end of the year.

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Cash and cash equivalents		
Balances with bank:		
- in Current Account	125.76	126.98
- In Fixed Deposits accounts	15.61	90.56
Cash on hand	0.05	0.10
Total Cash and cash equivalents	**141.42**	**217.64**

As per our attached report of even date
For **M L BHUWANIA AND CO LLP**
Chartered Accountants
Firm Registration No. 101484W/W100197

Ashishkumar Bairagra
Partner
Membership No. 109931

Place : Mumbai
Dated : May 21, 2026

For and on Behalf of the Board

Dr. Lalit S. Kanodia
Chairman
DIN 00008050

Rahul L. Kanodia
Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Notes Forming part of the Consolidated Financial Statements

as at March 31, 2026

Note 1: General Information

Datamatics Global Services Limited (DGSL) having CIN L72200MH1987PLC045205 was incorporated on November 3, 1987 as Interface Software Resources Private Limited. The name of the Group was changed to Datamatics Technologies Private Limited on December 18, 1992. On December 27, 1999, the Group converted itself from a Private Limited Group into a Public Limited Group and the name of the Group was changed to Datamatics Technologies Limited on January 13, 2000. The name of the Group was changed from "Datamatics Technologies Limited" to "Datamatics Global Services Limited" (DGSL) with effect from January 17, 2009. The Group is incorporated in Maharashtra, India and is listed on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India.

The Group, a global leader in Digital Technologies, Operations, and Experiences. Datamatics delivers measurable business benefits to enterprises by managing and transforming their Information Technology, Finance and Business Operations. With an AI-first approach, Datamatics is passionate about creating a future where intelligent systems transform industry norms, propelling enterprises to new heights of efficiency, agility, and customer satisfaction. Datamatics does business with global customers across Banking, Financial Services, Insurance, Manufacturing, Logistics, and Publishing. The Company has presence across 4 continents with delivery centres in the USA, United Kingdom, Germany, India, and Philippines. Lumina Datamatics, is a key provider of Digital Content services to the Publishing and Retail industry.

Note 2: Material Accounting Policies

a) Basis of Preparation of Financial Statements:

Compliance with Ind AS

The consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

The consolidated financial statements were approved by the Group's Board of Directors and authorised for issue on May 21, 2026.

b) Basis of Consolidation:

i) Subsidiaries

These consolidated financial statements include the financial statements of Datamatics Global Services Limited and its subsidiaries. The subsidiaries considered in the consolidated financial statements as at March 31, 2026 and as at March 31, 2025 are summarized below:

Name of the Subsidiary	2025 - 26		2024 - 25	
	Country of incorporation	% of shareholding	Country of incorporation	% of shareholding
Datamatics Global Services Inc ***^	USA	100.00	USA	100.00
Datamatics Infotech Limited	UK	100.00	UK	100.00
Datamatics Global Services Pty. Limited	Australia	100.00	Australia	100.00
Datamatics Global Technologies Limited#	Mauritius	-	Mauritius	-
Datamatics Global Technologies AG	Switzerland	100.00	Switzerland	100.00
Datamatics Global Services FZ LLC	U.A.E	100.00	U.A.E	100.00
Datamatics Global Services B.V.^^	Netherlands	-	Netherlands	100.00
Datamatics Professional Services Limited (Formerly known as Datamatics Staffing Services Limited)*	India	100.00	India	100.00
Datamatics Robotics Software Inc	USA	90.00	USA	90.00
Datamatics Robotics Software Limited	India	90.00	India	90.00
Datamatics Global Services Corp	Philippines	100.00	Philippines	100.00
RJ Globus Inc ###	USA	-	USA	-
Datamatics Technologies FZ-LLC (UAE) **	Dubai	-	Dubai	-
Datamatics Global Services LLC FZ (UAE) $$	Dubai	100.00	Dubai	100.00
Datamatics Foundation	India	100.00	India	100.00
Datamatics Cloud Solutions Private Ltd (India) @	India	100.00	India	100.00
Datamatics Information Solutions Limited	India	100.00	India	100.00
Dextara Digital Private Limited*** (Refer Note No 43)	India	100.00	India	80.00
Dextara Digital (USA) Inc*** & ***^ (Refer Note No 43)	USA	100.00	USA	80.00
Dextara Digital (UK) Private Limited*** & $	UK	-	UK	-
Lumina Datamatics Limited ## & ##^	India	100.00	India	100.00

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

Name of the Subsidiary	2025 - 26		2024 - 25	
	Country of incorporation	% of shareholding	Country of incorporation	% of shareholding
Luminad.AI Limited (Formerly known as LDR eRetail Limited)****	India	100.00	India	100.00
Lumina Datamatics Inc	USA	100.00	USA	100.00
Lumina Datamatics GmbH	Germany	100.00	Germany	100.00
Lumina Datamatics Corp	Philippines	100.00	Philippines	100.00
Lumina Datamatics UK Limited &	UK	100.00	UK	100.00
Sunrise Setting Limited ^^^	UK	85.00	UK	70.00
TNQ Tech Private Limited##	India	80.00	India	80.00
Diacritech Technologies Private Limited ##^	India	-	India	100.00
Diacritech Inc. ##^	USA	100.00	USA	100.00

*Name of Datamatics Staffing Services Limited changed to Datamatics Professional Services Limited w.e.f. April 23, 2024

** Datamatics Technologies FZ LLC was dissolved w.e.f. August 24, 2025.

*** Datamatics Global Services Limited acquired 80% stake in Dextara Digital Private Limited and consequently in Dextara Digital (USA) Inc and Dextara Digital (UK) Private Limited (subsidiaries of Dextara Digital Private Limited) become step down subsidiaries of Datamatics Global Services Limited w.e.f. April 01, 2024. Datamatics Global Services Limited acquired remaining 20% stake in Dextara Digital Private Limited on June 20, 2025 making it wholly owned subsidiary of the company.

**** Name of LDR eRetail Limited changed to Luminad.AI Limited w.e.f. May 29, 2024.

****^ The Company has filed a merger application in the State of Delaware, USA, for the merger of Dextara Digital (USA) Inc. with Datamatics Global Services Inc. on 29 January 2026. The application is still under process, and the effective date of the merger will be 1 April 2026.

$ Dextara Digital (UK) Private Limited is striked off w.e.f. September 10, 2024.

$$ Datamatics Global Services LLC FZ (UAE) incorporated as a Wholly Owned Subsidiary of Datamatics Global Services Limited w.e.f. November 15, 2024.

@ Datamatics Global Services Limited acquired the balance 2,300 equity shares (23%) stake in Datamatics Cloud Solutions Private Limited (DCSPL) held by CloudGrowth Private Limited and post-acquisition, DCSPL ceased to be Joint Venture Company and became a Wholly Owned Subsidiary of the Company w.e.f. May 20, 2024.

Datamatics Global Technologies Limited has been dissolved w.e.f. December 02, 2024.

Lumina Datamatics Limited acquired 80% stake in TNQ Tech Private Limited w.e.f. December 31, 2024.

##^ Lumina Datamatics Limited acquired 100% stake in Diacritech Technologies Private Limited on 30.04.2023 and accordingly Diacritech Technologies Private Limited become Wholly Owned Subsidiary of Lumina Datamatics Limited and Diacritech Inc. become step down subsidiary of Lumina Datamatics Limited w.e.f. 30.04.2023 Diacritech Technologies Private Limited has been merged in Lumina Datamatics Limited. The appointed date of the merger is April 01, 2024, and the effective date of the merger, is December 26, 2024.

RJ Globus Inc. has been dissolved w.e.f. November 14, 2024.

^^Datamatics Global Services BV was dissolved w.e.f. November 14, 2024 and is under process of liquidation.

^^^Lumina Datamatics UK Limited has acquired additional 15% in UK-based Sunrise Setting Ltd on February 28, 2025.

The financial statements of the Parent Group and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating intra-Group balances / transactions and resulting unrealized profits in full. The amounts shown in respect of accumulated reserves comprises the amount of the relevant reserves as per the balance sheet of the Parent Group and its share in the post acquisition increase / decrease in the relevant reserves / accumulated deficit of its subsidiaries.

Non controlling interest in the net assets of consolidated subsidiaries consists of the amount of equity attributable to the non controlling shareholders at the dates on which investments are made by the Parent Group in the subsidiary companies and further movements in their share in the equity, subsequent to the dates of investments.

The Parent Group and its Indian subsidiaries maintain their records and prepare their financial statements under the Historical Cost Convention except certain financial assets and liabilities (including derivative instruments) which is measured at fair value or amortised cost, in accordance with generally accepted accounting principals in India while the foreign subsidiaries maintain their records and prepare their financial statements in conformity with GAAP prevalent in their respective countries of domicile.

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances except in case of charge of depreciation on fixed assets and other insignificant items for which the accounting treatment is given on the basis of local laws applicable in the respective country, for which using uniform accounting policies for the purpose of consolidation is impracticable.

ii) **Historical cost convention**

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

- certain financial assets and liabilities (including derivative instruments) which is measured at fair value or amortised cost;
- defined benefit plans – plan assets measured at fair value.

iii) **Measurement of fair values**

A number of Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Group has establish policies and procedure with respect to measurement of fair values. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, mutual funds and forward contracts that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration.

c) Use of Estimates

The preparation of consolidated financial statements in conformity with the generally accepted accounting principles require estimates and assumptions to be made that affect the reported amounts of the assets and liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognised in the year in which the results are known / materialized.

d) Foreign currency translation

i) **Functional and presentation currency**

The consolidated financial statements are presented in Indian rupee (INR), which is Group's functional and presentation currency.

ii) **Transactions, balances and translation**

Transactions in foreign currency are recorded at the rates of exchange prevailing at the date of the transactions.

Monetary items denominated in foreign currencies at the balance sheet date are translated at the exchange rate prevailing on the balance sheet date. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction. Any income or expense on account of exchange difference either on settlement or on translation at the balance sheet date is recognised in Statement of Profit and Loss in the year in which it arises.

The consolidated financial statements are reported in Indian rupees. The translation of the local currency of each foreign subsidiary within the Group into Indian rupees is performed in respect of assets and liabilities including fixed assets using the exchange rate in effect at the balance sheet date and for revenue and expense items, using a monthly simple average exchange rate for the period. Net exchange difference resulting from the above translation of financial statements of foreign subsidiaries is recognised in Foreign Exchange Fluctuation Reserve. Exchange Difference arising on investment in subsidiaries is recognised in Foreign Exchange Fluctuation Reserve.

e) Revenue recognition

Revenue from services is recognised based on time and material and billed to the clients as per the terms of the contract.

Revenue related to fixed price maintenance and support services contracts where the Group is standing ready to provide services is recognised based on time elapsed mode and revenue is straight lined over the period of performance.

In respect of other fixed-price contracts, revenue is recognised using percentage-of-completion method ('POC method') of accounting with contract cost incurred determining the degrees of completion of the performance obligation.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer.

The billing schedules agreed with customers include periodic performance-based billing and / or milestone based progress billings. Revenues in excess of billing are classified as unbilled

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

revenue while billing in excess of revenues are classified as contract liabilities (which we refer to as “unearned revenues”).

f) Income tax

Tax expense comprise of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act.

Current income taxes

The current tax expense include income tax expense payable by the Group. The current tax payable by the Group is income tax payable on worldwide income.

Current income taxes payable by overseas subsidiaries is computed in accordance with tax laws applicable in the jurisdiction in which the respective subsidiaries operates.

Advance taxes and provision for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in some tax jurisdictions.

Deferred tax

Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

At each balance sheet date unrecognized deferred tax assets are re-assessed. It recognizes unrecognized deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternate Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that normal income tax will be paid during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the Guidance Note on Accounting for credit available in respect of Minimum Alternate Tax under the Income Tax Act, 1961.

g) Leases

Finance Lease

Assets taken on lease by the Group in its capacity as lessee, where the Group has substantially all the risks and rewards of ownership are classified as finance lease. Such leases are capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Operating lease

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating lease. Operating lease payments are recognised on a straight line basis over the lease term in statement of profit and loss, unless the lease agreement explicitly states that increase is on account of inflation.

h) Cash and cash equivalents

The Group considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from date of purchase to be cash equivalents.

i) Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

j) Inventories

Inventories are valued at lower of cost and net realizable value. Cost is determined using first-in-first out (FIFO) method. Cost of inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location and condition.

k) Trade receivables

Trade receivables that do not contain a significant financing component are measured at transaction price and trade receivables that contain a significant financing component are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

l) Investments and other financial assets

i) **Classification**

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Group’s business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

ii) **Measurement**

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments

The Group subsequently measures all equity investments, at fair value (except investment in joint venture which is valued at cost less impairment losses, if any). Where the Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Group's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/(losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

iii) **Impairment of financial assets**

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 40 details how the Group determines whether there has been a significant increase in credit risk.

For trade receivables only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

iv) **Derecognition of financial assets**

A financial asset is derecognised only when

- The Group 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 Group 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 Group 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 Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

v) **Income recognition**

Interest income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

m) Derivatives and hedging activities

The Group uses foreign currency forward contracts to hedge it's risks associated with foreign currency fluctuations relating to certain firm commitments and forecasted transactions. Such forward contracts are utilised against the inflow of funds under firm commitments. The Group does not use the forward contract for speculative purposes. The Group designates these hedging instruments as cash flow hedge. The use of hedging instruments is governed by the Group's policies approved by the Board of Directors, which provide written principles on the use of such financial derivatives consistent with the Group's risk management strategy.

Hedging instruments are initially measured at fair value and are remeasured at subsequent reporting dates. Changes in the fair value of these derivatives that are designated and effective as hedges of future cash flows are recognised through other comprehensive income and the ineffective portion is recognised immediately in the Statement of Profit and Loss.

Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are recognised in the Statement of Profit and Loss as they arise.

The fair value of derivative financial instruments is determined based on observable market inputs including currency spot and forward rates, yield curves, currency volatility etc.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised or no longer qualifies for hedge accounting. At that time for forecasted transactions, any cumulative gain or loss on the hedging instrument recognised in other comprehensive income is retained until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in other comprehensive income is transferred to the Statement of Profit and Loss for the year.

n) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability 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 Group or the counterparty.

o) Property, Plant and Equipment

Property, Plant and Equipments are valued at cost, except for certain Property, Plant and Equipments which have been stated at revalued amounts as determined by approved independent valuer, after reducing accumulated depreciation until the date of the balance sheet. Direct costs are capitalised until the assets are ready to use and include financing costs relating to any specific borrowing attributable to the acquisition of fixed assets. Capital work-in-progress includes assets not put to use before the year end.

Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipment is provided on the Straight Line Method except for leasehold land, leasehold premises and freehold land as per the useful life and in the manner prescribed in Schedule II to Companies Act, 2013. Leasehold Premises is amortized on the Straight Line Method over the period of 30 years and Leasehold Land is amortized on the Straight Line Method over the period of 75 years.

p) Intangible assets

i) Goodwill

Goodwill on merger of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or Groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or Groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, which in our case are the operating segments.

Goodwill on consolidation of subsidiaries is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

might be impaired, and is carried at cost less accumulated impairment losses.

ii) Trademarks, copyrights and other rights

Separately acquired Trademarks and copyrights are shown at historical cost. Trademarks, copyrights and non-compete fees acquired in a business combination are recognised at fair value at the acquisition date. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses.

iii) Computer software

The intangible assets are recorded at cost and are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use.

iv) **Other Intangible assets**

Other intangible assets that do not meet the criteria in (i) to (iii) above are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

v) **Amortisation methods and periods**

The Group amortises intangible assets with a finite useful life using the straight-line method as following :

Particulars	**Useful Life**
Patents, Trademarks, Copyrights	3 - 5 years
Customer contracts	3 years
Computer Software	3 years
Other intangible assets	3 years

q) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

r) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

s) Borrowing costs

Borrowing costs, which are directly attributable to the acquisition, construction or production of a qualifying assets are capitalised as a part of the cost of the assets. Other borrowing costs are recognised as expenses in the year in which they are incurred.

In the case of foreign currency borrowings taken for non-qualifying purposes, such as working capital, the difference between the cost of borrowing at the foreign interest rate and the notional cost of a comparable borrowing in Indian Rupees is treated as borrowing cost and is charged to the Statement of Profit and Loss, in accordance with Ind AS 23.

t) Provision, Contingent Liabilities and Contingent Assets

The Group recognises a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for contingent liability is made when there is possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect current best estimates.

Contingent Assets are neither recognised nor disclosed.

u) Employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

In case of Parent Group and its Indian Subsidiaries; (i) Defined Contribution Plan - Contribution to defined contribution plans are recognised as expense in the Statement of Profit and Loss, as they are incurred. (ii) Defined Benefit Plan - Companies' liability towards gratuity and leave encashment are determined using the projected unit credit method as at Balance Sheet date. Actuarial gains / losses are recognised immediately in the Statement of Profit and Loss. Long term compensated absences are provided for based on actuarial valuation.

Foreign subsidiaries maintain a defined contribution retirement plan, which covers substantially all the employees of the foreign subsidiaries and qualifies as a deferred salary arrangement under laws of respective countries. The Group matches employees' contributions at the discretion of the Group.

(iii) Restricted Stock Units (RSU): Employee Compensation in the form of stock options, granted under LDL RSU Plan 2016 & LDL Phantom Stock Appreciation Plan have been charged to Profit &Loss Statement, based on fair value method, over the vesting period.

(iv) Performance Based Employee Stock Option Plan (PSOP): The Holding Company recognizes compensation expenses relating to share-based payments in net profit based on estimated fair- value of the awards on the grant date. The estimated fair value of awards is recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the requisite service period for each separately vesting portion of the award as if the award was in - substance. The entitlement of award which depends on the various parameters will be reviewed on annual basis.

v) Contributed equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

w) Earnings per share

In determining Earnings per Share, the Group considers the net profit attributable to Group's owners. The number of shares used in computing basic Earnings per Share is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted Earnings per Share comprises the weighted average shares considered for deriving basic Earnings per Share and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares.

x) Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Group has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements. In August 2025, MCA notified the following amendments to: 1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f April 1, 2025 - The amendment relates to classification of liabilities as current or non -current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date, and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Group has no impact of these amendments in its classification criteria of current and non-current liabilities. 2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments - Disclosures, applicable w.e.f April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Group has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements. 3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax. The Group has no impact of these amendments in its top-up taxes are recognized as current tax expenses.

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

Note 3 - Property, plant and equipment

(INR in Crores)

Particulars	Land	Leasehold Land	Buildings	Leasehold Improvements	Plant & Equipment	Computers	Furniture & Fixtures	Vehicles	Total	Capital work-in-progress*
Gross block										
As at March 31, 2024	**8.71**	**26.97**	**17.58**	**43.51**	**16.02**	**94.66**	**24.93**	**7.50**	**239.88**	**-**
Additions	-	-	-	4.24	2.01	14.75	1.21	0.78	22.99	-
Acquisitions (business combination)	-	-	-	1.34	5.31	31.63	1.89	2.49	42.67	-
Disposals / derecognised	-	-	-	-	(0.18)	(0.34)	-	(0.18)	(0.71)	-
Exchange differences	-	-	-	0.12	0.28	0.72	0.09	0.00	1.22	-
As at March 31, 2025	**8.71**	**26.97**	**17.58**	**49.21**	**23.44**	**141.42**	**28.12**	**10.59**	**306.05**	**-**
Additions	-	-	-	2.70	1.42	11.73	0.59	2.56	18.99	8.78
Acquisitions (business combination)	-	-	-	-	-	-	-	-	-	-
Disposals / derecognised	-	-	-	(0.01)	(0.83)	(5.16)	(1.33)	(3.49)	(10.81)	-
Exchange differences	-	-	-	1.14	1.36	4.15	0.67	0.01	7.33	-
As at March 31, 2026	**8.71**	**26.97**	**17.58**	**53.05**	**25.38**	**152.14**	**28.05**	**9.68**	**321.56**	**8.78**

(INR in Crores)

Particulars	Land	Leasehold Land	Buildings	Leasehold Improvements	Plant & Equipment	Computers	Furniture & Fixtures	Vehicles	Total	Capital work-in-progress*
Accumulated depreciation										
As at March 31, 2024	**-**	**3.69**	**3.05**	**19.71**	**12.23**	**77.32**	**17.10**	**3.89**	**136.98**	**-**
Depreciation charge during the year	-	0.46	0.36	3.68	2.16	13.24	1.78	1.07	22.75	-
Acquisitions (business combination)	-	-	-	0.57	3.23	23.88	0.94	0.60	29.23	-
Disposals / derecognised	-	-	-	-	(0.17)	(0.16)	0.00	(0.10)	(0.42)	-
Exchange differences	-	-	-	0.13	0.27	0.70	0.09	0.00	1.18	-
As at March 31, 2025	**-**	**4.15**	**3.40**	**24.09**	**17.72**	**114.98**	**19.91**	**5.48**	**189.72**	**-**
Depreciation charge during the year	-	0.46	0.36	4.58	3.12	13.13	1.79	1.46	24.90	-
Acquisitions (business combination)	-	-	-	-	-	-	-	-	-	-
Disposals / derecognised	-	-	-	(0.01)	(0.78)	(5.15)	(1.29)	(1.97)	(9.20)	-
Exchange differences	-	-	-	0.82	1.30	3.95	0.59	0.01	6.68	-
As at March 31, 2026	**-**	**4.61**	**3.76**	**29.48**	**21.36**	**126.91**	**21.00**	**4.98**	**212.09**	**-**
Net carrying amount as at March 31, 2026	**8.71**	**22.36**	**13.83**	**23.57**	**4.03**	**25.22**	**7.05**	**4.70**	**109.47**	**8.78**
Net carrying amount as at March 31, 2025	**8.71**	**22.83**	**14.18**	**25.13**	**5.72**	**26.44**	**8.21**	**5.12**	**116.33**	**-**

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

*Capital work-in-progress ageing schedule for the year ended March 31, 2026 and March 31, 2025 is as follows: (INR in Crores)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress (31/03/2026)	**8.78**	**-**	**-**	**-**	**8.78**
Furniture & Fixtures	0.99	-	-	-	0.99
Leasehold Improvements	0.95	-	-	-	0.95
Electrical Fittings	0.54	-	-	-	0.54
Plant & Equipment	0.62	-	-	-	0.62
Office Equipments	1.30	-	-	-	1.30
Computers	1.99	-	-	-	1.99
Air Conditioners	2.40	-	-	-	2.40
Projects in progress (Previous Year 31/03/2025)	**-**	**-**	**-**	**-**	**-**

Note 4 - Intangible assets

(INR in Crores)

Particulars	Computer Softwares	Non-Compete Fees	Copy Rights	Trade Mark	Customer Contracts	Other Intangibles	Total	Goodwill**	Intangible assets under development*	Right to Use Assets- Office Premises
Gross block										
As at March 31, 2024	**50.52**	**2.97**	**0.84**	**0.22**	**5.99**	**1.56**	**62.09**	**99.39**	**-**	**60.02**
Additions***	5.76	-	-	-	-	0.00	5.76	-	-	13.27
Acquisitions (business combination)	17.89	-	-	-	85.06	0.03	102.98	508.86	-	16.56
Disposals / derecognised	(1.80)	-	-	(0.05)	-	-	(1.84)	-	-	-
Exchange differences	0.01	-	-	-	-	-	0.01	0.90	-	0.28
As at March 31, 2025	**72.38**	**2.97**	**0.84**	**0.17**	**91.05**	**1.59**	**169.00**	**609.15**	**-**	**90.13**
Additions	4.38	-	-	-	-	-	4.38	-	0.70	71.79
Acquisitions (business combination)	-	-	-	-	-	-	-	-	-	-
Disposals / derecognised	(3.97)	-	-	-	-	-	(3.97)	-	-	(23.43)
Exchange differences	1.09	-	-	-	-	-	1.09	4.17	-	1.89
As at March 31, 2026	**73.88**	**2.97**	**0.84**	**0.17**	**91.05**	**1.59**	**170.50**	**613.32**	**0.70**	**140.38**

(INR in Crores)

Particulars	Computer Softwares	Non-Compete Fees	Copy Rights	Trade Mark	Customer Contracts	Other Intangibles	Total	Goodwill**	Intangible assets under development*	Right to Use Assets- Office Premises
Accumulated amortisation and impairment										
As at March 31, 2024	**45.47**	**2.97**	**0.84**	**0.22**	**5.99**	**1.19**	**56.67**	**2.20**	**-**	**46.67**
Amortisation charge during the year	6.31	-	-	-	7.07	0.02	13.40	-	-	11.89
Acquisitions (business combination)	16.34	-	-	-	-	-	16.34	-	-	-
Disposals / derecognised	-	-	-	(0.05)	-	-	(0.05)	-	-	-
Exchange differences	(1.76)	-	-	-	-	-	(1.76)	-	-	0.21
As at March 31, 2025	**66.36**	**2.97**	**0.84**	**0.17**	**13.06**	**1.21**	**84.61**	**2.20**	**-**	**58.77**
Amortisation charge during the year	5.74	-	-	-	28.28	-	34.02	-	-	25.11
Acquisitions (business combination)	-	-	-	-	-	-	-	-	-	-
Disposals / derecognised	(3.97)	-	-	-	-	-	(3.97)	-	-	(18.88)
Exchange differences	0.95	-	-	-	-	-	0.95	-	-	0.58
As at March 31, 2026	**69.08**	**2.97**	**0.84**	**0.17**	**41.34**	**1.21**	**115.62**	**2.20**	**-**	**65.57**

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Net carrying amount as at March 31, 2026	**4.80**	**-**	**-**	**-**	**49.70**	**0.38**	**54.88**	**611.12**	**0.70**	**74.80**
Net carrying amount as at March 31, 2025	**6.02**	**-**	**-**	**-**	**77.99**	**0.38**	**84.39**	**606.95**	**-**	**31.37**

*Intangible assets under development ageing schedule for the year ended March 31, 2026 and March 31, 2025 is as follows: (INR in Crores)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Intangible assets under development (31/03/2026)	**0.70**	**-**	**-**	**-**	**0.70**
Computer Softwares	0.70	-	-	-	0.70
Intangible assets under development (31/03/2025)	**-**	**-**	**-**	**-**	**-**

**The allocation of goodwill to operating segments as at March 31, 2026 and March 31, 2025 is as follows :

Segment	As at March 31,2026	As at March 31,2025
Digital Technologies	173.45	173.45
Digital Operations	427.56	423.84
Digital Experiences	10.11	9.66
Total	**611.12**	**606.95**

*** Less than Rs. 1 Crore.

Note 5 - Non-current investments

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Investment in equity instruments (fully paid-up)		
Quoted (FVOCI)		
27,468 (P.Y. 27,468) fully paid Equity Shares of Rs. 2 each of Wipro Limited*	0.52	0.72
800 (P.Y. 800) fully paid Equity Shares of Rs. 5 each of Mahindra and Mahindra Limited	0.24	0.21
8,998 (P.Y. 8,998) fully paid Equity Shares of Rs. 10 each of Coal India Limited	0.41	0.36
68,918 (P.Y. 68,918) fully paid Equity Shares of Rs. 10 each of Powergrid Corporation	2.04	2.00
5,000 (P.Y. 5,000) fully paid Equity Shares of Rs. 2 each of Axis Bank Limited	0.58	0.55
1,800 (P.Y. 1,800) fully paid Equity Shares of Rs. 2 each of Larsen and Toubro Limited	0.63	0.63
35,200 (P.Y. 35,200) fully paid Equity Shares of Rs. 10 each of Global Offshore Services Limited	0.12	0.33
11,000 (P.Y. 11,000) fully paid Equity Shares of Rs. 10 each of Indian Bank Limited	0.93	0.60
3,000 (P.Y. 3,000) fully paid Equity Shares of Rs. 1 each of State Bank of India	0.29	0.23
5,560 (P.Y. 2,780) fully paid Equity Shares of Rs. 1 each of HDFC Bank Limited	0.41	0.51
7,620 (P.Y. 762) fully paid Equity Shares of Rs. 2 each of Bajaj Finance Limited	0.61	0.68
56 (P.Y. 56) fully paid Equity Share of Dana Holding Corporation	0.06	0.05
Investment in Debentures & Bonds - Quoted (at FVTPL)		
300 (P.Y. Nil) zero coupon bond of 360 ONE Prime Ltd	3.08	-
5,296 units (P.Y. 5,296) Base USD - Silverdale Fixed Maturity Fund	6.45	5.25
1,876 units (P.Y. 1,876) Base USD - Silverdale Fixed Maturity Fund	2.13	1.70
Nil (P.Y. 400) units of 10.5% Non-Convertible Redeemable Debentures of ECAP Ruby Series	-	4.93
Nil (P.Y. 12,458) Base USD - 360 One Global Fund Series II	-	12.78
Nil (P.Y. 10,142) Base USD - Silverdale Fixed Maturity Fund	-	10.94
Nil (P.Y. 883) Base USD - Silverdale India USD Bond Fund	-	0.84

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Investment in Debentures & Bonds - Quoted (at amortized cost)		
850 (P.Y. Nil) zero coupon bond of 360 AAM Bond	8.71	-
100 (P.Y. Nil) Non convertible debentures of 9% 360 One Prime Limited	1.01	-
10,000 (P.Y. Nil) Non convertible debentures of 9.66% 360 One Prime Limited	1.02	-
200 (P.Y. Nil) Non convertible debentures of 9.50% Hinduja Leyland Finance Ltd.	2.02	-
200 (P.Y. Nil) Non convertible debentures of 9.25% Motilal Oswal Financial Services Ltd	2.04	-
200 (P.Y. Nil) Non convertible debentures of 8.03% Aditya Birla Capital Ltd	2.01	-
200 (P.Y. Nil) Non convertible debentures of 9.10% Hinduja Leyland Finance Ltd	1.99	-
400 (P.Y. Nil) Non convertible debentures of 9.40% Muthoot Fincorp Ltd -Bond	3.99	-
200 (P.Y. Nil) Non convertible debentures of 10.75% Mas Financial Services Ltd	2.05	-
200 (P.Y. Nil) Non convertible debentures of 10.65% Krazybee Services Pvt Ltd	2.00	-
40,00,000 (P.Y. 30,00,000) Bond of Government of India (G-Sec)	40.04	30.33
2,000 units (P.Y. 2,000) Base USD - JSW Steel Ltd	1.84	1.63
20,000 (P.Y. 20,000) Non convertible debentures of Cholamandalam Inv & Fin Co. Ltd	2.01	2.01
55 (P.Y. 55) Non convertible debentures of MAS Financial Services Ltd	5.50	5.51
20,000 (P.Y. 20,000) Non convertible redeemable debentures of 8.45% Cholamandalam Investment & Finance	2.01	2.01
Nil (P.Y. 2,600) Base USD - TTMTIN	-	4.11
Nil (P.Y. 250) Non convertible debentures of Spandana Sphoorty Fin Ltd	-	2.46
Nil (P.Y. 400) Non convertible redeemable debentures of 10.75% Muthoot Microfin Limited	-	3.03
Investment in Mutual Funds - Quoted (at FVTPL)		
5,770,274 (P.Y. 5,770,274) units of ICICI Prudential Nifty PSU Bond Plus SDL 40:60 Index Fund-Regular - Growth	7.45	6.97
5,817,205 (P.Y. 5,817,205) units of Kotak Nifty SDL Weight Index Fund-Regular - Growth	7.47	6.97
Nil (P.Y. 9,695,075) units of Inv. in Kotak Nifty SDL	-	11.62
Nil (P.Y. 4,852,289) units of Inv. in Nippon India Nifty AAA CPSE Bond Plus SDL	-	5.80
Nil (P.Y. 4,796,061) units of Inv. in ICICI Prudential Nifty SDL	-	5.87
Nil (P.Y. 7,664,655) units of ABSL Nifty SDL Plus PSU Bond 60:40 Index Fund-Regular Growth	-	9.26
Investment in Others - Quoted (at FVOCI)		
9,300 (P.Y. 9,300) Investment in Nippon Ind ETF Nifty 50 Bees	0.24	0.25
Investment in equity instruments (fully paid-up) - Unquoted (at FVOCI)		
28,070 (P.Y. 28,070) equity shares of National Stock Exchange of India Limited	5.38	4.59
Investment in debentures - Unquoted (at amortized cost)		
30 (P.Y. 30) units of 10.40% Non-Convertible Redeemable Debentures of Svatantra Microfin Pvt Ltd	3.14	3.14
Investment in fixed deposits - Unquoted (at amortized cost)		
Corporate Fixed Deposits	-	10.00
Investment in Others - Unquoted (at FVTPL)		
18,25,954 (P.Y. 18,93,343) Investment in Nuvama Enhanced Dynamic Grw Equity CAT III AIF	2.48	2.73
25,04,329 (P.Y. 25,04,329) Investment in Carnellian Bharat Amritkal Fund CAT III AIF	2.61	2.54
36,41,648 (P.Y. 36,41,648) Investment in Alphamine Absolute Return Fund CAT II	38.86	37.08
5,53,614 (P.Y. 22,787) units of Kotak Credit Opportunities fund	64.43	2.28

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Nil (P.Y. 2,310) units of Blackrock 1-3 year Treasury ETF	-	1.63
Nil (P.Y. 1,26,094) Investment in ASK Absolute Return Fund CAT III	-	12.71
Total	**228.77**	**217.82**
Aggregate amount of quoted investments	111.88	141.13
Aggregate amount of unquoted investments	116.89	76.69
Aggregate market value of quoted investments	111.88	141.13

* 9,266 shares valued at Rs. 0.35 Crore was wrongly transferred to Investor's Education and Protection Fund (IEPF) by the RTA. Further, the application to claim from IEPF is under process.

Note 6 - Other non-current financial assets

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Security deposits	17.80	13.68
Less: Provision for doubtful deposits	0.01	0.07
Net security deposits	17.79	13.61
Interest accrued	-	1.37
Unbilled Revenue	75.47	70.43
Fair value of outstanding forward contracts (FVOCI)	-	0.13
Total	**93.26**	**85.55**

Note 7 - Deferred Tax Assets

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Deferred Tax Assets (Refer Note No 7(c))	24.59	5.71
Total	**24.59**	**5.71**

Note 7 - Taxation

7(a) - Income tax expense

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Current tax		
Current tax on profits for the year	76.72	44.99
Adjustments for current tax of prior periods	2.02	(0.29)
Total current tax expense	**78.74**	**44.70**
Deferred tax		
Decrease/(increase) in deferred tax assets	(13.45)	(1.59)
Adjustments for deferred tax of prior periods	(0.15)	0.68
Total deferred tax expense/(benefit)	**(13.60)**	**(0.91)**
Income tax expense	**65.14**	**43.79**

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

7(b) - Reconciliation of tax expense and accounting profit multiplied by statutory tax rates

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Profit for the year	**260.09**	**249.30**
Tax expense at applicable tax rate	80.58	55.35
Effects of:		
Items not deductible for tax	(0.65)	1.28
Tax holiday and Exempt income	(13.67)	(8.93)
Recognition of unutilized tax benefits / Unrecognized losses utilized	(3.66)	(4.98)
Income taxed at higher / (lower) rates	(0.04)	(0.44)
Change in tax rate/base and law	-	0.27
Adjustments for current tax of prior periods	1.87	0.39
Others, net	0.71	0.85
Income tax expense	**65.14**	**43.79**

7(c) - Deferred tax assets

The balance comprises temporary differences attributable to: (INR in Crores)

Particulars	March 31, 2025	Recognized in Income statement	Recognized in OCI	Other (Due to Acquisition, FCTR, BS etc.)	March 31, 2026
Deferred Tax Assets					
Employee benefits	24.54	9.26	1.88	0.03	35.71
Provision for doubtful debts	2.41	(1.30)	-	-	1.11
Investment In subsidiaries	0.34	-	-	-	0.34
Net operating losses	0.53	0.16	-	0.01	0.70
Others	1.08	0.62	-	0.01	1.71
Total Deferred Tax Assets	**28.90**	**8.74**	**1.88**	**0.05**	**39.57**
Deferred Tax Liabilities					
Depreciation	(2.09)	(0.52)	-	(0.14)	(2.75)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	5.38	2.90	-	0.11	8.39
Cash flow hedging	(0.11)	-	(3.31)	0.01	(3.41)
Intangibles	19.63	(7.08)	-	(0.04)	12.51
Others	0.38	(0.16)	-	-	0.22
Total Deferred Tax Liabilities	**23.19**	**(4.86)**	**(3.31)**	**(0.06)**	**14.98**
Net Deferred Tax	**5.71**	**13.60**	**5.19**	**0.11**	**24.59**

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

Particulars	March 31, 2024	Recognized in Income statement	Recognized in OCI	Other (Due to Acquisition, FCTR, BS etc.)	March 31, 2025
Deferred Tax Assets					
Employee benefits	12.96	1.27	2.76	7.55	24.54
Provision for doubtful debts	2.60	(0.21)	-	0.02	2.41
Investment In subsidiaries	-	0.34	-	-	0.34
Net operating losses	0.41	0.12	-	-	0.53
Others	1.82	(0.81)	-	0.07	1.08
Total Deferred Tax Assets	**17.79**	**0.71**	**2.76**	**7.64**	**28.90**
Deferred Tax Liabilities					
Depreciation	0.29	0.70	-	(3.08)	(2.09)
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	4.86	0.49	-	0.03	5.38
Cash flow hedging	0.12	-	(0.23)	-	(0.11)
Intangibles	-	(1.77)	-	21.40	19.63
Others	-	0.38	-	-	0.38
Total Deferred Tax Liabilities	**5.27**	**(0.20)**	**(0.23)**	**18.35**	**23.19**
Net Deferred Tax	**12.52**	**0.91**	**2.99**	**(10.71)**	**5.71**

Note 8 - Non-current tax assets

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Advance Tax & TDS (net of provision)	18.05	17.05
Total	**18.05**	**17.05**

Note 9 - Other non-current assets

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Capital advances	6.71	-
Other advances -		
Prepaid expenses	0.85	0.95
Other assets	0.06	0.04
Total	**7.62**	**0.99**

Note 10 - Inventories

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Inventories		
Spare Parts	4.07	-
Total	**4.07**	**-**

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

Note 11 - Current investments

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Investment in mutual funds		
Quoted (at FVTPL)		
1,09,40,018 (P.Y. Nil) units of ICICI Equity Arbitrage Fund-Direct – Growth	42.21	-
7,664,655 (P.Y. Nil) units of ABSL Nifty SDL Plus PSU Bond SEP 2026 60:40 Index Fund-Regular Growth	9.87	-
2,82,243 (P.Y. 1,55,269) ABSL Money Manager Fund - Direct Plan - Growth	11.07	5.71
1,83,919 (P.Y. 1,57,435) units of HDFC Balanced Advantage Fund - Regular Plan - Growth	9.19	7.89
63,440 (P.Y. 498) units of HDFC Liquid Fund - Reg - Growth	34.32	0.25
12,89,013 (P.Y. 9,79,943) Units of Nippon India Arbitrage Fund-Direct Growth Plan Growth Option	3.88	2.76
80,270 (P.Y. 80,270) units of Nippon Nifty Bees	2.03	2.11
125,451 (P.Y. 125,451) units of Kotak Emerging Equity Fund-Regular-Growth	1.53	1.48
6,28,563 (P.Y. 5,20,394) units of Parag Parikh Flexi Cap - Direct Plan	5.39	4.47
7,24,764 (P.Y. 7,24,764) units of Kotak Equity Savings Fund Direct Growth	2.08	1.98
420,143 (P.Y. 420,143) units of Inv in ICICI Prudential Focused Equity Fund	4.02	4.01
1,10,113 (P.Y. 1,10,113) units of Inv in Kotak Emerging Equity Fund- Direct Growth	1.57	1.50
3,27,21,063 (P.Y. 1,09,54,750) units of Kotak Equity Arbitrage - Growth	137.52	42.96
2,33,79,025 (P.Y. 24,60,216) units of Edelweiss Arbitrage Fund - Direct Plan - Growth	51.01	5.03
9,695,075 (P.Y. Nil) units of Inv. in Kotak Nifty SDL	12.44	-
4,852,289 (P.Y. Nil) units of Inv. in Nippon India Nifty AAA CPSE Bond Plus SDL	6.20	-
4,796,061 (P.Y. Nil) units of Inv. in ICICI Prudential Nifty SDL Index	6.28	-
Nil (P.Y. 35,79,653) units of Invesco India Arbitrage Fund Regular - Growth	-	11.24
Nil (P.Y. 3,599) units of Nippon India ETF Nifty Mutual Fund	-	0.36
Investment in debentures & Bonds - Quoted (at FVTPL)		
400 (P.Y. Nil) Non convertible redeemable debentures of 10.5% ECAP Ruby Series	5.45	-
500 (P.Y. Nil) zero coupon bond 360 ONE Portfolio Managers Ltd	5.80	-
14,087 (P.Y. Nil) Bses USD- 360 One Global Fund Series II	16.53	-
10,143 (P.Y. Nil) Base USD - Silverdale Fixed Maturity Fund	13.32	-
3,415 (P.Y. Nil) Base USD - Silverdale India USD Bond Fund	3.89	-
Nil (P.Y. 400) Non convertible redeemable debentures of 8.9% JM Financial Products Ltd	-	4.01
Nil (P.Y. 30) Non convertible redeemable debentures of 12% Edelweiss Finance and Investments Ltd	-	4.26
Investment in Debentures & Bonds - Quoted (at amortized cost)		
250 (P.Y. Nil) Non convertible debentures of Spandana Sphoorty Fin Ltd	2.49	-
400 (P.Y. 150) Non convertible debentures of Muthoot Microfin Ltd	1.03	0.60
40 (P.Y. 200) Non convertible debentures of Muthoot Microfin Ltd	0.40	1.21
Nil units (P.Y. 10,000) Base USD - Shriram Finance	-	8.44
Nil (P.Y. 14,334) Non convertible debentures of 360 Prime Limited SR II	-	1.43
Nil (P.Y. 50) Non convertible debentures of HDFC Ltd	-	4.99
Nil (P.Y. 6) Non convertible debentures of SBI Perpetual	-	0.60
Investment in Debentures & Bonds - Unquoted (at amortized cost)		
Nil (P.Y. 50) units of 9.1% Non-Convertible Redeemable Debentures of Tata International Limited	-	5.05
Investment in fixed deposits - Unquoted (at amortized cost)		

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

Corporate Fixed Deposits	10.00	5.00
Investment in Others - Unquoted (at FVTPL)		
9,34,265 (P.Y. 9,34,265) units of Northern Arc Money Market Alpha Fund - AIF Category III	10.60	10.03
Total	**410.13**	**137.37**
Aggregate amount of quoted investments	389.53	117.29
Aggregate amount of unquoted investments	20.60	20.08
Aggregate market value of quoted investments	389.53	117.29

Note 12 - Trade receivables*

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Unsecured		
Considered Good (Refer Note No 40)	345.62	309.66
Less :- Allowance for expected credit loss	3.85	7.84
	341.76	301.82
Credit impaired	3.13	7.05
Less :- Allowance for expected credit loss (Refer Note No 40)	3.13	7.05
	-	-
Total	**341.76**	**301.82**

*Trade receivable ageing schedule for the year ended as on March 31, 2026

Particulars	Less than 6 Months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivable – Considered Good	340.90	4.72	-	-	-	345.62
Undisputed Trade Receivable – Credit Impaired	-	-	1.14	0.72	1.27	3.13

*Trade receivable ageing schedule for the year ended as on March 31, 2025

Particulars	Less than 6 Months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivable – Considered Good	305.61	4.05	-	-	-	309.66
Undisputed Trade Receivable – Credit Impaired	-	-	5.27	0.55	1.23	7.05

Note 13 - Cash and cash equivalents

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Balances with Bank		
- In current accounts	125.76	126.98
- In Fixed Deposits accounts	15.61	90.56
Cash on hand	0.05	0.10
Total	**141.42**	**217.64**

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Note 14 - Other bank balances

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Margin money deposits*	11.53	9.81
Balances with bank in deposit accounts	0.23	0.23
Unpaid dividend account**	0.29	0.28
Total	**12.05**	**10.32**

* Of the above Rs. 11.53 Crores (As at March 31, 2025: Rs. 9.81 Crores) are marked as lien for guarantees issued by banks on behalf of the Group.
** The Group can utilise balances only towards settlement of the unpaid dividend.

Note 15 - Current loans

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
(Unsecured, Considered Good, unless specified otherwise)		
Others-		
Loan to employees	0.03	0.06
Total	**0.03**	**0.06**

Note 16 - Other current financial assets

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Security deposits	4.62	4.98
Less: Provision for doubtful deposits - current	0.42	0.42
Net Security deposits	4.19	4.56
Advances to related parties**	-	0.00
Others-		
Interest accrued	8.05	6.33
Fair Value of Outstanding Forward Contracts (FVOCI)	0.01	0.28
Unbilled Revenue	131.49	134.31
Other financial assets**	0.49	0.00
Total	**144.23**	**145.49**

** Less than Rs. 1 Crore.

Note 17 - Current tax assets

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Advance Tax & TDS (net of provision)	4.17	8.09
Total	**4.17**	**8.09**

Note 18 - Other current assets

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Advance to Vendors	5.79	9.83
Advance to staff	0.87	2.15
Balance with govt authorities	25.55	27.79
Prepaid expenses	32.88	29.22
Other assets	0.08	0.46
Total	**65.17**	**69.45**

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

Note 19 - Share capital and other equity

19(a) - Equity share capital
(i) Authorised share capital of face value of Rs. 5/- each

Particulars	Number of shares	(INR in Crores)
As at March 31, 2024	10,53,20,000	52.66
Increase during the year	-	-
As at March 31, 2025	10,53,20,000	52.66
Increase during the year	-	-
As at March 31, 2026	10,53,20,000	52.66

Authorised redeemable preference share capital of face value of Rs. 10/- each

Particulars	Number of shares	(INR in Crores)
As at March 31, 2024	4,56,15,000	45.62
Increase during the year	-	-
As at March 31, 2025	4,56,15,000	45.62
Increase during the year	-	-
As at March 31, 2026	4,56,15,000	45.62

Issued, Subscribed and Paid-up equity share capital of face value of Rs. 5/- each

Particulars	Number of shares	(INR in Crores)
As at March 31, 2024	5,90,04,030	29.50
Increase during the year	1,02,359	0.05
As at March 31, 2025	5,91,06,389	29.55
Increase during the year	-	-
As at March 31, 2026	5,91,06,389	29.55

(ii) Movements in equity share capital

Particulars	Number of shares	(INR in Crores)
As at March 31, 2024	5,90,04,030	29.50
Issued during the year	1,02,359	0.05
As at March 31, 2025	5,91,06,389	29.55
Shares issued on exercise of employee stock options	-	-
As at March 31, 2026	5,91,06,389	29.55

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

Particulars	March 31, 2026		March 31, 2025	
	Number of shares	% Holding	Number of shares	% Holding
Lalit Surajmal Kanodia	1,23,38,276	20.87%	1,23,38,276	20.87%
Sameer Lalit Kanodia	1,27,43,386	21.56%	1,27,43,386	21.56%
Vikrant Trust (Lalit Surajmal Kanodia and Priyadarshni Rahul Kanodia - Trustees)	1,07,01,720	18.11%	1,07,01,720	18.11%

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

(iv) Share held by promoters

Particulars	March 31, 2026			March 31, 2025		
	Number of shares	% of total shares	% Change during the year	Number of shares	% of total shares	% Change during the year
Promoter						
Lalit Surajmal Kanodia	1,23,38,276	20.87%	0.00%	1,23,38,276	20.87%	(0.04%)
Asha Lalit Kanodia	13,79,522	2.33%	0.00%	13,79,522	2.33%	0.00%
Promoter Group						
Priyadarshini Kanodia	2,49,852	0.42%	0.00%	2,49,852	0.42%	0.00%
Sameer Lalit Kanodia	1,27,43,386	21.56%	0.00%	1,27,43,386	21.56%	(0.04%)
Rahul Lalit Kanodia	209	0.00%	0.00%	209	0.00%	0.00%
Chandravati S Kanodia	36	0.00%	0.00%	36	0.00%	0.00%
Subhlakshmi Dani	17,80,000	3.01%	0.00%	17,80,000	3.01%	(0.01%)
Rashmi Yogendra Kanodia	10,075	0.02%	0.00%	10,075	0.02%	0.00%
Vikrant Trust (Lalit Surajmal Kanodia and Priyadarshni Rahul Kanodia - Trustees)	1,07,01,720	18.11%	0.00%	1,07,01,720	18.11%	(0.03%)

(v) Terms / rights attached to equity shares

The Company, at present, has one class of equity shares having a par value of Rs. 5 per share. Each shareholder is eligible for one vote per share held. The voting rights on Unclaimed Suspense Account shares are frozen till the rightful owner of such shares claims the shares. The Company declares and pays dividend in Indian Rupees. The remittance of dividends outside India is governed by Indian law on foreign exchange and is subject to applicable distribution taxes. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

19(b) - Other equity* (INR in Crores)

Particulars		March 31, 2026	March 31, 2025
Securities premium reserve	Refer Note (i) below	95.15	95.15
Retained earnings		1,340.53	1,175.88
ESOP reserve	Refer Note (ii) below	-	5.48
General reserve	Refer Note (iii) below	90.62	90.62
Capital reserve	Refer Note (iv) below	(9.77)	(9.77)
Capital redemption reserve	Refer Note (v) below	25.00	25.00
OCI - Equity investments	Refer Note (vi) below	6.79	6.38
Actuarial gains and losses		(25.90)	(20.26)
Cash flow hedging reserve	Refer Note (vii) below	(9.69)	0.14
Foreign currency translation reserve	Refer Note (viii) below	1.61	(33.60)
Total		**1,514.38**	**1,335.04**

* For movement of reserves, refer statement of changes in equity.

Nature and Purpose of reserves

(i) Securities Premium

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

(ii) ESOP/PSOP Reserve

ESOP reserve is created for issue of share capital under RSU plan. PSOP reserve is created for issue of share capital under Performance Based Employee Stock Option Plan ('PSOP') 2022.

(iii) General Reserve

The General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to statement of profit and loss. These amounts are available for distribution as dividends.

(iv) Capital Reserve

Capital reserve created on the merger of one of the subsidiaries with the company. Also Goodwill on common control transaction is adjusted against capital reserve.

(v) Capital Redemption Reserve

As per Companies Act, 2013, capital redemption reserve is created when company purchases its own shares out of free reserves or securities premium. A sum equal to the nominal value of the shares so purchased is transferred to capital redemption reserve. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.

(vi) OCI - Equity investments

The company recognises unrealised and realised gain on equity shares in FVOCI - Equity investments. The reserves accumulated will be reclassified to retained earnings, when such instruments are disposed.

(vii) OCI - Cash Flow Hedging Reserve

The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The cumulative gain or loss arising on changes in fair value of the designated portion of the hedging instruments that are recognised and accumulated under the heading of cash flow hedging reserve. Such gains or losses will be reclassified to statement of profit and loss in the period in which the hedged transaction occurs.

(viii) OCI - Foreign currency translation reserve

The exchange differences arising from the translation of financial statements of foreign operations with functional currency other than Indian rupees is recognised in other comprehensive income, net of taxes and is presented within equity in the foreign currency translation reserve.

Note 20 - Non-current borrowings

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Term Loans		
From Financial Institution (Refer Note No. 20.1)	86.62	135.98
From Financial Institution (Refer Note No. 20.2)	-	0.63
Total	**86.62**	**136.61**

Note No. 20.1: Details of terms of repayment for the borrowings and security provided in respect of the loan:
Amount of line : Rs. 150 Crores
Limit utilised and withdrawn : Rs. 150 Crores
Borrowing Base : Financing the acquisition of TNQ Tech Pvt Ltd.
Interest rates : Rate if interest -- 3-month TBILL + 265 bps p.a. payable monthly. (Effective Interest rate - 9.13%)
Collateral :
1.First pari passu charge on all movable fixed assets and current assets of the Borrower
2.Pledge of shares of TNQ Tech Pvt Ltd held by Lumina Datamatics Limited and charge on movable fixed and current assets of TNQ Tech Pvt Ltd (post-acquisition of 100% shares)
3.Demand promissory note and letter of continuity for Rs. 150 Crores.
Repayment :
The Principal is repayable in 12 equal quarterly instruments of Rs. 12.5 Crores each commencing from 20th Mar 2026.

Note No. 20.2: Secured by first and exclusive charge on movable fixed assets by way of hypothecation of vehicles of the company. The bank loan is repayable in 48 monthly installment amounting to Rs. 0.02 Crores carrying fixed interest rate of 10.75%.

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Note 21 - Lease liabilities (Non-current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Lease Liabilities	46.77	16.29
Total	**46.77**	**16.29**

Note 22 - Other financial liabilities (Non-current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Fair value of Contingent consideration (Refer Note No 43)	-	6.37
Fair value of Consideration for Acquisition of investment (Refer Note No 43)	-	175.81
Fair Value of Outstanding Forward Contracts (FVOCI)	1.93	-
Total	**1.93**	**182.18**

Note 23 - Provisions (Non-current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Unfunded (Refer Note No 51)		
Provisions for employee benefits		
Gratuity	88.09	54.85
Leave Encashment	30.85	20.96
Total	**118.94**	**75.81**

Note 24 - Current borrowings

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Secured		
Term Loans		
From Financial Institution (Refer Note No. 20.1)	50.00	12.50
From Financial Institution (Refer Note No. 20.2)	-	0.11
Working capital loan from bank (refer note No 24.1)	4.74	8.54
Total	**54.74**	**21.15**

Note No 24.1: Working capital loan taken by Lumina Datamatics Inc. from a bank, secured by a corporate guarantee provided by its holding company, Lumina Datamatics Limited, which is a subsidiary of the ultimate holding company, Datamatics Global Services Limited. For Secured Loan interest rate ranges between 6% to 6.5% (6 Months SOFR plus 225 BPS).

Note 25 - Lease liabilities (Current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Lease Liabilities	32.80	15.87
Total	**32.80**	**15.87**

Note 26 - Trade payables

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	5.76	2.42
Total outstanding dues of creditors other than micro enterprises and small enterprises	168.78	136.02
Total	**174.54**	**138.44**

*Trade payable ageing schedule for the year ended as on March 31, 2026

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	5.76	-	-	-	5.76
Others	63.84	2.26	-	0.14	66.25
Add: Accrued Expenses (including employee liabilities)					102.53
Total					**174.54**

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

*Trade payable ageing schedule for the year ended as on March 31, 2025

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	2.42	-	-	-	2.42
Others	59.46	0.01	0.55	0.11	60.13
Add: Accrued Expenses (including employee liabilities)					75.89
Total					**138.44**

Micro and Small enterprises have been identified by the Group on the basis of the information available with the Group. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are given below :

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
(a) Dues remaining unpaid		
- Principal	5.76	2.42
- Interest on above	0.09	0.07
(b) Interest paid in terms of Section 16 of MSMED Act		
- Principal paid beyond the appointed date	-	-
- Interest paid in terms of Section 16 of MSMED Act	-	-
(c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	-	-
(d) Amount of interest accrued and unpaid	0.09	0.07

Note 27 - Other financial liabilities (Current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Fair value of Contingent consideration (Refer Note No 43)	-	1.22
Fair value of Consideration for Acquisition of investment (Refer Note No 43)	209.69	18.87
Fair Value of Outstanding Forward Contracts (FVOCI)	11.66	0.85
Interest Accrued but not due	1.09	1.53
Provision for Share appreciation rights (Refer Note No 51)	2.08	1.24
Deposits received	2.62	2.38
Unclaimed Dividend	0.29	0.28
Payables Against Investment	-	0.92
Other payables	0.00	0.01
Total	**227.43**	**27.29**

Note 28 - Other current liabilities

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Statutory dues (net)	23.50	27.61
Advance from customers	7.24	12.24
Other Payable	0.30	-
Unearned Revenue	13.20	18.14
Total	**44.24**	**57.99**

Note 29 - Provisions (Current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Unfunded (Refer Note No 51)		
Provisions for employee benefits		
Gratuity	16.59	14.38
Leave Encashment	10.99	11.16
Other Provisions		
Unspent Corporate Social Responsibility (CSR) amount provision	0.74	-
Total	**28.32**	**25.54**

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Note 30 - Current tax liabilities

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Advance Tax & TDS (net of provision)	2.79	2.82
Total	**2.79**	**2.82**

Note 31 - Revenue from operations

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Sale of Product	21.24	19.70
Sale of Services	1,965.91	1,703.66
Total	**1,987.15**	**1,723.36**

Note 32 - Other income

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Interest from Bank	1.66	1.79
Interest Others	16.32	15.35
Interest on Income tax refund	0.17	1.36
Dividend on share investment	0.24	0.25
Profit on sale of investments	9.59	21.05
Provision for Doubtful debts written back	-	0.23
Profit on sale of assets (Net)	-	0.03
Sundry balances written back (Net)	0.13	0.12
Fair value changes in financial liabilities	-	0.14
Unrealised gain on fair value of financial assets	11.86	1.55
Exchange gain (net)	13.36	-
Provision no longer require written back	1.52	0.03
Miscellaneous receipts	1.23	4.55
Total	**56.08**	**46.44**

Note 33 - Purchase of products and licenses

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Purchase of IT Products and Licenses	1.47	3.38
Total	**1.47**	**3.38**

Note 34 - Employee benefit expenses

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Basic Salary, Wages & Allowances	1,137.44	1,032.97
Contribution towards provident & Other funds	60.38	55.84
Share based compensation (Refer Note No 51)	(5.59)	3.19
Share appreciation rights expenses (Refer Note No 51)	1.86	0.41
Staff Welfare	33.42	25.89
Total	**1,227.51**	**1,118.31**

Note 35 - Finance costs

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Interest on loan from banks	13.30	5.34
Interest on leased assets	4.29	1.72
Interest expense on fair value consideration of acquisition of investment	0.50	2.34
Other finance charges	0.60	0.53
Total	**18.69**	**9.93**

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as at March 31, 2026

Note 36 - Depreciation and Amortisation Expenses

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Depreciation on property plant and equipment	24.90	23.14
Depreciation on Leased Liabilities	25.11	11.89
Amortisation on intangible assets	34.02	13.02
Total	**84.03**	**48.04**

Note 37 - Other expenses

(INR in Crores)

Particulars		March 31, 2026	March 31, 2025
IT Infrastructure & Development Cost		52.28	56.87
Technical fees		30.23	31.73
Outsourcing cost		80.18	62.46
Travelling expenses		18.48	16.78
Recruitment charges		7.99	8.45
Rent (Refer Note No 46)		16.73	21.40
Electricity expenses		14.42	13.11
Communication charges		13.16	14.66
Rates & Taxes		2.64	4.01
Water charges		0.27	0.25
Legal & Professional expenses		22.64	19.26
Payment to statutory auditors (Refer Note No 47)		1.47	1.27
Link Charges		9.78	5.10
Insurance		4.62	4.50
Vehicle expenses		1.83	1.51
Repairs & Maintenance expenses		14.25	11.94
Software Maintenance expenses		20.47	16.36
Hire charges		6.81	5.44
Printing & Stationery		1.32	2.94
Subscription expenses		30.51	16.24
Investment Written off		-	0.29
Entertainment Expenses		1.45	0.79
Bank Charges		3.28	2.40
Board Sitting Fees		0.52	0.42
Commission to Independent Directors		0.52	0.22
Sales Promotion		17.62	22.87
Security Charges		5.90	4.54
Exchange loss (net)		-	0.03
Bad Debts Written off	0.34		3.29
Less: Impairment loss reversed under expected credit loss model	(0.34)	0.00	(2.58)
Impairment loss recognized under expected credit loss model		(6.44)	6.54
Property, Plant and Equipment written off**		0.02	0.00
Loss on sale of Property, Plant and Equipment (Net)		0.50	-
Provision for doubtful deposit		0.29	0.10
Less: Allowance for doubtful/Advances deposits written back		(0.29)	-
CSR Expenditure		3.98	3.30
Miscellaneous expenses		9.14	15.90
Total		**386.57**	**372.41**

**Less than Rs. 1 crore.

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Note 38 - Exceptional items

(INR in Crores)

Particulars	Refer No Note	March 31, 2026	March 31, 2025
Fair value changes in financial liabilities	1	(40.85)	-
One time effect of New Labour Law	2	(24.02)	–
Exchange gain on buy back of financial assets	3	-	39.84
Expenses incurred for acquisition of subsidiary	4	-	(8.27)
Total		**(64.87)**	**31.57**

Note:

1. The group recorded Rs. 40.85 Crores (previous year Rs. Nil) towards the fair value changes of contingent consideration payable towards acquisition of subsidiaries.
2. On November 21, 2025, the Government of India notified four Labour Codes, replacing the existing 29 labour laws. The Group has assessed the financial implications of these changes considering the restructuring being undertaken in alignment with the provisions of the Labour Codes which has resulted in increase in gratuity and leave encashment liability by Rs. 24.02 Crores (previous year Rs. Nil).
3. The group recorded the exchange gain of Rs. Nil (previous year Rs. 39.84 Crores) relating to the buy back of equity shares of Lumina Datamatics Inc., a stepdown subsidiary.
4. The group recorded the expenses incurred of Rs. Nil (previous year Rs. 8.27 Crores) for acquisition of subsidiaries.

Note 39: Fair value measurements

Financial instruments by category

(INR in Crores)

	March 31, 2026				March 31, 2025			
	FVTPL	FVOCI	Amortised cost	Total	FVTPL	FVOCI	Amortised cost	Total
Financial assets								
Investments								
- Mutual funds	330.60	-	-	330.60	114.96	-	-	114.96
- Fixed Deposits	-	-	10.00	10.00	-	-	15.00	15.00
- Debentures & Bonds	81.57	-	85.31	166.88	8.26	-	136.28	144.54
- Equity instruments	-	12.20	-	12.20	-	11.46	-	11.46
- Others	118.98	0.24	-	119.22	69.23	-	-	69.23
Trade receivables	-	-	341.76	341.76	-	-	301.82	301.82
Cash and cash equivalents	-	-	141.42	141.42	-	-	217.64	217.64
Bank balances other than Cash and cash equivalents	-	-	12.05	12.05	-	-	10.32	10.32
Security deposit	-	-	21.98	21.98	-	-	18.17	18.17
Fair value of outstanding forward contracts	-	0.01	-	0.01	-	0.41	-	0.41
Loan to Employees	-	-	0.03	0.03	-	-	0.06	0.06
Unbilled Revenue	-	-	206.96	206.96	-	-	204.75	204.75
Other receivables	-	-	8.55	8.55	-	-	7.70	7.70
Total financial assets	**531.15**	**12.46**	**828.05**	**1,371.66**	**192.46**	**11.87**	**911.74**	**1,116.07**
Financial liabilities								
Borrowings	-	-	141.36	141.36	-	-	157.76	157.76
Fair value of Contingent consideration	-	-	-	-	7.59	-	-	7.59
Fair value of Consideration for Acquisition of investment	209.69	-	-	209.69	194.68	-	-	194.68
Trade payables	-	-	174.54	174.54	-	-	138.44	138.44

Notes Forming part of the Consolidated Financial Statements (Contd.)
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Fair Value of Outstanding Forward Contracts	-	13.58	-	13.58	-	0.85	-	0.85
Lease liabilities	-	-	79.57	79.57	-	-	32.16	32.16
Other payables	-	-	6.09	6.09	-	-	6.35	6.35
Total financial liabilities	**209.69**	**13.58**	**401.56**	**624.83**	**202.27**	**0.85**	**334.71**	**537.83**

i) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard.

(INR in Crores)

Financial assets and liabilities measured at fair value At 31 March 2026	Level 1	Level 2	Level 3	Total
Financial assets				
Financial Investments at FVTPL				
Mutual funds	330.60	-	-	330.60
Debentures	81.57	-	-	81.57
Others	118.98	-	-	118.98
Financial Investments at FVOCI				
Equity instruments	12.20	-	-	12.20
Fair value of outstanding forward contracts	0.01	-	-	0.01
Total financial assets	**543.60**	**-**	**-**	**543.60**
Financial Liabilities				
Fair Value of Outstanding Forward Contracts	13.58	-	-	13.58
Fair value of Consideration for Acquisition of investment	-	-	209.69	209.69
Total financial liabilities	**13.58**	**-**	**209.69**	**223.27**

(INR in Crores)

Financial assets and liabilities measured at fair value At 31 March 2025	Level 1	Level 2	Level 3	Total
Financial assets				
Financial Investments at FVTPL				
Mutual funds	114.96	-	-	114.96
Debentures	8.26	-	-	8.26
Others	69.23	-	-	69.23
Financial Investments at FVOCI				
Equity instruments	6.87	-	4.59	11.46
Debentures	-	-	-	-
Fair value of outstanding forward contracts	0.41	-	-	0.41
Total financial assets	**199.75**	**-**	**4.59**	**204.33**
Financial Liabilities				
Fair Value of Outstanding Forward Contracts	0.85	-	-	0.85
Fair Value of contingent consideration	-	-	7.59	7.59
Fair value of Consideration for Acquisition of investment	-	-	194.68	194.68
Total financial liabilities	**0.85**	**-**	**202.27**	**203.12**

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, mutual funds and forward contracts that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Notes Forming part of the Consolidated Financial Statements (Contd.)

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Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration.

There are no transfers between levels 1, 2 and 3 during the year.

ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

* the use of quoted market prices or dealer quotes for similar instruments

All of the resulting fair value estimates are included in level 3 except for unlisted equity securities, contingent consideration and indemnification asset, where the fair values have been determined based on present values and the discount rates used were adjusted for counterparty or own credit risk.

iii) Valuation processes

The carrying amounts of trade receivables, trade payables, capital creditors and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

Note 40: Financial risk management

The Group's activities expose it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the Group, derivative financial instruments, such as foreign exchange forward contracts are entered to hedge certain foreign currency risk exposures. Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

This note explains the sources of risk which the Group is exposed to and how the Group manages the risk and the impact of hedge accounting in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables and financial assets	Aging analysis Credit ratings	Diversification of bank deposits, credit limits and letters of credit
Liquidity risk	Borrowings and Trade payable	Maturity analysis, cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk – foreign exchange	Import Payables and Receivables	Cash flow forecasting Sensitivity analysis	Forward foreign exchange contracts
Market risk – security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

The Board provides guiding principles for overall risk management, as well as policies covering specific areas such as credit risk, liquidity risk, and Foreign Exchange Risk effecting business operations. The company's risk management is carried out by the management as per guidelines and policies approved by the Board of Directors.

A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses the direct risk of default, risk of deterioration of creditworthiness as well as concentration risks. The Group is exposed to credit risk from its operating activities (primarily trade receivables), deposits with banks and loans given.

Credit risk management

The Group's credit risk mainly from trade receivables as these are typically unsecured. This credit risk has always been managed through credit approvals, establishing credit limits and continuous monitoring the creditworthiness of customers to whom credit is extended in the normal course of business. The Group estimates the expected credit loss based on past data, available information on public domain and experience. Expected credit losses of financial assets receivable are estimated based on historical data of the Group. The Group has provisioning policy for expected credit losses. There is no credit risk in bank deposits which are demand deposits. The credit risk is minimum in case of entity / person to whom loan has been given.

The maximum exposure to credit risk as at March 31, 2026 and March 31, 2025 is the carrying value of such trade receivables as shown in note 12 of the financials.

Notes Forming part of the Consolidated Financial Statements (Contd.)

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Reconciliation of loss allowance provision – Trade receivables

Particulars	INR in Crores
Loss allowance on 31 March 2024	**10.85**
Changes in loss allowance	6.61
Bad debts write off	(2.58)
Loss allowance on 31 March 2025	**14.89**
Changes in loss allowance	(6.44)
Bad debts write off/Provision written back	(1.53)
Exchange rate effect	0.06
Loss allowance on 31 March 2026	**6.98**

B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, Group treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, the Group's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

The tables below provide details regarding the contractual maturities of significant financial liabilities as at:

(INR in Crores)

March 31, 2026	Due in 1st Year	Due in 2nd Year	Due in 3rd to 5th Year	Due after 5th Year	Total
Non-derivative financial liabilities					
Trade payables	174.54	-	-	-	174.54
Lease liabilities	32.80	46.77	-	-	79.57
Fair value of Consideration for Acquisition of investment	209.69	-	-	-	209.69
Borrowings	54.74	50.00	36.62	-	141.36
Other financial liabilities	6.09	-	-	-	6.09
Total Non-derivative financial liabilities	**477.85**	**96.77**	**36.62**	**-**	**611.25**
Fair Value of Outstanding Forward Contracts	13.58	-	-	-	13.58
Total Derivative financial liabilities	**13.58**	**-**	**-**	**-**	**13.58**
Total	**491.43**	**96.77**	**36.62**	**-**	**624.83**

March 31, 2025	Due in 1st Year	Due in 2nd Year	Due in 3rd to 5th Year	Due after 5th Year	Total
Non-derivative financial liabilities					
Trade payables	138.44	-	-	-	138.44
Lease liabilities	32.16	-	-	-	32.16
Fair Value of contingent consideration	1.22	6.37	-	-	7.59
Fair value of Consideration for Acquisition of investment	18.87	175.81	-	-	194.68
Borrowings	17.04	54.74	85.98	-	157.76
Other financial liabilities	6.35	-	-	-	6.35
Total Non-derivative financial liabilities	**214.09**	**236.92**	**50.00**	**35.98**	**536.98**
Fair Value of Outstanding Forward Contracts	0.85	-	-	-	0.85
Total Derivative financial liabilities	**0.85**	**-**	**-**	**-**	**0.85**
Total	**214.93**	**236.92**	**50.00**	**35.98**	**537.83**

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

C) Market risk

i) Foreign currency risk

The Group operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD, EUR and GBP. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Group's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows. The objective of the hedges is to minimise the volatility of the INR cash flows of highly probable forecast transactions.

The Group's risk management policy is to hedge around 70% to 85% of forecasted revenue for the subsequent 24 months. As per the risk management policy, foreign exchange forward contracts are taken to hedge around 70% to 85% of the forecasted revenue.

a) Foreign currency risk exposure:

Details of foreign currency exposures not covered by derivative instruments as at March 31, 2026 and March 31, 2025 are given below :

(INR in Crores)

Particulars	Currency	March 31, 2026		March 31, 2025	
		Foreign Currency (Amount in Crores)	INR In Crores	Foreign Currency (Amount in Crores)	INR In Crores
Receivables	USD	1.68	159.53	2.02	172.17
	GBP	0.23	28.23	0.16	17.32
	EUR	0.08	8.34	0.06	5.37
	CHF	0.03	3.06	0.02	1.80
	AUD	0.04	2.49	0.02	1.17
	AED	0.00	0.06	0.00	0.02
	CAD	0.00	0.04	0.00	0.09
	SGD	0.01	0.43	0.00	0.10
	PHP	-	-	0.04	0.06
	MYR	0.00	0.00	-	-
Payables	USD	0.25	23.43	0.26	21.82
	EUR	0.05	5.19	0.01	1.08
	CHF	0.00	0.04	-	-
	GBP	0.00	0.14	0.01	0.67
	CAD	0.01	0.39	0.00	0.18

b) Sensitivity

The Group is mainly exposed to changes in USD, GBP, CHF, AUD and EUR. The sensitivity analysis demonstrate a reasonably possible change in USD, GBP, CHF, AUD and EUR exchange rates, with all other variables held constant. 5% appreciation/depreciation of USD, GBP, EUR, CHF and AUD with respect to functional currency of the Group will have impact of following (decrease)/increase in Profit & vice versa.

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
USD	6.81	7.52
GBP	1.40	0.83
EUR	0.16	0.21
CHF	0.15	0.09
AUD	0.12	0.06

* Holding all other variables constant

ii) Cash flow and fair value interest rate risk

The Group's main interest rate risk arises from long-term borrowings with variable rates, which expose the Group to cash flow interest rate risk. Group policy is to maintain most of its borrowings at fixed rate using interest rate swaps to achieve this when necessary. During March 31, 2026 and March 31, 2025, the Group's borrowings at variable rate were mainly denominated in INR and USD.

Notes Forming part of the Consolidated Financial Statements (Contd.)
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The group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

a) Interest rate risk exposure

The exposure of the Group borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	March 31, 2026	March 31, 2025
Variable rate borrowings	141.36	157.02
Fixed rate borrowings	-	0.74
Total borrowings	**141.36**	**157.76**

As at the end of the reporting period, the Group had the following variable rate borrowings outstanding:

	March 31, 2026			March 31, 2025		
	Weighted average interest rate %	Balance (INR in Crores)	% of total loans	Weighted average interest rate %	Balance (INR in Crores)	% of total loans
Working Capital Demand Loan	6.50%	4.74	3.35%	6.50%	8.54	5.44%
Term Loan	9.13%	136.62	96.65%	9.12%	148.48	94.56%
Total Variable Borrowings		**141.36**	**100.00%**		**157.02**	**100.00%**

b) Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. Other components of equity change as a result of an increase/decrease in the fair value of the cash flow hedges related to borrowings.

	Impact on profit after tax	
Particulars	**March 31, 2026**	**March 31, 2025**
Interest rates – increase by 70 basis points (70 bps) *	(0.99)	(1.10)
Interest rates – decrease by 70 basis points (70 bps) *	0.99	1.10

* Holding all other variables constant

iii) Price risk

a) Exposure

The group's exposure to equity securities price risk arises from investments held by the group and classified in the balance sheet either as fair value through OCI or at fair value through profit or loss.

To manage its price risk arising from investments in equity securities, the group diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the group.

The majority of the group's equity investments are publicly traded.

Note 41: Capital management

a) Risk management

For the purpose of the Group's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Group capital management is to maximise the shareholder value.

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Borrowings	141.36	157.76
Total equity	1,535.95	1,356.41
Borrowing to equity ratio	**0.09**	**0.12**

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b) Dividends

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
(i) Dividends not recognised at the end of the reporting period		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of Rs. 5.00 per fully paid equity share (March 31, 2025 Rs. 5.00). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	29.55	29.55

Note 42: Segment information

Description of segments and principal activities

Operating segments are components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Group's chief operating decision maker is Vice Chairman and CEO.

The Group organised itself into three business segments, which forms the operating segments for segment reporting.

The operating segments identified are as under:

a. Digital Operations

b. Digital Technologies

c. Digital Experiences

(INR in Crores)

Particulars	Year ended	
	31-Mar-26	31-Mar-25
Segment Revenue		
Digital Operations	1,101.41	785.82
Digital Experiences	259.23	281.65
Digital Technologies	626.51	655.89
Total	1,987.15	1,723.36
Less: Inter Segment Revenue	-	-
Revenue from Operations	**1,987.15**	**1,723.36**
Segment results		
Digital Operations	206.38	117.18
Digital Experiences	20.60	40.36
Digital Technologies	60.59	23.68
Total	287.57	181.22
Less: Inter Segment Revenue	-	-
Total Segment results	**287.57**	**181.22**
Finance costs	18.69	9.93
Exceptional Item	(64.87)	31.57
Other income	56.08	46.44
Profit before taxes	**260.09**	**249.30**
Tax expenses	65.14	43.79
Profit after tax	**194.95**	**205.51**

Segment Assets and Liabilities

The assets and liabilities used in the Group's business are not identified with any of the operating segments, as these are used interchangeably between the reportable segments. The management of the Group believes that it is currently not practicable to provide segment disclosures relating to total assets and total liabilities.

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Geographic Segment

Revenue attributable to the location of the customers is as follows :

(INR in Crores)

Geographic Location	March 31, 2026	March 31, 2025
USA	1,081.65	923.11
UK and Europe	431.10	261.02
Rest of World	474.40	539.22
Total	**1,987.15**	**1,723.36**

Note 43: Business Combinations

During the year ended March 31st, 2026

(i) Acquisition of Dextara Digital Private Limited

During the previous year, the Company acquired Dextara Digital Private Limited ("Dextara"), a private limited company incorporated in Hyderabad, Telangana, India. The acquisition also included the indirect acquisition of Dextara's wholly owned subsidiaries, Dextara Digital (UK) Private Limited and Dextara Digital (USA) Inc., through the purchase of shares from the existing shareholders in one or more tranches over a period of two years, in accordance with the terms of the Definitive Agreements. Pursuant to these agreements, the Company acquired an initial 80% equity stake in Dextara on April 1, 2024, for a consideration of Rs. 109.85 Crores. Subsequently, on June 20, 2025, the Company acquired the remaining 20% equity stake in Dextara for a fixed and variable consideration of Rs. 33.93 Crores, resulting in Dextara becoming a wholly owned subsidiary of the Company.

The contingent consideration payable has been recognized under current financial liabilities and is expected to be settled based on the agreed performance criteria. In addition, during the previous year, the Company incurred acquisition-related expenses of Rs. 3.12 Crores, which have been recognized as an exceptional item in the financial statements.

(ii) Amalgamation

The Board of Directors have, at their meeting held on May 21, 2026, subject to obtaining the requisite approvals/consents, approved the Scheme of Amalgamation under Section 232 read with Section 230 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder ("Scheme") of Dextara Digital Private Limited and Datamatics Cloud Solutions Private Limited with Datamatics Global Services Limited.

(iii) Merger of Dextara Digital (USA) Inc. with Datamatics Global Services Inc.

The Company has filed a merger application in the State of Delaware, USA, for the merger of Dextara Digital (USA) Inc. with Datamatics Global Services Inc. on 29 January 2026. The application is still under process, and the effective date of the merger will be 1 April 2026.

(iv) Acquisition of company - TNQ Tech Private Limited

(i) On December 9, 2024, the Board of Directors of Lumina Datamatics Limited ("the Company") approved the acquisition of a majority stake in TNQ Tech Private Limited ("TNQ") through a Share Purchase Agreement ("SPA") and a Shareholders Agreement.

Pursuant to the terms of the agreements, the Company acquired 80% of the paid-up share capital of TNQ, a private limited company headquartered in Chennai, Tamil Nadu. TNQ is engaged in providing technology solutions that enhance scholarly publishing processes and offers comprehensive end-to-end services for scholarly content. The total consideration paid for the acquisition of the 80% stake amounted to Rs. 348.12 Crores.

In accordance with the SPA, the Company is expecting to excercise its rights to acquire the remaining 20% equity stake in TNQ on or before July 31, 2026, subject to the terms, conditions and valuation methodology prescribed therein. Accordingly, in the previous year, the Company had recognised a forward liability amounting to Rs.208.80 Crores (shown under Non-Current Financial Liability) towards the acquisition of the remaining stake.

During the year, the Company fair valued the aforesaid forward liability as per terms of the SPA and Ind AS requirement. The resulting increase in fair value liability of Rs. 46.80 Crores has been recognised as an Exceptional Item in the Statement of Profit and Loss as per the requirement of Ind AS 109.

(ii) Lumina Datamatics Limited has accounted the goodwill of Rs. 349. 83 Crores. The company has Identified intangible assets in the form of customer contract of Rs. 85.06 Crores.

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During the year ended March 31st, 2025

(i) Acquisition of company - TNQ Tech Private Limited

(i) On December 9, 2024, the Board of Directors of Lumina Datamatics Limited ("the Company") approved the acquisition of stake in TNQ Tech Private Limited ("the Acquiree") by entering into a Share Purchase Agreement (SPA) and a Shareholders Agreement. As per the terms of the agreement, the Company acquired 80% of the paid-up share capital of TNQ Tech Private Limited, a private limited company headquartered in Chennai, Tamil Nadu. TNQ Tech is engaged in providing technology solutions that enhance scholarly publishing processes and offers comprehensive end-to-end services for scholarly content. The total consideration paid for the 80% stake amounted to Rs. 348.12 Crores. Additionally, the Company has recognized a forward liability of approximately Rs. 160 Crores (shown under Non-Current Financial Liability) towards the acquisition of the remaining 20% stake, to be executed in a single tranche on or before July 31, 2026, subject to conditions and valuation methodologies outlined in the SPA. The company has shown the acquisition related expenses of Rs. 5.15 crores as an exceptional item.

(ii) Lumina Datamatics Limited has accounted the goodwill of Rs. 349. 83 Crores. The company has Identified intangible assets in the form of customer contract of Rs. 85.06 Crores.

(ii) Buyback of shares by Lumina datamatics Inc

During the year ended March 31, 2025, the wholly-owned subsidiary company Lumina Datamatics Inc bought back 130 units from the Company. The buyback resulted into a exchange gain of Rs. 39.84 Crores which is shown as exceptional item.

(iii) Additional stake acquisition of Sunrise Setting Ltd. By Lumina Datamatics UK Limited

During the year, Lumina Datamatics UK Limited acquired an additional 15% equity stake in Sunrise Setting Limited for GBP 0.1 lakhs, thereby increasing its total shareholding to 85%. This transaction has been accounted for as an increase in the Company's investment in Subsidiary and has been reflected accordingly in the consolidated financial statements.

(iv) Acquisition of Dextara Digital Private Limited

The Board of Directors, at its meeting held on April 01, 2024, approved the execution of the Share Purchase Agreement, Shareholders Agreement, and other related documents (collectively referred to as the "Definitive Agreements") for the acquisition of 100% equity interest in Dextara Digital Private Limited ("Dextara"), a private limited company incorporated in Hyderabad, Telangana, India. This acquisition also includes the indirect acquisition of its wholly owned subsidiaries Dextara Digital (UK) Private Limited and Dextara Digital (USA) Inc. through the purchase of shares from existing shareholders in one or more tranches over a period of two years, in accordance with the terms of the Definitive Agreements.

Details of the purchase consideration, the net assets acquired and goodwill are as follows:

(INR in Crores)

Particulars	Amount
Cash paid	109.85
Fair value of fixed and Contingent Consideration	40.07
Purchase consideration	**149.92**

The assets and liabilities recognised as a result of the acquisition are as follows:

(INR in Crores)

Particulars	Amount
Property, plant and equipment	2.37
Other intangible assets	0.02
Deferred tax assets (Net)	2.28
Advance tax payment (net of provision)	0.93
Trade receivables	7.46
Cash and Bank balances	2.89
Other financial assets	1.98
Other current assets	0.33
Borrowings	(1.09)
Provisions	(0.39)
Trade Payables	(1.35)
Other current liabilities	(3.14)
Net identifiable assets acquired	**12.30**

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

Calculation of goodwill (INR in Crores)

Particulars	Amount
Consideration transferred	149.92
Net identifiable assets acquired	(12.30)
Goodwill	**137.62**

(v) Additional stake acquisition of Datamatics Cloud Solutions Private Limited

During the year, the Company acquired the remaining 23% equity stake in Datamatics Cloud Solutions Private Limited, resulting in it becoming a wholly owned subsidiary of the Company w.e.f. from May 20, 2024. Since control was already established prior to the acquisition, this transaction has been accounted for as an equity transaction in accordance with applicable accounting standards. Accordingly, the difference between the consideration paid and the carrying value of the non-controlling interest has been adjusted against equity.

Note 44: Earnings per Share

	Particulars	March 31, 2026	March 31, 2025
(a)	Net Profit after taxation attributable to equity shareholders (INR in Crores)	194.21	205.02
(b)	Weighted average number of outstanding equity shares considered for Basic/Diluted EPS	5,91,06,389	5,90,58,323
(c)	Net Profit / (Loss) after taxation attributable to equity shareholders (Rs. in Crores)	194.21	205.02
	(Nominal value per share Rs. 5 each)		
(d)	Earnings per share		
	Basic earning per share (in Rs.) (a/b)	32.86	34.71
	Diluted earning per share (in Rs.) (d/b)	32.86	34.71

Note 45: Related party transactions

A As required under Ind AS 24 – "Related Party Disclosures", following are details of transactions during the year with the related parties of the Company as defined in Ind AS- 24.

The Company and its subsidiaries has entered into transactions in ordinary course of business with related parties at arms length as per details given below:

Transactions and balances with its own subsidiaries are eliminated on consolidation.

(i) (A) Key Managerial Personnel

Dr. Lalit S. Kanodia, Chairman

Mr. Rahul L. Kanodia, Vice Chairman & CEO

Mr. Sameer L. Kanodia, Director

Ms. Divya Kumat, Company Secretary

Mr. Sandeep Mantri, Chief Financial Officer (upto 09th August, 2024)

Mr. Ankush Akar, Chief Financial Officer (w.e.f. 05th November, 2024)

(B) Relatives of Key Managerial Personnel and Enterprise owned by Key Managerial Personnel

Mrs. Aneesha Dalmia

Mrs. Priyadarshini Kanodia

Mrs. Anju S. Kanodia

Mr. Vikramaditya R. Kanodia

Mr. Anantveer R. Kanodia

(ii) Details of transactions with the related parties stated in (i) above : (INR in Crores)

Sr. No.	Particulars	(i) A		(i) B	
		2025-26	2024-25	2025-26	2024-25
[A]	**Transactions during the year**				
i	**Reimbursements/ Expenses incurred by related parties**	**-**	**-**	**0.35**	**0.38**
	Mrs. Aneesha Dalmia	-	-	0.35	0.38
ii	**Managerial remuneration***	**10.27**	**9.24**	**-**	**-**
	Dr. Lalit S. Kanodia	2.18	2.21	-	-
	Mr. Rahul L. Kanodia	5.43	4.74	-	-
	Mr. Sameer L. Kanodia	2.66	2.29	-	-

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

iii	**Salaries and allowances***	**2.87**	**3.05**	**4.34**	**3.80**
	Mrs. Priyadarshini R. Kanodia	-	-	1.14	1.14
	Mrs. Anju S. Kanodia **	-	-	2.34	2.36
	Mr. Vikramaditya Kanodia	-	-	0.50	-
	Mr. Anantveer Kanodia	-	-	0.36	0.30
	Ms. Divya Kumat	1.50	1.63	-	-
	Mr. Ankush Akar	1.37	0.54	-	-
	Mr. Sandeep Mantri	-	0.89	-	-
iv	**Commission**	**6.88**	**5.29**	**-**	**-**
	Dr. Lalit S. Kanodia	2.16	1.44	-	-
	Mr. Rahul L. Kanodia	2.70	1.80	-	-
	Mr. Sameer L. Kanodia**	2.02	2.05	-	-

(INR in Crores)

Sr. No.	Particulars	(i) A		(i) B	
		31-03-2026	31-03-2025	31-03-2026	31-03-2025
[B]	**Balance as on March 31**				
i	**Payables**	**4.86**	**4.50**	**-**	**0.23**
	Dr. Lalit S. Kanodia	2.16	1.44	-	-
	Mr. Rahul L. Kanodia	2.70	3.06	-	-
	Mrs. Aneesha Dalmia	-	-	-	0.23

* Above figures does not include gratuity, leave encashment, Mediclaim and term life insurance as separate actuarial valuation / premium figures are not available and also the above figure does not include company's contribution to provident fund.

** Includes Commission paid during the year is considered on the basis of actual pay-out.

*** Dividend paid to related parties has not been disclosed as a related party transaction, as such dividend was paid in their capacity as shareholders and on terms identical to those applicable to all equity shareholders of the Holding Company.

Note 46: Leases

Operating leases

The Group's significant leasing arrangements are mainly in respect of residential and office premises. The aggregate lease rentals payable on these leasing arrangements are charged as rent under "Other expenses" in Note 37. These leasing arrangements are for a period not exceeding five years and are in most cases renewable by mutual consent, on mutually agreeable terms.

Rental expense relating to operating leases (INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Total rental expense relating to operating leases	16.73	21.40

The group has applied the practical expedient in for accounting of short-term leases, i.e., it has recognised lease payments as expense as per Para 6 of Ind AS 116 instead of recognising the lease transaction as right of use asset with corresponding lease liability as required under Para 22 of Ind AS 116.

47: Auditor's Remuneration

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
For services as auditors, including quarterly limited review	1.32	1.20
For other services	0.16	0.07
Total	**1.47**	**1.27**

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

Note 48: Contingent Liability and Commitments

Provision is made in the financial statements if it becomes probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

(INR in Crores)

	Contingent Liabilities to the extent not provided for:	March 31, 2026	March 31, 2025
(a)	**Claims against the Group not acknowledged as debt:**		
(i)	Income Tax matters	11.03	8.58
(ii)	Goods and Services Tax Act, 2017	0.63	0.63
(b)	**Details of guarantees outstanding as at:**		
(i)	Guarantees given by banks	53.98	59.72
(c)	**Capital and other commitments:**		
(i)	Estimated amount of contracts on capital account remaining to be executed and not provided for (net of advances)	13.62	-

Note 49: Forward contracts in foreign currencies

The Group in accordance with its risk management policies and procedures, enters into foreign currency forward contracts to manage its exposure in foreign exchange rates. The counter party is generally a bank. The foreign exchange forward contracts mature within a period of one month and two years.

The Group uses forward exchange contracts to hedge its exposure in foreign currency on highly probable forecast transactions. The information on derivative instruments is given below. The table below analyzes the derivative financial instruments into relevant maturity groupings based on the remaining period as of the balance sheet date:

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Not later than one month	19.97	14.97
Later than one month and not later than three months	39.58	30.02
Later than three months and not later than one year	102.27	89.87
Later than one year	25.06	28.79
Total	**186.88**	**163.65**

The following are outstanding foreign exchange forward contracts, which have been designated as Cash Flow Hedges, as at:

(INR in Crores)

	March 31, 2026			March 31, 2025		
Foreign Currency	**No. of Contracts**	**Notional amount of Currency Forward contract (Amount in Crores)**	**Fair Value gain / (loss)**	**No. of Contracts**	**Notional amount of Currency Forward contract (Amount in Crores)**	**Fair Value gain / (loss)**
U.S. Dollar	208	1.90	(12.90)	152	1.64	(0.37)
Sterling Pound	21	0.14	(0.68)	35	0.20	(0.07)
Total			**(13.58)**			**(0.44)**

Net gain /(loss) on derivative instruments of Rs. (-) 13.58 Crores (loss in Rs. (-) 0.44 Crores March 2025) recognised in Hedging Reserve as of March 31, 2026, is expected to be reclassified to the Statement of Profit and Loss by August 30, 2027.

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

Note 50: Revenue from contract with major customers

No single customer represents 10% or more of the Group's total revenue during the year ended March 31, 2026 and March 31, 2025.

While disclosing the aggregate amount of transaction price yet to be recognised as revenue towards unsatisfied (or partially satisfied) performance obligations, along with the broad time band for the expected time to recognise those revenues, the Group has applied the practical expedient in Ind AS 115. Accordingly, the Group has not disclosed the aggregate transaction price allocated to unsatisfied (or partially satisfied) performance obligations which pertain to contracts where revenue recognise corresponds to the value transferred to customer typically involving time and material, outcome based and event based contracts. Unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as terminations, changes in scope of contracts, periodic revalidations of estimates, economic factors (changes in currency rates, tax laws etc).

Changes in contract assets of major customers are as follows: (INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Balance at beginning of the year	130.63	87.55
Revenue recognised during the year	575.68	404.56
Invoices raised during the year	578.53	361.47
Balance at the end of the year	127.78	130.63

Note 51: Employee benefits

The disclosure as required by Ind AS 19 on "Employee Benefits" are given below:

The present value of gratuity obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation of leave benefits (unfunded) is also recognised using the projected unit credit method.

(INR in Crores)

	Particulars	March 31, 2026	March 31, 2025
I.	**Defined Contribution Plan**		
	Charge to the Statement of Profit and Loss based on contributions:		
	Employers contribution to provident fund	37.44	33.23
	Employers contribution to other foreign defined contribution plans	20.33	19.44
	Included in contribution to provident fund and other funds (Refer Note No.34)	57.77	52.66

II. Defined Benefit Plan- Gratuity

i) Movement in Present Value of Obligation

(INR in Crores)

	Gratuity	
Particulars	**March 31, 2026**	**March 31, 2025**
Present Value of Obligation as at the beginning	68.51	55.43
Current service cost	9.69	6.51
Interest expense or cost	5.05	2.62
Re-measurement (or Actuarial) (gain) / loss arising from:		
- change in demographic assumptions	1.02	-
- change in financial assumptions	6.77	6.48
- experience variance (i.e. actual experience vs assumptions)	5.54	3.60
Past Service Cost	20.16	-
Benefits Paid	(3.24)	(6.12)
Transfer In / (Out)	-	-
Present Value of Obligation as at the end	103.73	68.51
Fair Value of Plan Assets as at the end	0.02	0.01
Net Present Value of Obligation as at the end	103.71	68.50
Present Value of Obligation as at the end - Current	15.66	13.65
Present Value of Obligation as at the end - Non - Current	88.06	54.85

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

ii) Fair Value of Plan Assets (INR in Crores)

Particulars	Gratuity March 31, 2026	Gratuity March 31, 2025
Fair Value of Plan Assets as at the beginning	0.01	0.10
Investment Income	0.00	0.01
Employer's Contribution	-	0.23
Employee's Contribution	-	-
Benefits Paid	-	(0.32)
Return on plan assets , excluding amount recognised in net interest expense	0.01	(0.01)
Transfer In / (Out)	-	-
Fair Value of Plan Assets as at the end	0.02	0.01

iii) Expenses recognised in the income statement and other comprehensive income (INR in Crores)

Particulars	Gratuity March 31, 2026	Gratuity March 31, 2025
Current service cost	9.69	6.51
Past service cost	20.16	-
Net interest cost on the net defined benefit liability	5.05	2.62
Expenses recognised in Profit & Loss Account	34.90	9.12
Other Comprehensive Income -		
Actuarial (gains) / losses		
- change in demographic assumptions	1.25	-
- Change in financial assumptions	3.04	6.48
- Experience variance	3.23	3.60
Return on plan assets, excluding amount recognised in net interest expense	(0.01)	0.01
Expenses recognised in OCI	7.52	10.08

iv) Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below

Particulars	Gratuity March 31, 2026	Gratuity March 31, 2025
Discount Rate (per annum)	6.77%- 7.30%	6.50%- 7.0%
Salary growth rate (per annum)	6%- 7.00%	4%- 5.5%
Normal retirement age	58 year & 60 Year	58 year & 60 Year
Mortality Rate	100% of IALM 12-14	100% of IALM 12-14
Attrition / Withdrawal rates, based on Completed Years of Service: (per annum)		
Less than 5 years years	15%- 35%	35.00%
Equal and above 5 years years	2%-15%	2.0%

v) Sensitivity Analysis (INR in Crores)

Particulars	Gratuity March 31, 2026 Decrease	Gratuity March 31, 2026 Increase
Discount rate (- / + 1%)	87.56	69.42
(% change compared to base due to sensitivity)	(15.6%)	(33.1%)
Salary growth rate (- / + 1%)	69.48	87.29
(% change compared to base due to sensitivity)	(33.0%)	(15.9%)
Attrition rate (- / + 50%)	78.83	76.56
(% change compared to base due to sensitivity)	(24.0%)	(26.2%)
Mortality rate (- / + 10%)	103.72	103.74
(% change compared to base due to sensitivity)	0.0%	0.0%

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Sensitivity Analysis (INR in Crores)

Particulars	Gratuity March 31, 2025 Decrease	Increase
Discount rate (- / + 1%)	74.00	63.82
(% change compared to base due to sensitivity)	8.0%	(6.8%)
Salary growth rate (- / + 1%)	63.71	74.03
(% change compared to base due to sensitivity)	(7.0%)	8.1%
Attrition rate (- / + 50%)	69.51	67.44
(% change compared to base due to sensitivity)	1.5%	(1.6%)
Mortality rate (- / + 10%)	68.45	68.51
(% change compared to base due to sensitivity)	(0.1%)	0.0%

vi) Maturity profile of Defined Benefit obligation (INR in Crores)

Expected Cash flow over the next (valued on undiscounted basis)	Gratuity March 31, 2026	March 31, 2025
1 Year	15.66	13.60
2 to 5 years	35.19	28.41
6 to 10 years	36.73	18.57
More than 10 years	154.93	78.85

III. Leave Encashment

The Group has a policy on compensated absences which is accumulating in nature, wherever applicable. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date. This is done using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Expenses relating to the same are recognised in the statement of profit and loss. The Group expensed Rs. 8.20 Crores (Previous year Rs. 7.15 Crores) for the years ended March 31, 2026, towards Employees' Leave Encashment.

IV. On November 21, 2025, the Government of India notified four Labour Codes, replacing the existing 29 labour laws. The Group has assessed the financial implications of these changes considering the restructuring being undertaken in alignment with the provisions of the Labour Codes which has resulted in increase in gratuity and leave encashment liability by Rs. 20.16 Crores and Rs. 3.86 Crores respectively, for year ended March 31, 2026. As the impact arising out of an enactment of the new legislation and non-recurring nature, the Company has presented this incremental amount as "Impact of Labour Codes" under "Exceptional Item". The Group continues to monitor the finalisation of Central/State Rules, clarification from the Government on other aspects of the Labour Code & other developments pertaining to Labour Codes and will evaluate impact and would provide appropriate accounting effect.

V. LDL PHANTOM STOCK APPRECIATION PLAN 2021

(A) The Subsidiary Company has granted "Phantom Stock Units" under "LDL Phantom Stock Appreciation Plan 2021". Subsequently during the financial year ended March 31, 2023, the Subsidiary Company executed an further agreement to the plan to include additional eligible employees. Additional phantom SARs were granted under this addendum, with base values determined based on the fair value of the Subsidiary Company's shares.

All other terms, including vesting period, settlement method, and forfeiture conditions, remained consistent with the original Plan.The plan shall extend to certain employees as identified by the Board/ Nomination and Remuneration Committee, being the permanent employees of the Subsidiary Company including its Subsidiaries and its directors subject to certain vesting conditions. Phantom units shall vest at the end of 3 years from the date of grant and based upon satisfaction of the performance criteria. The continuation of employee in the services of the Company shall be the primary requirement of the vesting. Details of the outstanding units as at March 31, 2025 of Lumina Datamatics Limited are given below:

Particulars	2021-22	2022-23	2023-24	2024-25
	Phantom stock options plan			
Total no. of units/shares	62,500	126,000	205,826	47,140
Method of accounting	Fair Value as defined below*	Fair Value as defined below*	Fair Value as defined below*	Fair Value as defined below*
Exercise period	3 years from the date of grant	3 years from the date of grant	3 years from the date of grant	3 years from the date of grant
Grant date	01-04-2021	01-04-2022	01-04-2022	01-04-2022
Fair Value per unit	Rs. 246 per unit	Rs. 246 per unit	Rs. 248 per unit	Rs. 264 per unit
Method of settlement	Cash	Cash	Cash	Cash

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In accordance with above, during the current year, an amount of Rs. 1.09 Crores pertaining to this Phantom Plan has been settled.

* Fair Market Value per Unit as defined in the plan is as follows:

The FMV will be calculated based on a multiplier of 1.00 of Revenue and 7.4 multiple of EBITDA in equal weightage of 3 years average Revenue and EBITDA divided by total number of equity shares on fully diluted basis as per latest available 31st March 2025 audited balance sheet.

(B) The Subsidiary Company has granted "Phantom Stock Units" under "LDL Phantom Stock Appreciation Plan 2025" The plan shall extend to certain employees as identified by the Board/ Nomination and Remuneration Committee, being the permanent employees of the Subsidiary Company including its Subsidiaries except TNQ Tech Private Limited and its directors subject to certain vesting conditions. Phantom units shall vest at the end of 3 years from the date of grant and based upon satisfaction of the performance criteria. The continuation of employee in the services of the Subsidiary Company shall be the primary requirement of the vesting. Details of the outstanding units as at March 31, 2026 of Lumina Datamatics Limited are given below:

Particulars	2025-26	2026-27	2027-28
	Phantom stock options plan		
Total no. of units/shares	42,900	102,000	145,000
Method of accounting	Fair Value as defined below*	Fair Value as defined below*	Fair Value as defined below*
Exercise period	3 years from the date of grant	3 years from the date of grant	3 years from the date of grant
Grant date	01-04-2025	01-04-2025	01-04-2025
Fair Value per unit	Rs. 353 per unit	Rs. 353 per unit	Rs. 353 per unit
Method of settlement	Cash	Cash	Cash

In accordance with above, the amount of provision outstanding at the year end is Rs. 1.55 Crores. The outstanding provision is expected to be settled over the remaining vesting period of the plan, extending up to the next three financial years.

* Fair Market Value per Unit as defined in the plan is as follows:

The FMV will be calculated based on a multiplier of 1.00 of Revenue and 7.4 multiple of EBITDA in equal weightage of 3 years average Revenue and EBITDA divided by total number of equity shares on fully diluted basis as per latest available March 31, 2026 audited balance sheet.

(C) **TNQ Phantom Stock Appreciation Plan 2025**

The Subsidiary Company has granted "Phantom Stock Units" under "TNQ Phantom Stock Appreciation Plan 2025". The plan shall extend to certain employees as identified by the Board/ Nomination and Remuneration Committee, being the permanent employees of the Subsidiary Company subject to certain vesting conditions. Phantom units shall vest at the end of 3 years from the date of grant and based upon satisfaction of the performance criteria. The continuation of employee in the services of the Subsidiary Company shall be the primary requirement of the vesting. Details of the outstanding units as at March 31, 2026 of TNQ Tech Private Limited are given below:

Particulars	2025-26	2026-27	2027-28
	Phantom Stock Appreciation Plan		
Total no. of units / shares	824	1,575	2,025
Method of accounting	Fair value as defined below*	Fair value as defined below*	Fair value as defined below*
Exercise period	3 years from the date of grant	3 years from the date of grant	3 years from the date of grant
Grant Date	01-04-2025	01-04-2025	01-04-2025
Fair Value per unit	Rs. 6,433 per unit	Rs. 6,433 per unit	Rs. 6,433 per unit
Method of settlement	Cash	Cash	Cash

In accordance with above, the amount of provision outstanding at the year end is Rs. 0.53 Crore (Previous year Rs. Nil).

* Fair Market Value per Unit as defined in the plan is as follows:

The FMV will be calculated based on a multiplier of 1.00 of Revenue and 7.4 multiple of EBIDTA in equal weightage of 3 years average Revenue and EBITDA divided by total number of equity shares on fully diluted basis as per latest available audited balance sheet.

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VI. Performance Based Employee Stock Option Plan ('PSOP') 2022

The Holding Company has granted Stock Options under Performance Based Employee Stock Option Plan 2022 ("PSOP 2022"). The plan shall extend to present and future eligible employees of the Holding Company or its Subsidiary/ies or its Group Company(ies) working exclusively for such company whether within or outside India and/or such other persons, as may be permitted from time to time, under Applicable Laws, rules and regulations and/or amendments thereto as eligible to participate in this PSOP 2022 who meet the eligibility criteria set out in the Grantee's Option Agreement in accordance with this PSOP 2022 as determined by the Compensation Committee from time to time. Stock Options shall vest based upon satisfaction of the performance criteria and the continuation of employee in the services of the Holding Company shall be the primary requirement of the vesting.

Grant date	30-04-2022	10-08-2023	20-11-2024
Number of options Granted to Employees under PSOP	8,15,879	50,000	40,500
Exercise Price	Rs. 5 per share	Rs. 5 per share	Rs. 5 per share
Vesting Period	3 years/36 Months	3 years/36 Months	3 years/36 Months
Time to Maturity (days)	2 years one month	2 years one month	2 years one month
Method of settlement	Cash & Equity	Cash & Equity	Cash & Equity

Particulars	First Lot	Second Lot	Third Lot
Number of options Granted to Employees under PSOP	8,15,879	50,000	65,612
Less: Number of options Granted to Employees who left as on 31.03.2025	(1,45,653)	(50,000)	-
Number of options Granted to Employees under PSOP as on 31.03.2025	6,70,226	-	65,612
Less: Options exercised and lapsed till date	(6,70,226)	-	(65,612)
Number of options Granted to Employees under PSOP as on 31.03.2026	Nil	Nil	Nil

The Performance Based Employee Stock Option Plan ('PSOP') –Granted by Datamatics Global Services Limited to its Eligible Employees has been determined by using the Black-Scholes-Merton Formula.

The fair value has been estimated on the date of grant using the following assumptions:

Particulars	First Lot	Second Lot	Third Lot
Current Stock Price (Closing price of the share as on the date of Grant)	304.70	504.70	531.55
Risk Free Rate of Return (India 3-Year Bond Yield)	6.99%	7.17%	6.43%
Dividend Yield	1.24	0.82	0.78
Expected Volatility of the underlying shares	54.70	54.10	43.02
Fair Value Measurement per share using Black-Scholes-Merton Formula	Rs. 292.61 per share	Rs. 490.91 per share	Rs. 527.37 per share

The inputs to the model include the share price at date of grant, exercise price, expected volatility, expected dividends, expected term and the risk-free rate of interest. Expected volatility during the expected term of the options is based on historical volatility of the observed market prices of the Company's publicly traded equity shares during a period equivalent to the expected term of the options.

None of the grantees achieved the prescribed performance criteria during the year and hence, none of the PSOPs vested. Consequently, the scheme was closed, and the provision created in respect of the PSOPs was reversed.

The break up of employees stock compensation expenses is as follow: (INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Key Managerial Personnel (KMP)	(0.27)	0.06
Employees other than KMP	(5.33)	3.13
Total	(5.59)	3.19

In accordance with above, the amount of provision made as at March 31, 2026 is Rs. Nil Crore (Previous year Rs. 3.19 Crores).

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Note 52: Additional information, as required to Consolidated Financial Statements to Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary / Associates / Joint Ventures for the year ended March 31, 2026

Particulars	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other comprehensive income (OCI)		Share in Total comprehensive income (TCI)	
	As % of consolidated net assets	INR in Crores	As % of consolidated profit or loss	INR in Crores	As % of consolidated OCI	INR in Crores	As % of consolidated TCI	INR in Crores
Datamatics Global Services Limited	46%	899.01	36%	89.43	(55%)	(9.64)	30%	79.79
Subsidiaries								
Indian								
Lumina Datamatics Limited	24%	459.96	(1%)	(1.50)	(28%)	(4.95)	(2%)	(6.45)
TNQ Tech Private Limited	9%	175.01	35%	84.91	1%	0.19	32%	85.11
Datamatics Robotics Software Limited	0%	9.67	4%	9.40	(1%)	(0.15)	4%	9.25
Luminad.AI Limited (Formerly known as LDR eRetail Limited)	0%	4.11	0%	0.61	0%	-	0%	0.61
Datamatics Professional Services Limited (Formerly known as Datamatics Staffing Services Limited)	0%	5.23	0%	0.77	0%	0.04	0%	0.80
Datamatics Cloud Solutions Private Ltd	0%	0.00	0%	(0.00)	0%	-	0%	(0.00)
Dextara Digital Private Limited	1%	23.29	1%	3.59	(3%)	(0.48)	1%	3.10
Datamatics Foundation	0%	(0.00)	0%	(0.00)	0%	-	0%	(0.00)
Datamatics Information Solutions Limited	0%	8.95	1%	2.32	0%	(0.07)	1%	2.25
Foreign								
Datamatics Global Services Inc.	9%	167.46	6%	13.98	91%	16.03	11%	30.01
Datamatics Robotics Software Inc.	(3%)	(54.54)	(1%)	(3.15)	(30%)	(5.27)	(3%)	(8.41)
Datamatics Global Services BV	0%	-	0%	0.02	0%	(0.05)	0%	(0.03)
Datamatics Infotech Limited	2%	37.93	0%	0.69	32%	5.63	2%	6.32
Datamatics Global Services Pty. Limited	0%	5.69	0%	0.42	5%	0.95	1%	1.37
Datamatics Global Technologies Limited	0%	-	0%	-	0%	-	0%	-
Datamatics Global Technologies AG	0%	1.33	0%	0.24	1%	0.21	0%	0.45
Datamatics Global Services Corp.	4%	72.18	9%	21.91	15%	2.73	9%	24.64
Datamatics Global Services FZ LLC	1%	21.12	0%	0.59	12%	2.05	1%	2.64
Dextara Digital (USA) Inc	0%	(6.21)	0%	0.09	(3%)	(0.61)	0%	(0.53)
Datamatics Global Services LLC FZ (UAE)	0%	1.56	0%	1.20	1%	0.11	0%	1.32
Datamatics Technologies FZ-LLC (UAE)	0%	-	0%	(0.08)	0%	(0.09)	0%	(0.17)
Lumina Datamatics Inc.	5%	102.15	8%	18.74	54%	9.43	11%	28.16
Lumina Datamatics GmbH	0%	3.58	0%	0.26	3%	0.53	0%	0.79
Lumina Datamatics UK	0%	5.68	0%	0.10	4%	0.66	0%	0.76

Notes Forming part of the Consolidated Financial Statements (Contd.)
as at March 31, 2026

Sunrise Setting UK	0%	1.90	0%	0.63	1%	0.18	0%	0.81
Lumina Datamatics Corporation	0%	1.72	0%	0.00	1%	0.11	0%	0.11
Diacritech Inc	0%	0.92	0%	0.36	0%	0.08	0%	0.44
Total	**100%**	**1,947.70**	**100%**	**245.53**	**100%**	**17.61**	**100%**	**263.14**
Adjustments arising out of consolidation		**(403.77)**		**(50.57)**		**2.54**		**(48.03)**
Non Controlling Interest								
Indian Subsidiaries								
Datamatics Robotics Software Limited		(2.64)		(0.94)		0.01		(0.92)
Foreign Subsidiaries								
Sunrise Setting UK		0.29		(0.13)		-		(0.13)
Datamatics Robotics Software Inc.		(5.62)		0.31		0.53		0.84
Total		**(411.76)**		**(51.33)**		**3.08**		**(48.24)**
Consolidated Net Assets / Profit after tax / OCI / TCI		**1,535.95**		**194.21**		**20.69**		**214.90**

Note 52: Additional information, as required to Consolidated Financial Statements to Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary / Associates / Joint Ventures for the year ended March 31, 2025

Particulars	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other comprehensive income (OCI)		Share in Total comprehensive income (TCI)	
	As % of consolidated net assets	INR in Crores	As % of consolidated profit or loss	INR in Crores	As % of consolidated OCI	INR in Crores	As % of consolidated TCI	INR in Crores
Datamatics Global Services Limited	50%	854.27	25%	55.35	269%	(4.69)	23%	50.67
Subsidiaries								
Indian								
Lumina Datamatics Limited	28%	482.58	39%	87.96	78%	(1.36)	39%	86.60
TNQ Tech Private Limited	5%	89.90	8%	17.08	24%	(0.41)	8%	16.67
Datamatics Robotics Software Limited	(2%)	(35.73)	4%	8.13	5%	(0.08)	4%	8.05
LDR eRetail Limited	0%	3.49	1%	1.50	0%	-	1%	1.50
Datamatics Professional Services Limited (Formerly known as Datamatics Staffing Services Limited)	0%	4.43	0%	0.27	5%	(0.09)	0%	0.18
Datamatics Cloud Solutions Private Ltd	0%	0.01	0%	(0.00)	0%	0.00	0%	(0.00)
Dextara Digital Private Limited	1%	20.19	2%	3.71	2%	(0.04)	2%	3.67
Datamatics Foundation	0%	0.00	0%	0.00	0%	-	0%	0.00
Datamatics Information Solutions Limited	0%	6.70	0%	0.12	0%	-	0%	0.12
Foreign								

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Datamatics Global Services Inc.	8%	137.45	4%	9.80	(181%)	3.15	6%	12.95
Datamatics Robotics Software Inc.	(3%)	(46.13)	(2%)	(4.56)	60%	(1.04)	(3%)	(5.60)
Datamatics Global Services BV	0%	0.03	0%	(0.37)	0%	0.00	0%	(0.37)
Datamatics Infotech Limited	3%	49.97	1%	1.72	(120%)	2.10	2%	3.82
Datamatics Global Services Pty. Limited	0%	4.32	0%	0.41	3%	(0.05)	0%	0.36
Datamatics Global Technologies Limited	0%	-	0%	(0.14)	0%	0.00	0%	(0.14)
Datamatics Global Technologies AG	0%	0.87	0%	0.28	(2%)	0.03	0%	0.31
Datamatics Global Services Corp.	3%	47.48	5%	10.08	(26%)	0.46	5%	10.54
Datamatics Global Services FZ LLC	1%	18.48	5%	10.23	(31%)	0.54	5%	10.77
Dextara Digital (USA) Inc	0%	(5.68)	(1%)	(1.38)	1%	(0.02)	(1%)	(1.40)
Datamatics Global Services LLC FZ (UAE)	0%	0.24	0%	0.12	0%	0.00	0%	0.13
Datamatics Technologies FZ-LLC (UAE)	0%	0.17	0%	0.04	0%	0.00	0%	0.05
Lumina Datamatics Inc.	4%	73.98	10%	22.10	14%	(0.24)	10%	21.86
Lumina Datamatics GmbH	0%	2.79	0%	0.30	0%	(0.00)	0%	0.30
Lumina Datamatics UK	0%	4.92	0%	0.12	0%	(0.00)	0%	0.12
Sunrise Setting UK	0%	0.96	0%	0.50	1%	(0.01)	0%	0.48
Lumina Datamatics Corporation	0%	1.60	0%	0.47	0%	(0.00)	0%	0.47
Diacritech Inc	0%	0.48	0%	0.09	0%	(0.00)	0%	0.09
Total	**100%**	**1,717.81**	**100%**	**223.94**	**100%**	**(1.74)**	**100%**	**222.20**
Adjustments arising out of consolidation		**(353.22)**		**(18.44)**		**(36.89)**		**(55.33)**
Non Controlling Interest								
Indian Subsidiaries								
Datamatics Cloud Solutions Private Ltd		-		(0.00)		-		(0.00)
Datamatics Robotics Software Limited		(3.57)		(0.81)		0.01		(0.81)
Foreign Subsidiaries								
Sunrise Setting UK		0.16		(0.13)		-		(0.13)
Datamatics Robotics Software Inc.		(4.77)		0.46		0.10		0.56
Total		**(361.39)**		**(18.92)**		**(36.78)**		**(55.70)**
Consolidated Net Assets / Profit after tax / OCI / TCI		**1,356.41**		**205.02**		**(38.52)**		**166.50**

Note 53: Impairment

As per Companies (Accounting Standards) Rules, 2013 issued by the Central Government, in consultation with National Advisory Committee on Accounting Standards ('NACAS') and the relevant provisions of the Companies Act, 2013, to the extent applicable, the carrying value of the asset has been reviewed for impairment of assets.

Notes Forming part of the Consolidated Financial Statements (Contd.)

as at March 31, 2026

Note 54:

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Note 55:

The Group has not traded or invested in crypto currency or virtual currency during the current or previous year.

Note 56:

The Group has not revalued its property, plant and equipment (including right to use assets) or intangible assets or both during the current or previous year.

Note 57:

The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

Note 58: Benami Property

No proceeding has been initiated or pending against the group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

Note 59: Relationship with struck off Companies

The group has no transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

Note 60: Borrowings from Banks

The group has borrowings from banks on the basis of security of current assets and quarterly returns or statements of current assets filed by the Company with banks are in agreement with the books of account.

As per our attached report of even date
For **M L BHUWANIA AND CO LLP**
Chartered Accountants
Firm Registration No. 101484W/W100197

Ashishkumar Bairagra
Partner
Membership No. 109931

Place : Mumbai
Dated : May 21, 2026

For and on Behalf of the Board

Dr. Lalit S. Kanodia
Chairman
DIN 00008050

Rahul L. Kanodia
Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Independent Auditor's Report on the Audit of the Standalone Financial Statements

To,

The Members of **DATAMATICS GLOBAL SERVICES LIMITED**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **DATAMATICS GLOBAL SERVICES LIMITED** ("the Company"), which comprise of the Standalone Balance Sheet as at March 31, 2026, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year ended on that date, and notes to the standalone financial statements including a summary of the material accounting policies and other explanatory information ("the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, the profit, other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
A. Revenue recognition in respect of fixed price contract	
The Company inter alia engages in fixed price contracts, wherein revenue is recognized using the percentage completion method based on the Company's estimate of contract cost. We identified revenue recognition of fixed price contracts as a Key Audit Matter since: • accuracy and existence of revenues and onerous obligations, in respect of fixed price contracts, involve critical estimates. • These estimates have high inherent uncertainty as they require determination of the progress of the contract, costs incurred till date and future costs required to complete the remaining contract and performance obligations. • estimate of costs is a critical estimate to determine the revenues and liability for a contract and these contracts may involve onerous obligations which require critical assessment of future costs. • At the year-end, significant amount of unbilled revenue is recognized on the balance sheet date.	Our audit procedures included discussion with the management to obtain an understanding of the systems, processes and controls implemented by the Company for recording and computing the costs, revenue and other estimates associated with such contracts. Our audit approach was a combination of test of internal controls and substantive procedures which included the following: • We evaluated the design of internal controls relating to recording of costs incurred and estimate of costs required to complete the performance obligations. • We tested the access and application controls pertaining to time recording, allocation and budgeting systems which prevent unauthorised changes to recording of costs incurred. • We selected a sample of contracts and tested the operating effectiveness of the internal controls relating to costs incurred and estimate of costs, through the inspection of performance of these controls. • We selected a sample of contracts and performed a retrospective review of costs incurred with estimate of costs to identify significant variations and verify whether those variations have been considered in estimating the future costs required to complete the contract.

	• We reviewed a sample of contracts with unbilled revenue to identify possible delays in achieving milestones, which require change in estimated costs to complete the remaining performance obligations. • We performed analytical procedures and test of details for reasonableness of incurred and estimated costs.
Key Audit Matter	**Auditor's Response**
B. Transactions with Related Parties	
The company has material related party transactions during the year. Related party transactions impose limitations on the auditor's ability to obtain audit evidence that all other aspects of related party transactions (other than price) are equivalent to those of a similar arm's length transaction. Further, the nature and complexity of such transactions and the involvement of management with respect to the roles and responsibilities of the entities involved in the transactions, makes it subjective. We identified transactions with related parties as key audit matters.	Our audit procedures on transactions with related parties included the following: • We obtained a comfort letter issued by an independent professional who is in charge of Transfer Pricing matters of the Company which states that the transactions are conducted at arm's length price. • We also reviewed the income tax assessments of earlier years to corroborate whether the methodology adopted by the Company has been accepted by the income tax authorities in previous years. • We also compared the pricing model and other terms of the current agreements with agreements of the previous years.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Annual Report, but does not include the standalone financial statements and our Auditors' Report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report on this regard.

Management's Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Accounting Standards specified under Section 133 of the Act ("Ind AS"). 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, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial 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 system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

Attention is invited to Note No. 5 of the Standalone Financial Statements for the year ended March 31, 2026 which states that the Company has investments in Preference Shares amounting to Rs 11.51 crore and investment in perpetual debentures amounting to Rs 36.14 crore in its step-down subsidiary as on March 31, 2026. The said subsidiary has a negative net worth of Rs. 26.47 crore as on March 31, 2026. As per the Management, the said step-down subsidiary is engaged in RPA business & is at growth stage and has started generating profit and keeping in mind the business prospect, Management is confident of turning around this step-down subsidiary in the near future and hence, no provision for investments has been considered necessary by the Management. Our opinion is not modified in respect of the above matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid standalone financial statements have been kept by the Company so far as it appears from our examination of those books.

   c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including (Other Comprehensive Income) the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act read with rule 3 of Companies (Indian Accounting Standards) Rules, 2015.

   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, please refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

      In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.

   h) 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 has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note No. 44 to the standalone financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring amounts, 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 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, 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 have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("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 stated in Note 39(b) and Note 55 to the financial statements

a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

b) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. Based on our examination which included test checks, the company, have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

For M L BHUWANIA AND CO LLP
Chartered Accountants
FRN: 101484W / W100197

Ashishkumar Bairagra
Partner
Membership No. 109931
UDIN: 26109931ZFMCAT5258

Place: Mumbai
Date: 21st May 2026

Annexure A

TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 1 of '**Report on Other Legal and Regulatory Requirements'** section of our report of even date on the standalone financial statements of **DATAMATICS GLOBAL SERVICES LIMITED** for the year ended March 31, 2026.

On the basis of the records produced before us for our verification / perusal, such checks as we considered appropriate, and in terms of information and explanation given to us on our enquiries, we state that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment of the Company are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment has been physically verified by the Management during the year, and no material discrepancies were noticed between the book records and the physical verification.

(c) Based on our examination, we report that the title of all the immovable properties disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company, other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee.

(d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) as amended and rules made thereunder.

(ii) (a) During the year, physical verification of the inventory has been conducted at reasonable intervals and in our opinion the coverage and procedure of such verification is appropriate. No discrepancies were noticed during physical verification.

(b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets during the year and the quarterly returns or statements filed by the company with such banks are in agreement with the books of accounts of the company. There was no sanctioned working capital limit from financial institutions during the year.

(iii) The Company has made investments but 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:

(a) The Company has not provided any loans or advances in the nature of loans or stood guarantee or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.

(b) In our opinion, the investments made, during the year are, prima facie, not prejudicial to the Company's interest. The Company has not granted any loans or advances in the nature of loans and has not provided guarantee or security to any other entity.

(c) There are no loans or advances in the nature of loans outstanding during the year, and hence reporting under clause 3(iii)(c) of the order is not applicable.

(d) There are no amount of loans or advances in the nature of loans, which are overdue for more than ninety days, and hence reporting under clause 3(iii)(d) of the order is not applicable.

(e) There are no loans or advances in the nature of loans granted which have fallen due during the year and have been renewed or extended or fresh loan granted to settle the overdue of the existing loans given to the same party, and hence reporting under clause 3(iii)(e) of the order is not applicable.

(f) The Company has not provided any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year and hence reporting under clause 3(iii)(f) of the order is not applicable.

(iv) The Company has complied with the provisions of Section 186 of the Act in respect of investments made and no loans given, guarantee or security given during the year covered by the provisions of Section 186. Section 185 of the Act is not applicable as there were no loans given, securities and guarantees provided during the year, covered by Section 185 of the Act.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits, and hence reporting under clause 3(v) of the Order is not applicable.

(vi) The Central Government has not prescribed maintenance of cost records for the Company under sub section (1) of Section 148 of the Act, and hence reporting under clause 3(vi) of the Order is not applicable.

(vii) (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, duty of Custom, Cess, and other statutory dues to the appropriate authorities. The Company does not have any liabilities in respect of statutory dues such as Sales Tax, Service Tax, duty of Excise and Value Added Tax, as these were subsumed under GST with effect from July 01, 2017

There were no undisputed amounts payable in respect to the above statutory dues in arrears as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) There were no statutory dues referred to in sub-clause (a) above which have not been deposited on account of any dispute except as mentioned below:

Sr. No.	Name of the Statute	Nature of the dues	Financial Year to which it relates	Forum where the dispute is pending	Rs. in crores
1	Income Tax Act, 1961	Income Tax	2022-23	Dispute Resolution Panel	1.56

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The Company has not been declared a wilful defaulter by any bank or financial institution or other lender.

(c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year, and hence reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, no funds have been raised on short-term basis and hence, reporting under clause 3 (ix) (d) of the order is not applicable.

(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. The Company does not hold any investment in any associate or joint venture during the year ended March 31, 2026.

(f) The Company has not raised any loans during the year on pledge of securities held in its subsidiaries during the year. The Company does not hold any investment in any associate or joint venture during the year ended March 31, 2026.

(x) (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and through term loans during the year, and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally), and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) No fraud by the Company and no fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rule, 2014 with the Central Government, during the year and upto the date of this report.

(c) As per the information provided to us, there are no whistle-blower complaints received by the Company during the year (and up to the date of this report), hence reporting under clause 3 (xi) (c) of the Order is not applicable to the Company

(xii) The Company is not a Nidhi Company, and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) According to the information and explanation given to us, and based on our examination of the records of the Company, transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) In our opinion and according to the information and explanations given to us, and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors, and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) (a) The Company is not required to be registered under Sec 45-IA of the Reserve Bank of India Act, 1934, and hence reporting clause 3(xvi) (a) of the Order is not applicable to the Company.

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities, hence reporting under 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, hence reporting under clause 3(xvi)(c) of the Order is not applicable.

(d) In our opinion and as per the information provided to us, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and hence reporting under clause 3(xvi)(d) of the Order is not applicable.

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

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements and 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 indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of section 135 of the said Act, and hence reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(b) The amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act.

For M L BHUWANIA AND CO LLP
Chartered Accountants
FRN: 101484W / W100197

Ashishkumar Bairagra
Partner
Membership No. 109931
UDIN: 26109931ZFMCAT5258

Place: Mumbai
Date: 21st May 2026

Annexure B

TO THE INDEPENDENT AUDITORS' REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-Section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Referred to in paragraph 2(f) of **'Report on Other Legal and Regulatory Requirements'** section of the Independent Auditor's Report on the standalone financial statements of the Company for the year ended March 31, 2026.

Opinion

We have audited the internal financial controls over financial reporting of **DATAMATICS GLOBAL SERVICES 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.

In our opinion, to the best of our knowledge and according to the information and explanations provided to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management's 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 control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

For M L BHUWANIA AND CO LLP
Chartered Accountants
FRN: 101484W / W100197

Ashishkumar Bairagra
Partner
Membership No. 109931
UDIN: 26109931ZFMCAT5258

Place: Mumbai
Date: 21st May 2026

Standalone Balance Sheet

as at March 31, 2026

(INR in Crores)

Particulars	Notes	March 31, 2026	March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3	58.07	63.85
Capital work-in-progress	3	8.78	-
Goodwill	4	28.70	28.70
Other intangible assets	4	0.59	1.29
Right-to-use assets	4	20.05	0.43
Intangible assets under development	4	0.70	-
Financial assets			
i. Investments	5	532.09	513.13
ii. Other financial assets	6	78.58	72.24
Deferred tax assets (Net)	7	18.26	11.69
Non-current tax assets (Net)	8	12.92	10.72
Other non-current assets	9	7.35	0.77
Total non-current assets		**766.09**	**702.82**
Current assets			
Inventories	10	4.07	-
Financial assets			
i. Investments	11	89.65	68.70
ii. Trade receivables	12	103.95	108.54
iii. Cash and cash equivalents	13	21.65	42.06
iv. Bank balances other than (iii) above	14	11.82	10.09
v. Loans	15	0.03	0.06
vi. Other financial assets	16	101.17	98.85
Current tax assets (Net)	17	3.80	7.74
Other current assets	18	15.95	21.92
Total current assets		**352.09**	**357.96**
Total Assets		**1,118.18**	**1,060.78**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	19(a)	29.55	29.55
Other equity	19(b)	869.46	824.72
Total equity		**899.01**	**854.27**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
i. Lease Liabilities	20	17.63	-
ii. Other financial liabilities	21	0.98	22.18
Provisions	22	60.32	40.78
Total non-current liabilities		**78.93**	**62.96**
Current liabilities			
Financial liabilities			
i. Lease liabilities	23	3.57	0.51
ii. Trade payables	24		
Total outstanding dues of Micro enterprises and small enterprises		1.65	1.23
Total outstanding dues of creditors other than Micro enterprise and small enterprises		80.93	68.12
iii. Other financial liabilities	25	24.32	34.37
Other current liabilities	26	17.54	31.72
Provisions	27	11.11	7.60
Current tax liabilities	28	1.12	-
Total current liabilities		**140.24**	**143.55**
Total liabilities		**219.17**	**206.51**
Total Equity and Liabilities		**1,118.18**	**1,060.78**

The accompanying notes forming an integral part of the standalone financial statements

As per our attached report of even date
For **M L BHUWANIA AND CO LLP**
Chartered Accountants
Firm Registration No. 101484W/W100197

For and on Behalf of the Board

Ashishkumar Bairagra
Partner
Membership No. 109931

Dr. Lalit S. Kanodia
Chairman
DIN 00008050

Rahul L. Kanodia
Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Place : Mumbai
Dated : May 21, 2026

Statement of Profit and Loss

for the year ended March 31, 2026

(INR in Crores)

Particulars	Note	March 31, 2026	March 31, 2025
Revenue from Operations	29	672.14	710.52
Other Income	30	57.79	42.20
Total income		**729.93**	**752.72**
Expenses			
Purchase of IT Products and Licenses	31	2.56	3.34
Employee Benefit Expenses	32	446.39	505.36
Finance Costs	33	1.92	2.94
Depreciation and Amortisation Expenses	34	9.76	8.92
Other Expenses	35	148.91	161.70
Total expenses		**609.54**	**682.26**
Profit before exceptional items and tax		**120.39**	**70.46**
Exceptional items	36	(11.37)	(3.12)
Profit before tax		**109.02**	**67.34**
Tax expense			
- Current tax	7(a)	22.78	12.51
- Deferred tax	7(a)	(3.19)	(0.53)
Total tax expense		**19.59**	**11.98**
Profit for the year		**89.43**	**55.36**

Statement of other comprehensive income (OCI) for the year ended March 31, 2026

(INR in Crores)

Particulars	Note	March 31, 2026	March 31, 2025
Items that will not be reclassified to profit or loss			
Actuarial gains and losses		(6.27)	(8.40)
Changes in fair value of FVOCI instruments		0.41	1.98
Tax relating to above		1.58	2.11
		(4.28)	**(4.31)**
Items that will be reclassified to profit or loss			
Deferred gains/ losses on cash flow hedge		(7.16)	(0.51)
Tax relating to above		1.80	0.13
		(5.36)	**(0.38)**
OCI for the year		**(9.64)**	**(4.69)**
Total comprehensive income for the year		**79.79**	**50.67**
Earnings per Equity Share (of Rs. 5 each)	43	15.13	9.37
- Basic (In Rs.)			
- Diluted (In Rs.)			

The accompanying notes forming an integral part of the standalone financial statements

As per our attached report of even date
For **M L BHUWANIA AND CO LLP**
Chartered Accountants
Firm Registration No. 101484W/W100197

Ashishkumar Bairagra
Partner
Membership No. 109931

Place : Mumbai
Dated : May 21, 2026

For and on Behalf of the Board

Dr. Lalit S. Kanodia
Chairman
DIN 00008050

Rahul L. Kanodia
Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Statement of changes in equity
for the year ended March 31, 2026

A. Equity share capital

Particulars	**(INR in Crores)**
As at March 31, 2024	**29.50**
Changes in equity share capital	0.05
As at March 31, 2025	**29.55**
Changes in equity share capital	-
As at March 31, 2026	**29.55**

B. Other equity

(INR in Crores)

	Reserves and surplus				Other comprehensive income		Cash flow hedging reserve	Total other equity
	Securities premium	PSOP Reserve	Retained earnings	General reserve	Equity investments	Actuarial gains and losses		
As at March 31, 2024	**91.53**	**5.30**	**553.80**	**139.75**	**18.20**	**(8.40)**	**0.21**	**800.39**
Profit for the year	-	-	55.36	-	-	-	-	**55.36**
PSOP Provision	-	3.18	-	-	-	-	-	**3.18**
PSOP Paid	3.00	(3.00)	-	-	-	-	-	**-**
Other comprehensive income	-	-	-	-	1.98	(6.29)	(0.38)	**(4.69)**
Dividends paid by the Company	-	-	(29.51)	-	-	-	-	(29.51)
As at March 31, 2025	**94.53**	**5.48**	**579.65**	**139.75**	**20.18**	**(14.69)**	**(0.17)**	**824.72**
Profit for the year	-	-	89.43	-	-	-	-	**89.43**
PSOP Provision reversed	-	(5.48)	-	-	-	-	-	**(5.48)**
Other comprehensive income	-	-	-	-	0.41	(4.69)	(5.36)	**(9.63)**
Dividends paid by the Company	-	-	(29.55)	-	-	-	-	**(29.55)**
As at March 31, 2026	**94.53**	**-**	**639.53**	**139.75**	**20.59**	**(19.38)**	**(5.53)**	**869.46**

As per our attached report of even date
For **M L BHUWANIA AND CO LLP**
Chartered Accountants
Firm Registration No. 101484W/W100197

Ashishkumar Bairagra
Partner
Membership No. 109931

Place : Mumbai
Dated : May 21, 2026

For and on Behalf of the Board

Dr. Lalit S. Kanodia
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Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Standalone Cash flow statement

for the year ended March 31, 2026

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
A.Cash flow from operating activities		
Profit before tax	109.02	67.34
Adjustments for :		
Depreciation and amortisation expense	9.76	8.92
Allowance for doubtful debts & advances/(written back)	(2.67)	1.92
Provision no longer required, written back	(0.02)	(0.03)
Investment written off	-	0.03
Sundry balance written off / (back) (net)	(0.16)	(0.13)
Unrealised foreign exchange (gain) / loss	1.70	1.11
(Profit) / loss on sale Property, Plant and Equipment (net)	0.08	(0.09)
Employee stock option expenses	(4.13)	2.12
Property, Plant and Equipment written off	0.02	-
Interest expense	1.36	2.41
Fair value changes in financial liabilities	(5.95)	(0.14)
Unrealised gain on fair value of financial assets	(3.98)	(0.92)
Profit on sale of investments (net)	(5.95)	(7.79)
Dividend income	(29.08)	(20.08)
Interest income	(12.28)	(12.39)
Operating profit before working capital changes	**57.69**	**42.28**
Adjustments for :		
(Increase) / decrease in trade receivables	8.44	(4.76)
(Increase) / decrease in loans	0.03	0.10
(Increase) / decrease in other financial and non-financial assets	(6.14)	(25.65)
(Increase) / decrease in Inventories	(4.07)	-
Increase / (decrease) in trade payables	11.73	15.29
Increase / (decrease) in other financial and non-financial liabilities	2.64	15.35
Cash generated from operations	**70.32**	**42.61**
Direct taxes paid (net)	(19.80)	(17.40)
Net cash flow from operating activities (A)	**50.52**	**25.21**
B. Cash flow from investing activities		
Purchase of fixed assets / capital work-in-progress/capital advances	(17.48)	(5.29)
Sale of fixed assets including assets held for disposal	0.45	13.06
Investment in subsidiaries/ acquisition of subsidiary	(33.93)	(111.18)
(Purchase) / Sale of investments (net)	(29.58)	92.41
Dividend received from others	0.20	0.19
Dividend received from subsidiaries companies	28.88	19.89
Interest received	11.37	11.01
Net cash flow used in investing activities (B)	**(40.10)**	**20.09**
C. Cash flow from financing activities		
Payment of Lease Liabilities	(1.28)	(0.70)
Issue of share capital (PSOP)	-	0.05
Dividend paid	(29.55)	(29.51)
Net cash flow used in financing activities (C)	**(30.83)**	**(30.16)**
Net cash flow during the year (A+B+C)	**(20.41)**	**15.14**
Cash and cash equivalents at the beginning of the year	42.06	26.92
Net cash and cash equivalents at the end of the year (Refer Note No 13)	**21.65**	**42.06**

1. Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.

2. Cash and cash equivalents at the end of the year.

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Cash and cash equivalents		
Balances with bank:		
- in Current Account	21.64	24.78
- in Deposit Account	-	17.27
Cash on hand	0.01	0.01
Total Cash and cash equivalents	**21.65**	**42.06**

As per our attached report of even date
For **M L BHUWANIA AND CO LLP**
Chartered Accountants
Firm Registration No. 101484W/W100197

For and on Behalf of the Board

Ashishkumar Bairagra
Partner
Membership No. 109931

Dr. Lalit S. Kanodia
Chairman
DIN 00008050

Rahul L. Kanodia
Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Place : Mumbai
Dated : May 21, 2026

Notes Forming part of the Standalone Financial Statements

as at March 31, 2026

Note 1: General Information

Datamatics Global Services Limited (DGSL) having CIN L72200MH1987PLC045205 was incorporated on November 3, 1987 as Interface Software Resources Private Limited. The name of the Company was changed to Datamatics Technologies Private Limited on December 18, 1992. On December 27, 1999, the Company converted itself from a Private Limited Company into a Public Limited Company and the name of the Company was changed to Datamatics Technologies Limited on January 13, 2000. The name of the Company was changed from "Datamatics Technologies Limited" to "Datamatics Global Services Limited" (DGSL) with effect from January 17, 2009. The Company is incorporated in Maharashtra, India and is listed on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India.

Datamatics with its AI-first approach enables enterprises to go Deep in Digital to boost their productivity, customer experience, and competitive advantage. Datamatics' portfolio spans across three pillars of Digital Technologies, Digital Operations, and Digital Experiences. It has established products in Intelligent Document Processing, Robotic Process Automation, AI/ML models, Smart Workflows, Business Intelligence, and Automatic Fare Collection. Datamatics caters to a diverse global clientele across Banking, Financial Services, Insurance, Manufacturing and, Logistics.

Note 2: Material Accounting Policies

a) Basis of Preparation of Financial Statements:

i) **Compliance with Ind AS**

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

The financial statements were approved by the Company's Board of Directors and authorised for issue on May 21, 2026.

ii) **Historical cost convention**

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

* certain financial assets and liabilities (including derivative instruments) which is measured at fair value;
* defined benefit plans – plan assets measured at fair value

iii) **Measurement of fair values**

A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has establish policies and procedure with respect to measurement of fair values. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, mutual funds and forward contracts that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration.

b) Use of Estimates

The preparation of financial statements in conformity with the generally accepted accounting principles require estimates and assumptions to be made that affect the reported amounts of the assets and liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognised in the year in which the results are known / materialized.

c) Foreign currency translation

i) **Functional and presentation currency**

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

ii) **Transactions and balances**

Transactions in foreign currency are recorded at the rates of exchange prevailing at the date of the transactions.

Monetary items denominated in foreign currencies at the balance sheet date are translated at the exchange rates prevailing at the balance sheet date. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

Any income or expense on account of exchange difference either on settlement or on translation at the balance sheet date is recognised in the Statement of Profit and Loss in the year in which it arises.

d) Revenue recognition

Revenue from services is recognised based on time and material and billed to the clients as per the terms of the contract.

Revenue related to fixed price maintenance and support

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services contracts where the Company is standing ready to provide services is recognised based on time elapsed mode and revenue is straight lined over the period of performance.

In respect of other fixed-price contracts, revenue is recognised using percentage-of-completion method ('POC method') of accounting with contract cost incurred determining the degrees of completion of the performance obligation.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer.

Revenue from subsidiaries is recognised based on transaction price of services which is at arm's length.

The billing schedules agreed with customers include periodic performance-based billing and / or milestone based progress billings. Revenues in excess of billing are classified as unbilled revenue while billing in excess of revenues are classified as contract liabilities (which we refer to as "unearned revenues").

e) Income tax

Tax expense comprise of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act.

Current income taxes

The current tax expense include income tax expense payable by the company. Advance taxes and provision for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in same tax jurisdictions.

Deferred tax

Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

f) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

g) Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from date of purchase to be cash equivalents.

h) Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

i) Inventories

Inventories are valued at lower of cost and net realizable value. Cost is determined using first-in-first out (FIFO) method. Cost of inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location and condition.

j) Trade receivables

Trade receivables that do not contain a significant financing component are measured at transaction price and trade receivables that contain a significant financing component are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

k) Investments and other financial assets

i) **Classification**

The company classifies its financial assets in the following measurement categories:

* those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and

* those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to

Notes Forming part of the Standalone Financial Statements (Contd.)

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account for the equity investment at fair value through other comprehensive income.

The company reclassifies debt investments when and only when its business model for managing those assets changes.

ii) **Measurement**

At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

- **Impairment of investment in subsidiary:** The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently, when there is indication for impairment. If the recoverable amount is less than carrying amount, the impairment loss is accounted for.

- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments

The company subsequently measures all equity investments at fair value (except investment in subsidiaries and joint venture which are at amortised cost). Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/(losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

iii) **Impairment of financial assets**

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 38 details how the company determines whether there has been a significant increase in credit risk.

For trade receivables only, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

iv) **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

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

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.

v) **Income recognition**

Interest income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a 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 (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount of the dividend can be measured reliably.

l) Derivatives and hedging activities

The Company uses foreign currency forward contracts to hedge it's risks associated with foreign currency fluctuations relating to certain firm commitments and forecasted transactions. Such forward contracts are utilised against the inflow of funds under firm commitments. The Company does not use the forward contract for speculative purposes. The Company designates these hedging instruments as cash flow hedge. The use of hedging instruments is governed by the Company's policies approved by the Board of Directors, which provide written principles on the use of such financial derivatives consistent with the Company's risk management strategy.

Hedging instruments are initially measured at fair value and are remeasured at subsequent reporting dates. Changes in the fair value of these derivatives that are designated and effective as hedges of future cash flows are recognised in other comprehensive income and the ineffective portion is recognised immediately in the Statement of Profit and Loss.

Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are recognised in the Statement of Profit and Loss as they arise.

The fair value of derivative financial instruments is determined based on observable market inputs including currency spot and forward rates, yield curves, currency volatility etc.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised or no longer qualifies for hedge accounting. At that time for forecasted transactions, any cumulative gain or loss on the hedging instrument recognised in Other comprehensive income is retained until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in other comprehensive income is transferred to the Statement of Profit and Loss for the year.

m) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability 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.

n) Property, Plant and Equipment

Property, Plant and Equipment are valued at cost, except for certain Property, Plant and Equipment which have been stated at revalued amounts as determined by approved independent valuer, after reducing accumulated depreciation until the date of the balance sheet. Direct costs are capitalised until the assets are ready to use and include financing costs relating to any specific borrowing attributable to the acquisition of fixed assets. Capital work-in-progress includes assets not put to use before the year end.

Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipment is provided on the Straight Line Method except for leasehold land, leasehold premises and freehold land as per the useful life and in the manner prescribed in Schedule II to Companies Act, 2013. Leasehold Premises is amortized on the Straight Line Method over the period of 30 years and Leasehold Land is amortized on the Straight Line Method over the period of 75 years.

o) Intangible assets

i) **Goodwill**

Goodwill on merger of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or Company's of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or Company's of units are identified at the lowest level at which goodwill is monitored for internal management purposes, which in our case are the operating segments.

ii) **Trademarks, copyrights and other rights**

Separately acquired Trademarks and copyrights are shown at historical cost. Trademarks, copyrights and non-compete acquired in a business combination are recognised at fair value at the acquisition date. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses.

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

iii) **Computer software**

The intangible assets are recorded at cost and are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use.

iv) **Other intangible assets**

Other intangible assets that do not meet the criteria in (i) to (iii) above are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

v) **Amortisation methods and periods**

The company amortises intangible assets with a finite useful life using the straight-line method as following :

Particulars	Useful Life
Computer Software	3 years
Non-Compete Fees	5 years
Copy Rights	3 years
Trade Mark	3 years
Other Intangible assets	3 years

p) Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

q) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

r) Borrowing costs

Borrowing costs, which are directly attributable to the acquisition, construction or production of a qualifying assets are capitalised as a part of the cost of the assets. Other borrowing costs are recognised as expenses in the year in which they are incurred.

s) Provision, Contingent Liabilities and Contingent Assets

The Company recognises a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for contingent liability is made when there is possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect current best estimates.

Contingent assets are neither recognised nor disclosed.

t) Employee benefits

i) **Defined Contribution Plan**

Contribution to defined contribution plans are recognised as expense in the Statement of Profit and Loss, as they are incurred.

ii) **Defined Benefit Plan**

Company's liabilities towards gratuity and leave encashment are determined using the projected unit credit method with actuarial valuation being carried out as at Balance Sheet date. Actuarial gains / losses are recognised immediately in the Statement of Profit and Loss. Long-term compensated absences are provided for based on actuarial valuation.

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

iii) **Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

iv) **Performance Based Employee Stock Option Plan**

The Company recognizes compensation expenses relating to share-based payments in net profit based on estimated fair- value of the awards on the grant date. The estimated fair value of awards is recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the requisite service period for each separately vesting portion of the award as if the award was in - substance. The entitlement of award which depends on the various parameters will be reviewed on annual basis.

u) Contributed equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

v) Earnings per share

In determining Earnings per Share, the Company considers the net profit attributable to company's owners. The number of shares used in computing basic Earnings per Share is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted Earnings per Share comprises the weighted average shares considered for deriving basic Earnings per Share and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares.

w) Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements. In August 2025, MCA notified the following amendments to: 1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f April 1, 2025 - The amendment relates to classification of liabilities as current or non -current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date, and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities. 2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments - Disclosures, applicable w.e.f April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements. 3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax. The Company has no impact of these amendments in its top-up taxes are recognized as current tax expenses.

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

Note 3 - Property, plant and equipment

(INR in Crores)

Particulars	Land	Leasehold Land	Buildings	Plant & Equipment	Furniture & Fixtures	Vehicles	Office Equipments	Computers	Air Conditioners	Electrical Fittings	Leasehold Improvements	Total	Capital work-in-progress
Carrying cost As at March 31, 2024	**8.71**	**27.03**	**17.59**	**1.38**	**7.65**	**5.82**	**2.25**	**34.74**	**3.57**	**3.83**	**9.36**	**121.93**	**-**
Additions**	-	-	-	0.00	0.28	0.77	0.63	2.58	0.01	-	-	4.27	-
Transfer	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals\other adjustments	-	-	-	-	-	(0.01)	-	(0.13)	(0.05)	-	-	(0.20)	-
Carrying cost As at March 31, 2025	**8.71**	**27.03**	**17.59**	**1.38**	**7.93**	**6.58**	**2.88**	**37.19**	**3.53**	**3.83**	**9.36**	**126.01**	**-**
Additions	-	-	-	-	0.03	0.85	0.12	0.25	0.04	-	-	1.29	8.78
Transfer	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals\other adjustments	-	-	-	-	(0.18)	(1.32)	(0.04)	(0.07)	-	-	-	(1.61)	-
Carrying cost As at March 31, 2026	**8.71**	**27.03**	**17.59**	**1.38**	**7.78**	**6.11**	**2.96**	**37.37**	**3.57**	**3.83**	**9.36**	**125.70**	**8.78**

(INR in Crores)

Particulars	Land	Leasehold Land	Buildings	Plant & Equipment	Furniture & Fixtures	Vehicles	Office Equipments	Computers	Air Conditioners	Electrical Fittings	Leasehold Improvements	Total	Capital work-in-progress
Accumulated depreciation As at March 31, 2024	**-**	**3.71**	**3.05**	**0.48**	**5.79**	**2.87**	**1.54**	**27.78**	**2.86**	**3.38**	**3.31**	**54.77**	**-**
Depreciation charge during the year	-	0.46	0.36	0.07	0.52	0.65	0.20	4.30	0.22	0.22	0.57	7.56	-
Transfer	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals\other adjustments	-	-	-	-	-	-	-	(0.13)	(0.05)	-	-	(0.17)	-
Accumulated depreciation As at March 31, 2025	**-**	**4.17**	**3.40**	**0.55**	**6.31**	**3.52**	**1.74**	**31.95**	**3.03**	**3.59**	**3.87**	**62.15**	**-**
Depreciation charge during the year	-	0.46	0.36	0.65	0.47	0.64	0.26	2.83	0.19	0.17	0.51	6.53	-
Transfer	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals\other adjustments	-	-	-	-	(0.16)	(0.81)	(0.02)	(0.07)	-	-	-	(1.06)	-
Accumulated depreciation As at March 31, 2026	**-**	**4.63**	**3.76**	**1.20**	**6.62**	**3.34**	**1.98**	**34.71**	**3.22**	**3.76**	**4.38**	**67.61**	**-**
Net carrying amount as at March 31, 2026	**8.71**	**22.40**	**13.83**	**0.18**	**1.16**	**2.78**	**0.98**	**2.66**	**0.35**	**0.07**	**4.97**	**58.07**	**8.78**
Net carrying amount as at March 31, 2025	**8.71**	**22.86**	**14.18**	**0.83**	**1.61**	**3.06**	**1.14**	**5.24**	**0.51**	**0.24**	**5.48**	**63.85**	**-**

Notes Forming part of the Standalone Financial Statements (Contd.)

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*Capital work-in-progress ageing schedule for the year ended March 31, 2026 and March 31, 2025 is as follows: (INR in Crores)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress (31/03/2026)	**8.78**	**-**	**-**	**-**	**8.78**
Furniture & Fixtures	0.99	-	-	-	0.99
Leasehold Improvements	0.95	-	-	-	0.95
Electrical Fittings	0.54	-	-	-	0.54
Plant & Equipment	0.62	-	-	-	0.62
Office Equipments	1.30	-	-	-	1.30
Computers	1.99	-	-	-	1.99
Air Conditioners	2.40	-	-	-	2.40
Projects in progress (Previous Year 31/03/2025)	**-**	**-**	**-**	**-**	**-**

** Less than Rs. 1 Crore.

Note 4 - Intangible assets

(INR in Crores)

Particulars	Other Intangibles	Computer Softwares	Non-Compete Fees	Copy Rights	Trade Mark	Total	Goodwill	Right to Use Assets- Office Premises	Intangible assets under development*
Carrying cost As at March 31, 2024	**5.36**	**17.79**	**2.97**	**0.84**	**0.17**	**27.12**	**28.70**	**13.25**	**-**
Additions	-	1.03	-	-	-	1.03	-	0.03	-
Disposals	-	-	-	-	(0.05)	(0.05)	-	-	-
Carrying cost As at March 31, 2025	**5.36**	**18.82**	**2.97**	**0.84**	**0.12**	**28.11**	**28.70**	**13.28**	**-**
Additions	-	-	-	-	-	-	-	22.15	0.70
Disposals	-	-	-	-	-	-	-	-	
Carrying cost As at March 31, 2026	**5.36**	**18.82**	**2.97**	**0.84**	**0.12**	**28.11**	**28.70**	**35.43**	**0.70**

(INR in Crores)

Particulars	Other Intangibles	Computer Softwares	Non-Compete Fees	Copy Rights	Trade Mark	Total	Goodwill	Right to Use Assets- Office Premises	Capital work-in-progress
Accumulated amortisation and impairment As at March 31, 2024	**5.34**	**16.81**	**2.97**	**0.84**	**0.17**	**26.12**	**-**	**12.25**	**-**
Amortisation charge during the year	0.02	0.74	-	-	-	0.76	-	0.60	-
Disposals	-	-	-	-	(0.05)	(0.05)	-	-	-
Accumulated amortisation and impairment As at March 31, 2025	**5.36**	**17.55**	**2.97**	**0.84**	**0.12**	**26.82**	**-**	**12.85**	**-**
Amortisation charge during the year	-	0.70	-	-	-	0.70	-	2.53	-
Disposals	-	-	-	-	-	-	-	-	-
Accumulated amortisation and impairment As at March 31, 2026	**5.36**	**18.25**	**2.97**	**0.84**	**0.12**	**27.52**	**-**	**15.38**	-
Net carrying amount as at March 31, 2026	**-**	**0.59**	**-**	**-**	**-**	**0.59**	**28.70**	**20.05**	**0.70**
Net carrying amount as at March 31, 2025	**-**	**1.29**	**-**	**-**	**-**	**1.29**	**28.70**	**0.43**	**-**

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

*Intangible assets under development ageing schedule for the year ended March 31, 2026 and March 31, 2025 is as follows: (INR in Crores)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Intangible assets under development (31/03/2026)	**0.70**	**-**	**-**	**-**	**0.70**
Computer Softwares	0.70	-	-	-	0.70
Intangible assets under development (31/03/2025)	-	-	-	-	-

Note 5 - Investments (Non-current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Quoted		
Investment in equity instruments (fully paid-up) (at FVOCI)		
27,468 (P.Y. 27,468) fully paid Equity Shares of Rs. 2 each of Wipro Limited*	0.52	0.72
800 (P.Y. 800) fully paid Equity Shares of Rs. 5 each of Mahindra and Mahindra Limited	0.24	0.21
8,998 (P.Y. 8,998) fully paid Equity Shares of Rs. 10 each of Coal India Limited	0.41	0.36
68,918 (P.Y. 68,918) fully paid Equity Shares of Rs. 10 each of Powergrid Corporation	2.04	2.00
5,000 (P.Y. 5,000) fully paid Equity Shares of Rs. 2 each of Axis Bank Limited	0.58	0.55
1,800 (P.Y. 1,800) fully paid Equity Shares of Rs. 2 each of Larsen and Toubro Limited	0.63	0.63
35,200 (P.Y. 35,200) fully paid Equity Shares of Rs. 10 each of Global Offshore Services Limited	0.12	0.33
11,000 (P.Y. 11,000) fully paid Equity Shares of Rs. 10 each of Indian Bank Limited	0.93	0.60
3,000 (P.Y. 3,000) fully paid Equity Shares of Rs. 1 each of State Bank of India	0.29	0.23
5,560 (P.Y. 2,780) fully paid Equity Shares of Rs. 1 each of HDFC Bank Limited	0.41	0.51
7,620 (P.Y. 762) fully paid Equity Shares of Rs. 2 each of Bajaj Finance Limited	0.61	0.68
Investment in equity instruments (fully paid-up)		
In subsidiaries - Wholly Owned - Unquoted (at amortized cost)		
1,000 (P.Y. 1,000) no par value common stock in Datamatics Global Services Inc.	64.43	64.43
20,000 (P.Y. 20,000) equity shares of Datamatics Infotech Limited of GBP 1 each	0.17	0.17
50,000 (P.Y. 50,000) equity shares of Datamatics Global Technologies AG of CHF 1 each	0.23	0.23
50,000 (P.Y. 50,000) equity shares of Datamatics Global Services Pty Limited of AUD 1 each	0.16	0.16
50 (P.Y. 50) equity shares of Datamatics Technologies FZ LLC of AED 1000 each	-	0.11
2,15,57,310 (P.Y. 2,15,57,310) equity shares of Lumina Datamatics Limited of Rs. 5 each	107.86	107.86
50 (P.Y. 50) equity shares of Datamatics Global Services FZ - LLC of AED 1,000 each	0.09	0.09
1,000 (P.Y. 1000) equity shares Datamatics Foundation of Rs. 10 each**	0.00	0.00
1,900,000 (P.Y. 1,900,000) equity shares of Datamatics Professional Services Limited (formerly known as Datamatics Staffing Services Limited) of Rs. 10 each	9.52	9.52
50 (P.Y. 50) equity shares of Datamatics Global Services LLC - FZ Meydan of AED 1,000 each	0.12	0.11
848,400 (P.Y. 848,400) equity shares of Datamatics Information Solutions Limited of Rs. 10 each	3.80	3.80
10,000 (P.Y. 10,000) equity shares of Datamatics Cloud Solutions Private Limited of Rs. 10 each	1.34	1.34
45,69,575 equity shares of Dextara Digital India Private Limited of Rs. 10 each (Refer Note No. 51)	149.92	-
In subsidiary - Unquoted (at amortized cost)		
36,55,660 equity shares of Dextara Digital India Private Limited of Rs. 10 each (Refer Note No. 51)	-	149.92

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

In Other - Unquoted (at FVOCI)		
18,070 (P.Y. 18,070) equity shares of National Stock Exchange of India Limited	3.48	2.98
Investment in preference shares		
Unquoted (at FVTPL)		
In subsidiary		
13,470,000 (P.Y. 13,470,000) fully paid 10% Non cumulative Redeemable Preference Shares of Datamatics Robotics Software Limited of Rs. 10 each***	11.51	10.63
Investment in perpetual non- cumulative non- convertible debentures		
In subsidiary -Unquoted (at amortized cost)		
3,61,40,000 (P.Y. 3,61,40,000) fully paid 10% Unsecured Perpetual Non- Cumulative Non- Convertible Debentures of Datamatics Robotics Software Limited of Rs. 10 each***	36.14	36.14
Investment in Debentures & Bonds - Quoted (at amortized cost)		
20,000 (P.Y. 20,000) Non convertible redeemable debentures of 8.45% Cholamandalam Investment & Finance	2.01	2.01
40,00,000 (P.Y. 30,00,000) Bond of Government of India (G-Sec)	40.04	30.33
55 (P.Y. 55) Non convertible debentures of MAS Financial Services Ltd	5.50	5.51
850 (P.Y. Nil) zero coupon bond of 360 AAM Bond	8.71	-
100 (P.Y. Nil) Non convertible debentures of 9% 360 One Prime Limited	1.01	-
10,000 (P.Y. Nil) Non convertible debentures of 9.66% 360 One Prime Limited	1.02	-
200 (P.Y. Nil) Non convertible debentures of 9.50% Hinduja Leyland Finance Ltd.	2.02	-
200 (P.Y. Nil) Non convertible debentures of 9.25% Motilal Oswal Financial Services Ltd	2.04	-
200 (P.Y. Nil) Non convertible debentures of 8.03% Aditya Birla Capital Ltd	2.01	-
200 (P.Y. Nil) Non convertible debentures of 9.10% Hinduja Leyland Finance Ltd	1.99	-
400 (P.Y. Nil) Non convertible debentures of 9.40% Muthoot Fincorp Ltd -Bond	3.99	-
200 (P.Y. Nil) Non convertible debentures of 10.75% Mas Financial Services Ltd	2.05	-
300 (P.Y. Nil) zero coupon bond of 360 ONE Prime Ltd	3.08	-
200 (P.Y. Nil) Non convertible debentures of 10.65% Krazybee Services Pvt Ltd	2.00	-
Nil (P.Y. 250) Non convertible debentures of Spandana Sphoorty Fin Ltd	-	2.46
Investment in Mutual Funds - Quoted (at FVTPL)		
Nil (P.Y. 7,664,655) units of ABSL Nifty SDL Plus PSU Bond SEP 2026 60:40 Index Fund-Regular Growth	-	9.26
5,770,274 (P.Y. 5,770,274) units of ICICI Prudential Nifty PSU Bond Plus SDL Sep 2027 40:60 Index Fund-Regular - Growth	7.45	6.97
5,817,205 (P.Y. 5,817,205) units of Kotak Nifty SDL Apr 2027 Top 12 Equal Weight Index Fund-Regular - Growth	7.47	6.97
Investment in Others - Quoted (at FVOCI)		
9,300 (P.Y. 9,300) Investment in Nippon Ind ETF Nifty 50 Bees	0.24	0.25
Investment in Others -Unquoted (at FVTPL)		
36,41,648 (P.Y. 36,41,648) Investment in Alphamine Absolute Return Fund CAT II	38.86	37.08
Nil (P.Y. 1,26,094) Investment in ASK Absolute Return Fund CAT III	-	12.71
25,04,329 (P.Y. 25,04,329) Investment in Carnellian Bharat Amritkal Fund CAT III AIF	2.61	2.54
18,25,954 (P.Y. 18,93,343) Investment in Nuvama Enhanced Dynamic Growth Equity CAT III AIF	2.48	2.73
Total	**532.09**	**513.13**

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

Particulars	March 31, 2026	March 31, 2025
Aggregate amount of quoted investments	99.41	70.58
Aggregate amount of unquoted investments	432.68	442.55
Aggregate market value of quoted investments	99.41	70.58

* 9,266 shares valued at Rs. 0.35 Crore was wrongly transferred to Investor's Education and Protection Fund (IEPF) by the RTA. Further, the application to claim from IEPF is under process.

** Less than Rs. 1 Crore.

*** The Company has investments in Preference Shares amounting to Rs 11.51 crores and investment in perpetual debentures amounting to Rs 36.14 crores in its step-down subsidiary as on March 31, 2026. The said subsidiary has a negative net worth of Rs. 26.47 crores as on March 31, 2026. As per the Management, the said step-down subsidiary is engaged in RPA business & is at growth stage and has started generating profit and keeping in mind the business prospects, Management is confident of turning around this step-down subsidiary in the near future and hence, no provision for investments has been considered necessary by the Management.

Note 6 - Other financial assets (non-current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Security deposits	3.12	1.76
Less: Allowance for doubtful deposits	0.01	0.03
Net security deposits	3.11	1.73
Unbilled Revenue	75.47	70.43
Fair value of outstanding forward contracts (FVOCI)	-	0.08
Total	**78.58**	**72.24**

Note 7 - Deferred Tax Assets (Net)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Deferred Tax Assets (Refer Note No 7(c))	18.26	11.69
Total	**18.26**	**11.69**

Note 7 - Taxation

7(a) - Income tax expense

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Current tax		
Current tax on profits for the year	21.28	13.04
Adjustments for current tax of prior periods	1.50	(0.53)
Total current tax expense	**22.78**	**12.52**
Deferred tax		
Decrease/(increase) in deferred tax assets	(3.19)	(1.30)
Adjustments for deferred tax of prior periods	-	0.77
Total deferred tax expense/(benefit)	**(3.19)**	**(0.53)**
Income tax expense	**19.59**	**11.98**

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

7(b) - Reconciliation of tax expense and accounting profit multiplied by statutory tax rates

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Profit for the year	**109.02**	**67.34**
Statutory tax rate applicable	25.17%	25.17%
Tax expense at applicable tax rate	27.43	16.95
Effects of:		
Income taxed at higher/ (lower) rates	(0.00)	(0.44)
Amounts which are not deductible/taxable	(8.73)	(4.81)
Adjustments for tax of prior periods	1.50	0.24
Recognition of unutilized tax benefits / Unrecognized losses utilized	(0.59)	(0.19)
Other	(0.02)	(0.02)
Income tax expense	**19.59**	**11.98**

7(c) - Deferred tax (Net)

(INR in Crores)

Particulars	March 31, 2025	Recognized in P&L	Recognized in OCI	March 31, 2026
Deferred Tax Assets				
Employee benefits	11.57	4.11	1.58	17.26
Provision for doubtful debts	1.65	(0.72)	-	0.93
Investment In subsidiaries	0.98	(0.20)	-	0.78
Others	0.39	0.60	-	0.99
Total Deferred Tax Assets	**14.59**	**3.79**	**1.58**	**19.96**
Deferred Tax Liabilities				
Depreciation	1.55	(0.18)	-	1.38
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	1.40	0.78	-	2.18
Cash flow hedging	(0.06)	-	(1.80)	(1.86)
Total Deferred Tax Liabilities	**2.90**	**0.60**	**(1.80)**	**1.70**
Net Deferred Tax	**11.69**	**3.19**	**3.38**	**18.26**

Particulars	March 31, 2024	Recognized in P&L	Recognized in OCI	March 31, 2025
Deferred Tax Assets				
Employee benefits	8.92	0.53	2.11	11.57
Provision for doubtful debts	1.80	(0.15)	-	1.65
Investment In subsidiaries	0.83	0.15	-	0.98
Others	0.34	0.04	-	0.39
Total Deferred Tax Assets	**11.89**	**0.58**	**2.11**	**14.59**
Deferred Tax Liabilities				
Depreciation	1.56	(0.01)	-	1.55
Unrealised gain on securities carried at fair value through profit or loss / other comprehensive income	1.35	0.05	-	1.40
Cash flow hedging	0.07	-	(0.13)	(0.06)
Total Deferred Tax Liabilities	**2.98**	**0.05**	**(0.13)**	**2.90**
Net Deferred Tax	**8.91**	**0.53**	**2.24**	**11.69**

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

Note 8 - Non-current tax assets (Net)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Advance Tax & TDS (net of provision)	12.92	10.72
Total	**12.92**	**10.72**

Note 9 - Other non-current assets

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Capital Advance	6.71	–
Prepaid expenses	0.64	0.77
Total	**7.35**	**0.77**

Note 10 - Inventories

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Inventories		
Spare Parts	4.07	–
Total	**4.07**	**–**

Note 11 - Investments (Current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Quoted		
Investment in mutual funds (at FVTPL)		
1,21,64,404 (P.Y. 73,52,820) units of Kotak Equity Arbitrage Fund – Direct Growth	51.13	28.94
Nil (P.Y. 35,79,653) units of Invesco India Arbitrage Fund Regular - Growth	-	11.24
Nil (P.Y. 3,599) units of Nippon India ETF Nifty Mutual Fund	-	0.36
2,38,688 (P.Y. 1,16,845) ABSL Money Manager Fund - Direct Plan - Growth	9.36	4.30
Investment in Debentures & Bonds - Quoted (at amortized cost)		
Nil (P.Y. 14,334) Non convertible debentures of 360 Prime Limited SR II	-	1.43
Nil (P.Y. 6) Non convertible debentures of SBI Perpetual	-	0.60
40 (P.Y. 200) Non convertible debentures of Muthoot Microfin Ltd	9.87	–
500 (P.Y. Nil) zero coupon bond 360 ONE Portfolio Managers Ltd	0.40	1.21
250 (P.Y. Nil) Non convertible debentures of 9.84% Spandana Sphoorty Fin Ltd	5.80	–
Nil (P.Y. 50) Non convertible debentures of HDFC Ltd	2.49	–
Nil (P.Y. 6) Non convertible debentures of SBI Perpetual	-	4.99
Unquoted		
Investment in fixed deposits (at amortized cost)		
Corporate Fixed Deposits	-	5.00

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

Investment in Others (at FVTPL)		
9,34,265 (P.Y. 9,34,265) units of Northern Arc Money Market Alpha Fund - AIF Category III	10.60	10.03
Total	**89.65**	**68.70**
Aggregate amount of quoted investments	79.05	53.67
Aggregate amount of unquoted investments	10.60	15.03
Aggregate market value of quoted investments	79.05	53.67

Note 12 - Trade receivables

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Unsecured		
Considered Good	105.14	110.53
Less :- Allowance for expected credit loss (Refer Note No 37)	1.19	1.99
	103.95	108.54
Credit impaired	2.04	4.00
Less :- Allowance for expected credit loss (Refer Note No 37)	2.04	4.00
	-	-
Total	**103.95**	**108.54**

*Trade receivable includes receivable from related parties (Refer Note No. 40).

*Trade receivable ageing schedule for the year ended as on March 31, 2026

Particulars	Less than 6 Months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivable - Considered Goods	104.43	0.71	-	-	-	105.14
Undisputed Trade Receivable - credit impaired	-	-	0.23	0.54	1.27	2.04

*Trade receivable ageing schedule for the year ended as on March 31, 2025

Particulars	Less than 6 Months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivable - Considered Goods	108.68	1.85	-	-	-	110.53
Undisputed Trade Receivable - credit impaired	-	-	2.22	0.55	1.23	4.00

Note 13 - Cash and cash equivalents

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Balances with bank:		
- in Current Account	21.64	24.78
- in Deposit Account	-	17.27
Cash on hand	0.01	0.01
Total	**21.65**	**42.06**

Note 14 - Other bank balances

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Margin money deposits*	11.53	9.81
Unpaid dividend account**	0.29	0.28
Total	**11.82**	**10.09**

* Of the above Rs. 11.53 Crores (As at March 31, 2025: Rs. 9.81 Crores) are marked as lien for guarantees issued by banks on behalf of the Company.

** The Company can utilise balances only towards settlement of the unpaid dividend.

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

Note 15 - Loans (Current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
(Unsecured, Considered Good, unless specified otherwise)		
Others-		
Loan to employees	0.03	0.06
Total	**0.03**	**0.06**

Note 16 - Other financial assets (current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Security deposits	2.14	1.47
Less: Allowance for doubtful deposit	0.42	0.42
	1.72	1.05
Recoverable from related parties (Refer Note No. 40)	0.35	2.68
Others-		
Interest accrued	5.64	5.04
Fair Value of Outstanding Forward Contracts (FVOCI)	0.01	0.28
Unbilled Revenue	92.98	89.80
Other receivable	0.47	-
Total	**101.17**	**98.85**

Note 17 - Current tax assets (Net)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Advance Tax & TDS (net of provision)	3.80	7.74
Total	**3.80**	**7.74**

Note 18 - Other current assets

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Advance to Vendors	3.02	7.84
Advance to staff	0.36	0.48
Balance with govt authorities	2.03	4.57
Prepaid expenses	10.54	9.03
Total	**15.95**	**21.92**

Note 19 - Share capital and other equity

19(a) - Equity share capital

(i) Authorised share capital of face value of Rs. 5/- each

Particulars	Number of shares	(INR in Crores)
As at March 31, 2024	105,320,000	52.66
Increase during the year	-	-
As at March 31, 2025	105,320,000	52.66
Increase during the year	-	-
As at March 31, 2026	105,320,000	52.66

Authorised redeemable preference share capital of face value of Rs. 10/- each

Particulars	Number of shares	(INR in Crores)
As at March 31, 2024	45,615,000	45.62
Increase during the year	-	-
As at March 31, 2025	45,615,000	45.62
Increase during the year	-	-
As at March 31, 2026	45,615,000	45.62

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

Issued, Subscribed and Paid-up equity share capital of face value of Rs. 5/- each

Particulars	Number of shares	(INR in Crores)
As at March 31, 2024	59,004,030	29.50
Increase during the year	102,359	0.05
As at March 31, 2025	59,106,389	29.55
Increase during the year	-	-
As at March 31, 2026	59,106,389	29.55

(ii) Movements in equity share capital

Particulars	Number of shares	(INR in Crores)
As at March 31, 2024	59,004,030	29.50
Other movements	102,359	0.05
As at March 31, 2025	59,106,389	29.55
Shares issued on exercise of employee stock options	-	–
As at March 31, 2026	59,106,389	29.55

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

Particulars	March 31, 2026		March 31, 2025	
	Number of shares	% Holding	Number of shares	% Holding
Lalit Surajmal Kanodia	12,338,276	20.87%	12,338,276	20.87%
Sameer Lalit Kanodia	12,743,386	21.56%	12,743,386	21.56%
Vikrant Trust (Lalit Surajmal Kanodia and Priyadarshni Rahul Kanodia - Trustees)	10,701,720	18.11%	10,701,720	18.11%

(iv) Share held by promoters

Particulars	March 31, 2026			March 31, 2025		
	Number of shares	% of total shares	% Change during the year	Number of shares	% of total shares	% Change during the year
Promoter						
Lalit Surajmal Kanodia	12,338,276	20.87%	0.00%	12,338,276	20.87%	(0.04%)
Asha Lalit Kanodia	1,379,522	2.33%	0.00%	1,379,522	2.33%	0.00%
Promoter Group						
Priyadarshini Kanodia	249,852	0.42%	0.00%	249,852	0.42%	0.00%
Sameer Lalit Kanodia	12,743,386	21.56%	0.00%	12,743,386	21.56%	(0.04%)
Rahul Lalit Kanodia	209	0.00%	0.00%	209	0.00%	0.00%
Chandravati S Kanodia	36	0.00%	0.00%	36	0.00%	0.00%
Subhlakshmi Dani	1,780,000	3.01%	0.00%	1,780,000	3.01%	(0.01%)
Rashmi Yogendra Kanodia	10,075	0.02%	0.00%	10,075	0.02%	0.00%
Vikrant Trust (Lalit Surajmal Kanodia and Priyadarshni Rahul Kanodia - Trustees)	10,701,720	18.11%	0.00%	10,701,720	18.11%	(0.03%)

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

(v) Terms / rights attached to equity shares

The Company, at present, has one class of equity shares having a par value of Rs. 5 per share. Each shareholder is eligible for one vote per share held. The voting rights on Unclaimed Suspense Account shares are frozen till the rightful owner of such shares claims the shares. The Company declares and pays dividend in Indian Rupees. The remittance of dividends outside India is governed by Indian law on foreign exchange and is subject to applicable distribution taxes. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

19(b) - Other equity* (INR in Crores)

Particulars		March 31, 2026	March 31, 2025
Securities premium reserve	Refer Note (i) below	94.53	94.53
Retained earnings		639.53	579.65
General reserve	Refer Note (ii) below	139.75	139.75
PSOP reserve	Refer Note (iii) below	-	5.48
OCI - Equity investments	Refer Note (iv) below	20.59	20.18
Actuarial gains and losses		(19.38)	(14.69)
Cash flow hedging reserve	Refer Note (v) below	(5.53)	(0.17)
Total		**869.46**	**824.72**

* For movement of reserves, refer statement of changes in equity.

Nature and Purpose of reserves

(i) Securities Premium

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

(ii) General Reserve

The General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to statement of profit and loss. These amounts are available for distribution as dividends.

(iii) PSOP Reserve

PSOP reserve is created for issue of share capital under Performance Based Employee Stock Option Plan ('PSOP') 2022. The reserve is utilised for issue of PSOP.

(iv) OCI - Equity investments

The company recognises unrealised and realised gain on equity shares in FVOCI - Equity investments. The reserves accumulated will be reclassified to retained earnings, when such instruments are disposed.

(v) OCI - Cash Flow Hedging Reserve

The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The cumulative gain or loss arising on changes in fair value of the designated portion of the hedging instruments that are recognised and accumulated under the heading of cash flow hedging reserve. Such gains or losses will be reclassified to statement of profit and loss in the period in which the hedged transaction occurs.

Note 20 - Lease liabilities (non- current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Lease Liabilities	17.63	-
Total	**17.63**	**-**

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

Note 21 - Other financial liabilities (non-current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Fair value of outstanding forward contracts (FVOCI)	0.98	-
Fair Value of contingent consideration (Refer Note No 51)	-	6.37
Fair Value of consideration for Acquisition of investment (Refer Note No 51)	-	15.81
Total	**0.98**	**22.18**

Note 22 - Provisions (non-current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Unfunded		
Provisions for employee benefits (Refer Note No 41)		
Gratuity	45.36	30.49
Leave Encashment	14.96	10.29
Total	**60.32**	**40.78**

Note 23 - Lease liabilities (current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Lease Liabilities	3.57	0.51
Total	**3.57**	**0.51**

Note 24 - Trade payables*

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Total outstanding dues of Micro enterprises and small enterprises	1.65	1.23
Total outstanding dues of creditors other than Micro enterprise and small enterprises	80.93	68.12
Total	**82.58**	**69.35**
*Trade payable includes receivable from related parties (Refer Note No. 40).		

Trade payable ageing schedule for the year ended as on March 31, 2026

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	1.65	-	-	-	1.65
Others	35.42	2.25	-	0.14	37.82
Addl. Accrued expenses (including employee liabilities)					43.11
Total					**82.58**

Trade payables ageing schedule for the year ended as on March 31, 2025

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	1.23	-	-	-	1.23
Others	35.10	0.01	0.55	0.11	35.76
Addl. Accrued expenses (including employee liabilities)					32.36
Total					**69.35**

Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are given below :

Particulars	March 31, 2026	March 31, 2025
(a) Dues remaining unpaid		
- Principal	1.65	1.23
- Interest on above	0.09	0.07
(b) Interest paid in terms of Section 16 of MSMED Act		
- Principal paid beyond the appointed date	-	-
- Interest paid in terms of Section 16 of MSMED Act	-	-

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

(c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	-	-
(d) Amount of interest accrued and unpaid	0.09	0.07

Note 25 - Other financial liabilities (current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Interest accrued but not due	0.09	0.07
Payable to related parties (Refer Note No 40)	14.57	13.28
Fair Value of contingent consideration (Refer Note No 51)	2.89	1.22
Fair Value of consideration for Acquisition of investment (Refer Note No 51)	-	18.87
Fair value of outstanding forward contracts (FVOCI)	6.42	0.59
Deposits received	0.06	0.06
Unclaimed Dividend*	0.29	0.28
Total	**24.32**	**34.37**

* Dividend Rs. 0.04 Crore (Rs. 0.02 Crore) unclaimed for a period of more than seven years has been transferred to Investor's Education and Protection Fund during the year. Further, there are no amounts due and outstanding to be credited to Investor's Education and Protection Fund as at March 31, 2026.

Note 26 - Other current liabilities

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Statutory dues (net)	9.16	13.21
Advance from customers	4.73	10.67
Unearned Revenue	3.36	7.84
Other liabilities	0.29	-
Total	**17.54**	**31.72**

Note 27 - Provisions (current)

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Unfunded		
Provisions for employee benefits (Refer Note No. 41)		
-Gratuity	8.02	4.42
-Leave Encashment	2.35	3.18
Other Provisions		
Unspent Corporate Social Responsibility (CSR) amount provision	0.74	-
Total	**11.11**	**7.60**

Note 28 - Current tax liabilities

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Net of Provision (Advance Tax & TDS)	1.12	-
Total	**1.12**	**-**

Note 29 - Revenue from operations

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Sale of Product	3.76	5.26
Sale of Services	668.38	705.26
Total	**672.14**	**710.52**

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

Note 30 - Other income

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Interest from Bank	0.95	1.50
Interest on Income tax refund	0.12	1.30
Interest Others	11.22	9.59
Dividend on share investment	0.20	0.19
Dividend from subsidiaries company	28.88	19.89
Profit on sale of investments other than carried at FVOCI	5.95	7.79
Profit on sale of Property, Plant and Equipment (Net)	-	0.09
Unrealised gain on fair value of financial assets	3.98	0.92
Exchange gain (Net)	-	0.23
Fair value changes in financial liabilities	5.95	0.14
Provision no longer required, written back	0.02	0.03
Miscellaneous receipts	0.53	0.53
Total	**57.79**	**42.20**

Note 31 - Purchase of IT Products and Licenses

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Purchase of IT Products and Licenses	2.56	3.34
Total	**2.56**	**3.34**

Note 32 - Employee benefit expenses

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Salary, Wages & Allowances	421.71	471.88
EMPL Stock Compensation expenses (Refer Note No. 41)	(4.13)	2.12
Contribution towards Provident & Other funds	21.94	24.40
Staff Welfare expenses	6.87	6.96
Total	**446.39**	**505.36**

Note 33 - Finance costs

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Interest on lease liabilities	0.86	0.07
Interest expense on fair value consideration of acquisition	0.50	2.34
Other finance charges	0.56	0.53
Total	**1.92**	**2.94**

Note 34 - Depreciation and Amortisation Expenses

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Depreciation on property plant and equipment	6.53	7.56
Depreciation on Leased Assets	2.53	0.60
Amortisation on intangible assets	0.70	0.76
Total	**9.76**	**8.92**

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

Note 35 - Other expenses

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
IT Infrastructure & Development Cost	52.14	56.79
Technical fees	24.22	22.70
Outsourcing cost	1.17	0.69
Travelling expenses	8.30	8.86
Recruitment charges	6.33	6.09
Rent (Refer Note No. 42)	3.17	3.12
Electricity expenses	6.07	6.86
Communication charges	1.15	1.34
Rates & Taxes	1.25	1.12
Water charges	0.27	0.24
Legal & Professional expenses	4.98	5.36
Payment to statutory auditors (Refer Note No 47)	0.41	0.38
Link Charges	1.74	1.75
Insurance	1.91	2.21
Vehicle expenses	1.69	1.51
Repairs & Maintenance expenses	3.16	4.81
Software Maintenance expenses	14.09	11.17
Hire charges	0.26	0.32
Printing & Stationery	0.26	0.34
Subscription expenses	4.20	3.05
Entertainment Expenses	0.40	0.44
Bank Charges	0.25	0.37
Board Sitting Fees	0.22	0.16
Commission to Independent directors	0.52	0.22
Sales Promotion	1.91	4.01
Security Charges	2.67	2.37
Exchange loss (Net)	1.10	-
Computer Peripherals	0.72	0.53
Loss on sale of Property, Plant and Equipment (Net)	0.08	-
Property, Plant and Equipment written off	0.02	-
Bad Debts Written off	0.09	2.48
Less: Impairment loss reversed under expected credit loss model	(0.09)	(2.48)
Impairment loss recognized under expected credit loss model	(2.67)	1.82
Allowance for doubtful deposit/Advances	0.06	0.10
Less: Allowance for doubtful//Advances deposits written back	(0.06)	-
Investment written off	-	0.03
CSR Expenditure (Refer Note No 48)	1.76	2.05
Miscellaneous expenses	5.16	10.89
Total	**148.91**	**161.70**

Note 36 - Exceptional items

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Expenses incurred for acquisition of subsidiary (Refer Note No 51)	-	(3.12)
One time effect of New Labour Codes (Refer Note No 41)	(11.37)	-
Total	**(11.37)**	**(3.12)**

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

Note 37: Fair value measurements

Financial instruments by category (INR in Crores)

	March 31, 2026				March 31, 2025			
	FVTPL	**FVOCI**	**Amortised cost**	**Total**	**FVTPL**	**FVOCI**	**Amortised cost**	**Total**
Financial assets								
Investments								
- Mutual funds	75.37	-	-	75.37	68.04	-	-	68.04
- Corporate Fixed Deposits	-	-	-	-	-	-	5.00	5.00
- Equity instruments	-	10.26	-	10.26	-	9.80	-	9.80
- Preference shares	11.51	-	-	11.51	10.63	-	-	10.63
- Debentures & Bonds	-	-	96.03	96.03	-	-	49.14	49.14
- Others	54.55	0.24	-	54.79	65.09	0.25	-	65.34
Trade receivables	-	-	103.95	103.95	-	-	108.54	108.54
Cash and cash equivalents	-	-	21.65	21.65	-	-	42.06	42.06
Bank balances other than Cash and cash equivalents	-	-	11.82	11.82	-	-	10.09	10.09
Security deposit	-	-	4.83	4.83	-	-	2.78	2.78
Fair value of outstanding forward contracts	-	0.01	-	0.01	-	0.36	-	0.36
Loan to Employees & Subsidiaries	-	-	0.03	0.03	-	-	0.06	0.06
Unbilled Revenue	-	-	168.45	168.45	-	-	160.23	160.23
Other receivables	-	-	6.46	6.46	-	-	7.72	7.72
Total financial assets	**141.43**	**10.51**	**413.22**	**565.16**	**143.76**	**10.41**	**385.62**	**539.79**
Financial liabilities								
Trade payables	-	-	82.58	82.58	-	-	69.35	69.35
Fair Value of Outstanding Forward Contracts	-	7.40	-	7.40	-	0.59	-	0.59
Fair value of consideration for Acquisition of Investment	-	-	-	-	34.68	-	-	34.68
Fair Value of contingent consideration	2.89	-	-	2.89	7.59	-	-	7.59
Lease liabilities	-	-	21.20	21.20	-	-	0.51	0.51
Other payables	-	-	15.01	15.01	-	-	13.69	13.69
Total financial liabilities	**2.89**	**7.40**	**118.79**	**129.08**	**42.27**	**0.59**	**83.55**	**126.41**

i) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

(INR in Crores)

Financial assets and liabilities measured at fair value At 31 March 2026	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial Investments at FVTPL				
Mutual funds	75.37	-	–	75.37
Preference shares	-	-	11.51	11.51
Others	54.55	-	–	54.55

Notes Forming part of the Standalone Financial Statements (Contd.)
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Financial Investments at FVOCI				
Fair value of outstanding forward contracts	0.01	-	–	0.01
Equity instruments	6.78	-	3.48	10.26
Others	0.24	-	–	0.24
Total financial assets	**136.95**	**-**	**14.99**	**151.94**
Financial Liabilities				
Fair Value of Outstanding Forward Contracts	7.40	-	–	7.40
Fair Value of contingent consideration	–	-	2.89	2.89
Total financial liabilities	**7.40**	**-**	**2.89**	**10.29**

(INR in Crores)

Financial assets and liabilities measured at fair value At 31 March 2025	Level 1	Level 2	Level 3	Total
Financial assets				
Financial Investments at FVTPL				
Mutual funds	68.04	-	–	68.04
Preference shares	–	-	10.63	10.63
Others	65.09	-	–	65.09
Financial Investments at FVOCI				
Fair value of outstanding forward contracts	0.36	-	–	0.36
Equity instruments	6.82	-	2.98	9.80
Others	0.25	-	–	0.25
Total financial assets	**140.56**	**-**	**13.61**	**154.17**
Financial Liabilities				
Fair Value of consideration for Acquisition of investment	–	-	34.68	34.68
Fair Value of Outstanding Forward Contracts	0.59	-	–	0.59
Fair Value of contingent consideration	–	-	7.59	7.59
Total financial liabilities	**0.59**	**-**	**42.27**	**42.86**

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, mutual funds and forward contracts that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration.

There are no transfers between levels 1 and 2 during the year.

Reconciliation of Level 3 fair value measurement is as follows:

(INR in Crores)

Particulars	Amount
Balance as on March 31, 2024	**9.83**
Change in the value	3.78
Balance as on March 31, 2025	**13.61**
Change in the value	1.38
Balance as on March 31, 2026	**14.99**

Notes Forming part of the Standalone Financial Statements (Contd.)

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ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

* the use of quoted market prices or dealer quotes for similar instruments

All of the resulting fair value estimates are included in level 3 except for unlisted equity securities, contingent consideration and indemnification asset, where the fair values have been determined based on present values and the discount rates used were adjusted for counterparty or own credit risk.

iii) Valuation processes

The carrying amounts of trade receivables, trade payables, capital creditors and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

Note 38: Financial risk management

The company's activities expose it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the company, derivative financial instruments, such as foreign exchange forward contracts are entered to hedge certain foreign currency risk exposures. Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of hedge accounting in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables and financial assets	Aging analysis Credit ratings	Diversification of bank deposits, credit limits and letters of credit
Liquidity risk	Borrowings and Trade payable	Maturity analysis, cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk – foreign exchange	Import Payables and Receivables on Indenting services	Cash flow forecasting Sensitivity analysis	Forward foreign exchange contracts
Market risk – security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

The Board provides guiding principles for overall risk management, as well as policies covering specific areas such as credit risk, liquidity risk, and Foreign Exchange Risk effecting business operations. The company's risk management is carried out by the management as per guidelines and policies approved by the Board of Directors.

A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses the direct risk of default, risk of deterioration of creditworthiness as well as concentration risks. The Company is exposed to credit risk from its operating activities (primarily trade receivables), deposits with banks and loans given.

Credit risk management

The company's credit risk mainly from trade receivables as these are typically unsecured. This credit risk has always been managed through credit approvals, establishing credit limits and continuous monitoring the creditworthiness of customers to whom credit is extended in the normal course of business. The Company estimates the expected credit loss based on past data, available information on public domain and experience. Expected credit losses of financial assets receivable are estimated based on historical data of the Company. The company has provisioning policy for expected credit losses. There is no credit risk in bank deposits which are demand deposits. The credit risk is minimum in case of entity / person to whom loan has been given.

The maximum exposure to credit risk as at March 31, 2026 and March 31, 2025 is the carrying value of such trade receivables as shown in note 12 of the financials.

Reconciliation of loss allowance provision – Trade receivables

Particulars	INR in Crores
Loss allowance on 31 March 2024	**6.66**
Changes in loss allowance	(0.67)
Loss allowance on 31 March 2025	**5.99**
Changes in loss allowance	(2.76)
Loss allowance on 31 March 2026	**3.23**

Notes Forming part of the Standalone Financial Statements (Contd.)
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B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, the company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

The tables below provide details regarding the contractual maturities of significant financial liabilities as at:

(INR in Crores)

March 31, 2026	Due in 1st Year	Due in 2nd Year	Due in 3rd to 5th Year	Due after 5th Year	Total
Non-derivative financial liabilities					
Trade payables	82.58	-	-	-	82.58
Lease liabilities	3.57	4.16	13.47	-	21.20
Fair Value of contingent consideration	2.89	-	-	-	2.89
Other financial liabilities	15.01	-	-	-	15.01
Total Non-derivative financial liabilities	**104.05**	**4.16**	**13.47**	**-**	**121.68**
Fair Value of Outstanding Forward Contracts	6.42	0.98	-	-	7.40
Total Derivative financial liabilities	**6.42**	**0.98**	**-**	**-**	**7.40**
Total	**110.47**	**5.14**	**13.47**	**-**	**129.08**

March 31, 2025	Due in 1st Year	Due in 2nd Year	Due in 3rd to 5th Year	Due after 5th Year	Total
Non-derivative financial liabilities					
Trade payables	69.35	-	-	-	69.35
Lease liabilities	0.51	-	-	-	0.51
Fair Value of contingent consideration	1.22	6.37	-	-	7.59
Fair value of consideration for Acquisition of Investment	18.87	15.81	-	-	34.68
Other financial liabilities	13.69	-	-	-	13.69
Total Non-derivative financial liabilities	**103.64**	**22.18**	**-**	**-**	**125.82**
Fair Value of Outstanding Forward Contracts	0.59	-	-	-	0.59
Total Derivative financial liabilities	**0.59**	**-**	**-**	**-**	**0.59**
Total	**104.23**	**22.18**	**-**	**-**	**126.41**

C) Market risk

i) Foreign currency risk

The company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD, EUR and GBP. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows. The objective of the hedges is to minimise the volatility of the INR cash flows of highly probable forecast transactions.

The company's risk management policy is to hedge around 50% to 70% of forecasted receivables for the subsequent 18 months. As per the risk management policy, foreign exchange forward contracts are taken to hedge round 50% to 70% of the forecasted receivables.

Notes Forming part of the Standalone Financial Statements (Contd.)
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a) Foreign currency risk exposure:

Details of foreign currency exposures not covered by derivative instruments as at March 31, 2026 and March 31, 2025 are given below :

(INR in Crores)

Particulars	Currency	March 31, 2026		March 31, 2025	
		Foreign Currency in Crores	Rs. In Crores	Foreign Currency in Crores	Rs. In Crores
Receivables	USD	0.71	67.53	1.00	85.37
	GBP	0.24	30.30	0.20	22.18
	EUR	0.05	5.32	0.03	2.75
	CHF	0.03	3.06	0.02	1.80
	AUD	0.02	1.12	0.03	1.39
	AED	0.17	4.27	0.07	1.66
	CAD	0.00	0.04	0.00	0.09
	PHP	-	-	0.04	0.06
Payables	USD	0.41	39.23	0.42	35.54
	EUR	0.05	5.01	0.01	0.88
	CHF	0.01	0.84	0.01	0.72
	GBP	0.01	0.81	0.01	0.56
	AED	-	-	0.00	0.07

b) Sensitivity

The Company is mainly exposed to changes in USD, GBP, CHF, AUD and EURO. The sensitivity analysis demonstrate a reasonably possible change in USD, GBP, CHF, AUD and EURO exchange rates, with all other variables held constant. 5% appreciation/depreciation of USD, GBP, CHF, AUD and EURO with respect to functional currency of the company will have impact of following (decrease)/increase in Profit & vice versa as at March 31, 2026.

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
USD	1.42	2.49
GBP	1.47	1.08
EUR	0.02	0.09
CHF	0.11	0.05
AUD	0.06	0.07

* Holding all other variables constant

ii) Cash flow and fair value interest rate risk

The company's main interest rate risk arises from long-term borrowings with variable rates, which expose the company to cash flow interest rate risk. Company policy is to maintain most of its borrowings at fixed rate using interest rate swaps to achieve this when necessary.

The company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

iii) Price risk

a) Exposure

The company's exposure to equity securities price risk arises from investments held by the company and classified in the balance sheet either as fair value through OCI or at fair value through profit or loss.

To manage its price risk arising from investments in equity securities, the company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the company.

All of the company's equity investments are publicly traded.

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

Note 39: Capital management

a) Risk management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Company capital management is to maximise the shareholder value.

b) Dividends

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Dividends not recognised at the end of the reporting period		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of Rs. 5.00 per fully paid equity share (March 31, 2025 Rs. 5.00). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	29.55	29.55

Note 40: Related party transactions

A As required under Ind AS 24 – "Related Party Disclosures", following are details of transactions during the year with the related parties of the Company as defined in Ind AS- 24.

(i) The Company has entered into transactions in ordinary course of business with related parties at arms length as per details given below:

(A) Subsidiary Companies

Datamatics Global Services Inc

Datamatics Global Technologies Limited (Dissolved w.e.f 02nd December, 2024)

Datamatics Global Technologies AG

Datamatics Infotech Limited

Datamatics Global Services FZ LLC

Datamatics Global Services Pty Limited

Datamatics Robotics Software Limited (Stepdown Subsidiary)

Datamatics Robotics Software Inc (Stepdown Subsidiary)

RJ Globus Inc (Dissolved w.e.f 14th November, 2024) (Stepdown subsidiary)

Lumina Datamatics Limited

Datamatics Global Services Corp. (Stepdown Subsidiary)

Lumina Datamatics Inc. (Stepdown Subsidiary)

Lumina Datamatics GmbH (Stepdown Subsidiary)

Luminad. AI Limited (formerly known as LDR eRetail Limited) (Stepdown Subsidiary)

Datamatics Global Services B.V. (Stepdown Subsidiary)

Datamatics Foundation (Subsidiary)

Datamatics Information Solutions Limited (Subsidiary)

Datamatics Professional Services Limited (formerly known as Datamatics Staffing Services Limited) (Subsidiary)

Lumina Datamatics UK Limited (Stepdown Subsidiary)

Sunrise Setting Limited (Stepdown Subsidiary)

Datamatics Cloud Solutions Private Ltd (Subsidiary)

Lumina Datamatics Corp (Stepdown Subsidiary)

Datamatics Technologies FZ-LLC (UAE) (Subsidiary)

Diacritech Inc. (From 30th April, 2023) (Stepdown Subsidiary)

Datamatics Global Services LLC FZ (From 15th November, 2024) (Subsidiary)

Dextara Digital Private Limited (From 01st April, 2024) (Subsidiary)

Dextara Digital (USA) Inc (From 01st April, 2024) (Stepdown Subsidiary)

Dextara Digital (UK) Private Limited (From 01st April, 2024 and striked off w.e.f. 10th September, 2024) (Stepdown Subsidiary)

TNQ Tech Private Limited (From 31st December, 2024) (Stepdown Subsidiary)

(B) Key Managerial Personnel

Dr. Lalit S. Kanodia, Chairman

Mr. Rahul L. Kanodia, Vice chairman & CEO

Ms. Divya Kumat, Company Secretary

Mr. Sandeep Mantri, Chief Financial Officer (upto 09th August, 2024)

Mr. Ankush Akar, Chief Financial Officer (w.e.f. 05th November, 2024)

(C) Relatives of Key Managerial Personnel and Enterprise owned by Key Managerial Personnel

Mrs. Aneesha Dalmia

Mrs. Priyadarshini Kanodia

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

(ii) Details of transactions with the related parties stated in (i) above : (INR in Crores)

Sr. No.	Particulars	(i) A		(i) B		(i) C	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
[A]	**Transactions during the year ended**						
i	**Revenue from operations**	**220.23**	**165.05**	**-**	**-**	**-**	**-**
	Datamatics Global Services Inc.	128.00	101.49	-	-	-	-
	Datamatics Global Services FZ-LLC	4.61	4.41	-	-	-	-
	Datamatics Global Services Pty. Limited	11.77	13.45	-	-	-	-
	Datamatics Infotech Limited	73.36	44.61	-	-	-	-
	Datamatics Global Services L.L.C-FZ	2.49	-	-	-	-	-
	Datamatics Technologies FZ-LLC	-	1.08	-	-	-	-
ii	**Technical fees**	**15.40**	**11.10**	**-**	**-**	**-**	**-**
	Datamatics Global Services Inc.	1.83	1.70	-	-	-	-
	Datamatics Global Technologies AG	4.00	3.18	-	-	-	-
	Datamatics Infotech Limited	0.93	1.03	-	-	-	-
	Datamatics Global Services Corp	6.86	3.44	-	-	-	-
	Dextara Digital Private Limited	0.67	0.07				
	Datamatics Robotics Software Limited	1.12	1.68	-	-	-	-
iii	**Recruitment charges**	**0.01**	**0.03**	**-**	**-**	**-**	**-**
	Datamatics Professional Services Limited	0.01	0.03	-	-	-	-
iv	**Reimbursements/ Expenses incurred by related parties**	**9.19**	**14.22**	**-**	**-**	**0.27**	**0.15**
	Datamatics Global Services Inc.	8.41	12.85	-	-	-	-
	Datamatics Robotics Software Limited**	0.00	0.42	-	-	-	-
	Datamatics Information Solutions Limited	0.77	0.95	-	-	-	-
	Mrs. Aneesha Dalmia	-	-	-	-	0.27	0.15
v	**Reimbursements/Expenses incurred for related parties**	**3.74**	**2.37**	**-**	**-**	**-**	**-**
	Datamatics Robotics Services Inc.	-	0.34	-	-	-	-
	Datamatics Global Services Inc.	0.03	0.65	-	-	-	-
	Datamatics Global Services Corp	-	0.12	-	-	-	-
	Datamatics Global Services FZ-LLC	-	0.04	-	-	-	-
	Datamatics Global Services Pty. Limited	0.06	-	-	-	-	-
	Datamatics Information Solutions Limited	0.16	-	-	-	-	-
	Datamatics Infotech Limited	0.03	0.19	-	-	-	-
	Datamatics Global Services L.L.C-FZ	-	0.05	-	-	-	-
	Datamatics Professional Services Limited	0.05	0.04	-	-	-	-
	Lumina Datamatics Limited	3.02	0.45	-	-	-	-
	Datamatics Robotics Software Limited	0.35	0.49	-	-	-	-
	Dextara Digital Private Limited	0.02	-	-	-	-	-
vi	**Managerial remuneration***	**-**	**-**	**7.61**	**6.95**	**-**	**-**
	Dr. Lalit S. Kanodia	-	-	2.18	2.21	-	-
	Mr. Rahul L. Kanodia	-	-	5.43	4.74	-	-
vii	**Salaries and allowances***	**-**	**-**	**2.87**	**3.05**	**1.14**	**1.14**

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

	Ms. Divya Kumat	-	-	1.50	1.63	-	-
	Mr. Ankush Akar			1.37	0.54	-	-
	Mr. Sandeep Mantri	-	-	-	0.89	-	-
	Mrs. Priyadarshini Kanodia	-	-	-	-	1.14	1.14
viii	**Commission**	**-**	**-**	**4.86**	**3.24**	**-**	**-**
	Dr. Lalit S. Kanodia	-	-	2.16	1.44	-	-
	Mr. Rahul L. Kanodia	-	-	2.70	1.80	-	-

(INR in Crores)

Sr. No.	Particulars	(i) A		(i) B		(i) C	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
ix	**Dividend income**	**28.88**	**19.89**	**-**	**-**	**-**	**-**
	Lumina Datamatics Limited	10.78	10.78	-	-	-	-
	Datamatics Infotech Limited	18.10	-	-	-	-	-
	Datamatics Global Services FZ LLC	-	9.11	-	-	-	-
x	**Investment in capital of subsidiaries**	**33.55**	**111.18**	**-**	**-**	**-**	**-**
	Datamatics Cloud Solutions Private Limited	-	1.33	-	-	-	-
	Dextara Digital Private Limited	33.55	109.85	-	-	-	-

(INR in Crores)

Sr. No.	Particulars	(i) A		(i) B		(i) C	
		31/03/2026	31/03/2025	31/03/2026	31/03/2025	31/03/2026	31/03/2025
[B]	**Balance as at March 31**						
i	**Payables**	**19.37**	**18.55**	**4.86**	**4.50**	**-**	**-**
	Datamatics Global Services Inc.	15.83	14.29	-	-	-	-
	Datamatics Global Technologies AG	0.80	0.72	-	-	-	-
	Datamatics Robotics Software Limited	-	1.82	-	-	-	-
	Datamatics Professional Services Limited	-	0.01	-	-	-	-
	Datamatics Information Solutions Limited	0.32	0.06	-	-	-	-
	Datamatics Robotics Software Inc	0.16	0.14	-	-	-	-
	Datamatics Infotech Limited	0.48	0.27	-	-	-	-
	Datamatics Global Services Corp	1.52	1.10	-	-	-	-
	Datamatics Technologies FZ-LLC (UAE)	-	0.07	-	-	-	-
	Dextara Digital Private Limited	0.27	0.07	-	-	-	-
	Dr. Lalit S. Kanodia	-	-	2.16	1.44	-	-
	Mr. Rahul L. Kanodia	-	-	2.70	3.06	-	-
ii	**Receivables**	**61.42**	**52.04**	**-**	**-**	**-**	**-**
	Datamatics Global Services FZ-LLC	2.22	0.54	-	-	-	-
	Datamatics Global Services Inc.	34.74	33.08	-	-	-	-
	Datamatics Global Services Pty. Limited	1.12	1.32	-	-	-	-
	Datamatics Global Technologies AG	-	-	-	-	-	-
	Datamatics Global Technologies Limited	-	-	-	-	-	-

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

	Datamatics Infotech Limited	19.51	14.49	-	-	-	-
	Datamatics Robotics Software Limited	1.29	0.36	-	-	-	-
	Datamatics Professional Services Limited**	0.00	0.00	-	-	-	-
	Dextara Digital Private Limited	0.01	-	-	-	-	-
	Datamatics Technologies FZ-LLC	-	1.10	-	-	-	-
	Datamatics Global Services L.L.C-FZ	1.99	-	-	-	-	-
	Lumina Datamatics Limited	0.21	-	-	-	-	-
	Datamatics Global Services Corp	-	0.36	-	-	-	-
	Datamatics Robotics Software Inc	0.33	0.79	-	-	-	-

* Above figures does not include gratuity, leave encashment, Mediclaim and term life insurance as separate actuarial valuation / premium figures are not available and also the above figure does not include company's contribution to provident fund.

** Less than Rs. 1 Crores.

*** Dividend paid to related parties has not been disclosed as a related party transaction, as such dividend was paid in their capacity as shareholders and on terms identical to those applicable to all equity shareholders of the Company.

Note 41: Employee benefits

The disclosure as required by Ind AS 19 on "Employee Benefits" are given below:

The present value of gratuity obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

(INR in Crores)

	Particulars	March 31, 2026	March 31, 2025
I.	**Defined Contribution Plan**		
	Charge to the Statement of Profit and Loss based on contributions:		
	Employers contribution to provident fund	19.42	21.60

II. Defined Benefit Plan- Gratuity

i) Movement in Present Value of Obligation

(INR in Crores)

	Particulars	March 31, 2026	March 31, 2025
	Present Value of Obligation as at the beginning	34.91	25.93
	Present Value of Obligation transfer In	-	-
	Current Service Cost	5.35	3.60
	Interest Expense or Cost	2.62	1.85
	Re-measurement (or Actuarial) (gain) / loss arising from:		
	- change in demographic assumptions	0.79	-
	- change in financial assumptions	5.02	5.07
	- experience variance (i.e. actual experience vs assumptions)	0.47	3.33
	- Others	-	-
	Past Service Cost (Refer Note No IV)	9.32	-
	Benefits Paid	(4.85)	(4.88)
	Transfer In / (Out)	(0.25)	0.02
	Present Value of Obligation as at the end	53.38	34.91
	Present Value of Obligation as at the end - Current	8.02	4.42
	Present Value of Obligation as at the end - Non - Current	45.36	30.49

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

ii) Expenses recognised in the income statement and other comprehensive income (INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Current service cost	5.35	3.60
Past Service Cost (Refer Note No IV)	9.32	–
Loss / (Gain) on settlement	-	–
Net interest cost on the net defined benefit liability	2.62	1.85
Expenses recognised in Profit & Loss Account	17.29	5.45
Other Comprehensive Income		
Actuarial (gains) / losses		
- Change in demographic assumptions	0.79	–
- Change in financial assumptions	5.02	5.07
- Experience variance	0.47	3.33
Expenses recognised in OCI	6.27	8.40

iii) Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below

Particulars	March 31, 2026	March 31, 2025
Discount Rate (per annum)	7.30%	6.75%
Salary growth rate (per annum)	7.00%	5.50%
Normal retirement age	60 Years	60 Years
Mortality Rate	100% of IALM 12-14	100% of IALM 12-14
Attrition / Withdrawal rates, based on Completed Years of Service: (per annum)		
Less than 5 years	25.00%	35.00%
Equal and above 5 years	2.00%	2.00%

iv) Sensitivity Analysis (INR in Crores)

Particulars	March 31, 2026		March 31, 2025	
	Decrease	Increase	Decrease	Increase
Discount rate (- / + 1%)	60.44	47.54	39.37	31.22
(% change compared to base due to sensitivity)	13.2%	(-) 10.9%	12.8%	(-) 10.6%
Salary growth rate (- / + 1%)	47.48	60.39	31.15	39.38
(% change compared to base due to sensitivity)	(-) 11.1%	13.1%	(-) 10.8%	12.8%
Attrition rate (- / + 50%)	54.35	52.53	35.77	34.19
(% change compared to base due to sensitivity)	1.8%	(-) 1.6%	2.5%	(-) 2.1%
Mortality rate (- / + 10%)	53.37	53.39	34.90	34.93
(% change compared to base due to sensitivity)	0.0%	0.0%	0.0%	0.0%

v) Maturity profile of Defined Benefit obligation (INR in Crores)

Expected Cash flow over the next (valued on undiscounted basis)	March 31, 2026	March 31, 2025
1 Year	8.02	4.42
2 to 5 years	8.92	7.50
6 to 10 years	15.94	10.94
More than 10 years	131.35	71.65

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

III. Leave Encashment

The Company has a policy on compensated absences which is accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date. This is done using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Expenses relating to the same are recognised in the statement of profit and loss. The Company expensed Rs. 6.96 crores (Previous year Rs. 7.15 crores) for the years ended March 31, 2026, towards Employees Leave Encashment.

IV. On November 21, 2025, the Government of India notified four Labour Codes, replacing the existing 29 labour laws. The Company has assessed the financial implications of these changes considering the restructuring being undertaken in alignment with the provisions of the Labour Codes which has resulted in increase in gratuity and leave encashment liability by Rs. 9.32 Crores and Rs. 2.05 Crores respectively, for year ended March 31, 2026. As the impact arising out of an enactment of the new legislation and non-recurring nature, the Company has presented this incremental amount as "Impact of Labour Codes" under "Exceptional Item". The Company continues to monitor the finalisation of Central/State Rules, clarification from the Government on other aspects of the Labour Code & other developments pertaining to Labour Codes and will evaluate impact and would provide appropriate accounting effect.

V. Performance Based Employee Stock Option Plan ('PSOP') 2022

The Company has granted Stock Options under Performance Based Employee Stock Option Plan 2022 ("PSOP 2022"). The plan shall extend to present and future eligible employees of the Company or its Subsidiary/ies or its Group Company(ies) working exclusively for such company whether within or outside India and/or such other persons, as may be permitted from time to time, under Applicable Laws, rules and regulations and/or amendments thereto as eligible to participate in this PSOP 2022 who meet the eligibility criteria set out in the Grantee's Option Agreement in accordance with this PSOP 2022 as determined by the Compensation Committee from time to time. Stock Options shall vest based upon satisfaction of the performance criteria and the continuation of employee in the services of the Company shall be the primary requirement of the vesting.

Grant date	30/04/2022	10/08/2023	20/11/2024
Number of options Granted to Employees under PSOP	597,679	50,000	40,500
Exercise Price	Rs. 5 per share	Rs. 5 per share	Rs. 5 per share
Vesting Period	3 years/36 Months	3 years/36 Months	3 years/36 Months
Time to Maturity (days)	2 years one month	2 years one month	2 years one month
Method of settlement	Cash & Equity	Cash & Equity	Cash & Equity
Particulars	First Lot	Second Lot	Third Lot
Number of options Granted to Employees under PSOP	597,679	50,000	40,500
Less: Number of options Granted to Employees who left as on 31.03.2025	(125,563)	(50,000)	-
Number of options Granted to Employees under PSOP as on 31.03.2025	472,116	-	40,500
Less: Options exercised and lapsed till date	(472,116)	-	(40,500)
Number of options Granted to Employees under PSOP as on 31.03.2026	Nil	Nil	Nil

The Performance Based Employee Stock Option Plan ('PSOP') –Granted by Datamatics Global Services Limited to its Eligible Employees has been determined by using the Black-Scholes-Merton Formula.

The fair value has been estimated on the date of grant using the following assumptions:

Particulars	First Lot	Second Lot	Third Lot
Current Stock Price (Closing price of the share as on the date of Grant)	304.70	504.70	531.55
Risk Free Rate of Return (India 3-Year Bond Yield)	6.99%	7.17%	6.43%
Dividend Yield	1.24	0.82	0.78
Expected Volatility of the underlying shares	54.70	54.10	43.02
Fair Value Measurement per share using Black-Scholes-Merton Formula	Rs. 292.61 per share	Rs. 490.91 per share	Rs. 527.37 per share

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

The inputs to the model include the share price at date of grant, exercise price, expected volatility, expected dividends, expected term and the risk-free rate of interest. Expected volatility during the expected term of the options is based on historical volatility of the observed market prices of the Company's publicly traded equity shares during a period equivalent to the expected term of the options.

None of the grantees achieved the prescribed performance criteria during the year and hence, none of the PSOPs vested. Consequently, the scheme was closed, and the provision created in respect of the PSOPs was reversed.

The break up of employees stock compensation expenses is as follow:

	Particulars	March 31, 2026	March 31, 2025
	Key Managerial Personnel (KMP)	(0.27)	0.06
	Employees other than KMP	(3.86)	2.06
	Total	**(4.13)**	**2.12**

In accordance with above, the amount of provision made as at March 31, 2026 is Rs. Nil Crores (Previous year Rs. 2.12 Crores).

Note 42: Leases

Operating leases:

The Company's significant lease arrangements relate mainly to residential and office premises and are cancellable leases. The aggregate lease rentals payable on these leasing arrangements are charged as rent under "Other expenses" in Note 35. These leasing arrangements are for a period not exceeding five years and are in most cases renewable by mutual consent, on mutually agreeable terms.

Rental expense relating to operating leases (INR in Crores)

	March 31, 2026	March 31, 2025
Total rental expense relating to operating leases	**3.17**	**1.76**

The Company has applied the practical expedient in for accounting of short-term leases, i.e., it has recognised lease payments as expense as per Para 6 of Ind AS 116 instead of recognising the lease transaction as right of use asset with corresponding lease liability as required under Para 22 of Ind AS 116.

Note 43: Earnings per share

	Particulars	March 31, 2026	March 31, 2025
(a)	Net Profit after taxation attributable to equity shareholders (Rs. in Crores)	89.43	55.36
(b)	Weighted average number of outstanding equity shares considered for Basic and Diluted EPS (Nos.)	59,106,389	59,058,323
(c)	Earnings per share		
	(Nominal value per share Rs. 5 each)		
	Basic and Diluted earnings per share (in Rs.) (a/b)	15.13	9.37

Note 44: Contingent Liability and Commitments

Provision is made in the financial statements if it becomes probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

(INR in Crores)

	Contingent Liabilities to the extent not provided for:	March 31, 2026	March 31, 2025
(a)	**Claims against the Company not acknowledged as debt:**		
(i)	Income Tax matters	4.31	2.75
(b)	**Details of guarantees outstanding as at:**		
(i)	Guarantees given by banks	53.98	59.72
(c)	**Capital and other commitments:**	**13.62**	**-**

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

Note 45: Forward contracts in foreign currencies

The Company in accordance with its risk management policies and procedures, enters into foreign currency forward contracts to manage its exposure in foreign exchange rates. The counter party is generally a bank. The foreign exchange forward contracts mature within a period of one month and two years.

The Company uses forward exchange contracts to hedge its exposure in foreign currency on highly probable forecast transactions. The information on derivative instruments is given below. The table below analyzes the derivative financial instruments into relevant maturity groupings based on the remaining period as of the balance sheet date:

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Not later than one month	14.38	9.21
Later than one month and not later than three months	21.53	17.09
Later than three months and not later than one year	67.09	44.86
Later than one year	15.22	3.58
Total	**118.21**	**74.74**

The following are outstanding foreign exchange forward contracts, which have been designated as Cash Flow Hedges, as at:

(INR in Crores)

	March 31, 2026			March 31, 2025		
Foreign Currency	**No. of Contracts**	**Notional amount of Currency Forward contract (Amount in Crores)**	**Fair Value gain / (loss)**	**No. of Contracts**	**Notional amount of Currency Forward contract (Amount in Crores)**	**Fair Value gain / (loss)**
U.S. Dollar	145	1.13	(6.72)	52	0.61	(0.17)
Sterling Pound	21	0.14	(0.68)	35	0.20	(0.07)
Total			**(7.40)**			**(0.24)**

Net gain / (loss) on derivative instruments of Rs. (-) 7.40 Crores (FY 2024-25 (-) Rs. 0.24 Crore) recognised in Hedging Reserve as of March 31, 2026, is expected to be reclassified to the Statement of Profit and Loss by August 30, 2027.

Note 46: Segment Information

The company publishes standalone financial statements of the company along with the consolidated financial statements. In accordance with Ind AS 108 - Operating segments, the company has disclosed the segment information in the consolidated financial statements.

Note 47: Auditor's Remuneration

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
For services as auditors, including quarterly limited review	0.38	0.33
For certifications	0.03	0.05
Total	**0.41**	**0.38**

Note 48: Corporate Social Responsibility (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

(INR in Crores)

Particulars	March 31, 2026	March 31, 2025
(i) Amount required to be spent by the company during the year	1.83	2.22
(ii) Amount of expenditure incurred	1.01	2.05
(iii) Shortfall at the end of the year*	0.82	0.17
	Refer Note below*	Refer Note below*
(iv) Total of previous years shortfall	-	-
(v) Reason for shortfall	NA	NA
(vi) Nature of CSR activities	Promoting education and training	Promoting education and training
(vii) Details of related party transactions, e.g. Contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	-	-
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately	-	-

*The excess CSR expenditure amounting to Rs. 0.08 Crore (Previous year: 0.17 Crore) from the previous financial years has been carried forward and utilized against the shortfall during the current financial year. The remaining shortfall of Rs. 0.74 crore has been recognized in the financial statements towards an ongoing project, and the corresponding amount was transferred to a separate bank account before the prescribed due date.

Note 49: Ratios

The following are applicable analytical ratios for the year ended March 31, 2026 and March 31, 2025:

Particulars	Refer notes for variance	March 31, 2026	March 31,2025	Variance (%)
(i) Current Ratio =(Current Assets/Current Liabilities) (Times)		2.51	2.49	0.68%
(ii) Debt – Equity Ratio =(Total Debt (a) /Shareholder's Equity) (Times)	1	0.02	0.00	3849.99%
(iii) Debt Service Coverage Ratio= (Earnings available for debt service(b)/ Debt Service(c)) (Times)	1	33.86	22.97	47.40%
(iv) Return on Equity (ROE) = (Net Profits after taxes/Average Shareholder's Equity) (%)	2	10.20%	6.57%	55.18%
(v) Trade receivables turnover ratio =(Revenue/Average Trade Receivable) (Times)		6.33	6.62	-4.46%
(vi) Trade payables turnover ratio =(Purchases of services and other expenses/Average Trade Payables) (Times)		2.01	2.64	-23.79%
(vii) Net capital turnover ratio= (Revenue/Working Capital) (Times)		3.17	3.31	-4.26%
(viii) Net profit ratio= (Net Profit/Total Income) (%)	2	12.25%	7.35%	66.59%
(ix) Return on capital employed (ROCE) = (Earning before interest and taxes/Effective Capital Employed (d)) (%)	2	11.94%	7.89%	51.41%
(x) Return on Investment (ROI) = (Income generated from investments/Time weighted average investments) (%)		6.93%	6.61%	4.84%

Notes Forming part of the Standalone Financial Statements (Contd.)
as at March 31, 2026

(a) Reduction in current liabilities majorly due to Debt includes lease liabilities

(b) Net Profit after taxes + Non-Cash operating expenses+Interest+ other adjustments like loss on sale of fixed assets etc.

(c) Lease payments for the current year

(d) Total Debts+ Share Holder's Fund

Note:

1. Increase in lease payment ind as 116 during the current year.

2. Increase in profit during the current year.

Note 50: Revenue from contract with major customers

No single customer represents 10% or more of the Company's total revenue during the year ended March 31, 2026 and March 31, 2025.

While disclosing the aggregate amount of transaction price yet to be recognised as revenue towards unsatisfied (or partially satisfied) performance obligations, along with the broad time band for the expected time to recognise those revenues, the Company has applied the practical expedient in Ind AS 115. Accordingly, the Company has not disclosed the aggregate transaction price allocated to unsatisfied (or partially satisfied) performance obligations which pertain to contracts where revenue recognise corresponds to the value transferred to customer typically involving time and material, outcome based and event based contracts. Unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as terminations, changes in scope of contracts, periodic revalidations of estimates, economic factors (changes in currency rates, tax laws etc). This excludes transactions with subsidiaries of the Company.

Changes in contract assets of major customers are as follows: (INR in Crores)

Particulars	March 31, 2026	March 31, 2025
Balance at beginning of the year	118.33	79.35
Revenue recognised during the year	178.85	191.48
Invoices raised during the year	177.36	152.50
Balance at the end of the year	119.82	118.33

Note 51: Acquisition of a Subsidiary

During the previous year, the Company acquired Dextara Digital Private Limited ("Dextara"), a private limited company incorporated in Hyderabad, Telangana, India. The acquisition also included the indirect acquisition of Dextara's wholly owned subsidiaries, Dextara Digital (UK) Private Limited and Dextara Digital (USA) Inc., through the purchase of shares from the existing shareholders in one or more tranches over a period of two years, in accordance with the terms of the Definitive Agreements.

Pursuant to these agreements, the Company acquired an initial 80% equity stake in Dextara on April 1, 2024, for a consideration of Rs. 109.85 Crores. Subsequently, on June 20, 2025, the Company acquired the remaining 20% equity stake in Dextara for a fixed and variable consideration of Rs. 33.93 Crores, resulting in Dextara becoming a wholly owned subsidiary of the Company.

The contingent consideration payable has been recognized under current financial liabilities and is expected to be settled based on the agreed performance criteria.

In addition, during the previous year, the Company incurred acquisition-related expenses of Rs. 3.12 Crores, which have been recognized as an exceptional item in the financial statements.

Note 52: Amalgamation

The Board of Directors have, at their meeting held on May 21, 2026, subject to obtaining the requisite approvals/consents, approved the Scheme of Amalgamation under Section 232 read with Section 230 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder ("Scheme") of Dextara Digital Private Limited and Datamatics Cloud Solutions Private Limited with Datamatics Global Services Limited.

Note 53: Impairment

As per Companies (Accounting Standards) Rules, 2013 issued by the Central Government, in consultation with National Advisory Committee on Accounting Standards ('NACAS') and the relevant provisions of the Companies Act, 2013, to the extent applicable, the carrying value of the asset has been reviewed for impairment of assets.

Notes Forming part of the Standalone Financial Statements (Contd.)

as at March 31, 2026

Note 54: Transfer pricing

The Management is of the opinion that its international transactions are at arm's length as per the independent accountants certificate for the year ended March 31, 2026. The Management continues to believe that its international transactions during the current financial year are at arm's length and that the transfer pricing legislation will not have any impact on these financial statements, particularly on amount of tax expense and that of provision for taxation.

Note 55: Events occuring after Balance Sheet date

Dividend

Dividends declared by the Company are based on the profit available for distribution. On May 21, 2026, the Board of Directors of the Company have proposed final dividend of Rs. 5 per equity share (i.e 100%) in respect of the year ended March 31, 2026 subject to the approval of shareholders at the Annual General Meeting.

Note 56: There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Note 57: The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

Note 58: The Company has not revalued its property, plant and equipment (including right to use assets) or intangible assets or both during the current or previous year.

Note 59: The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

Note 60: Benami Property

No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

Note 61: Relationship with struck off Companies

The Company has no transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

Note 62: Borrowings from Banks

The Company has borrowings from banks on the basis of security of current assets and quarterly returns or statements of current assets filed by the Company with banks are in agreement with the books of account.

As per our attached report of even date
For **M L BHUWANIA AND CO LLP**
Chartered Accountants
Firm Registration No. 101484W/W100197

Ashishkumar Bairagra
Partner
Membership No. 109931

Place : Mumbai
Dated : May 21, 2026

For and on Behalf of the Board

Dr. Lalit S. Kanodia
Chairman
DIN 00008050

Rahul L. Kanodia
Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Statement pursuant to first provision to sub-section (3) of section 129 of the Companies Act 2013, read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to Subsidiary Companies

(INR in Crores)

Sr. No.	Name of the Subsidiary Company	Reporting Currency	Exchange Rate	Equity	Other Equity	Total Assets	Total Liabilities	Investments (3)	Turnover (2)	Profit / (Loss) before taxation (2)	Provision for taxation (2)	Profit / (Loss) after taxation (2)	Proposed dividend	Percentage of Shareholding	Country
1	Datamatics Global Services Inc (5)	USD	88.46	267.71	(100.25)	260.18	92.71	64.49	346.82	15.30	1.32	13.98	-	100.00%	USA
2	Datamatics Infotech Limited	GBP	118.49	0.25	37.68	71.12	33.19	34.15	104.56	0.97	0.28	0.69	-	100.00%	UK
3	Datamatics Global Services Pty. Limited	AUD	58.54	0.33	5.37	8.48	2.79	-	19.40	0.60	0.18	0.42	-	100.00%	Australia
4	Datamatics Global Services FZ LLC	AED	24.09	0.13	20.99	30.72	9.59	10.01	33.34	0.59	0.00	0.59	-	100.00%	Dubai
5	Datamatics Global Technologies AG	CHF	110.21	0.59	0.73	1.97	0.64	-	3.95	0.35	0.11	0.24	-	100.00%	Switzerland
6	Datamatics Robotics Software Inc	USD	88.46	1.76	(56.30)	6.19	60.73	-	16.32	(3.16)	(0.01)	(3.15)	-	90.00%	USA
7	Datamatics Robotics Software Limited	INR	1.00	1.00	(27.47)	28.26	54.73	22.29	19.96	9.52	0.12	9.40	-	90.00%	India
8	Datamatics Global Services BV (6)	EUR	102.49	-	-	-	-	-	-	0.02	-	0.02	-	100.00%	Netherlands
9	Datamatics Professional Services Limited (Formerly known as Datamatics Staffing Services Limited) (7)	INR	1.00	1.90	3.33	5.79	0.56	4.10	6.96	0.97	0.20	0.77	-	100.00%	India
10	Datamatics Global Services Corp.	PHP	1.53	1.11	71.08	94.57	22.39	-	199.35	21.93	0.02	21.91	-	100.00%	Philippines
11	Datamatics Foundation	INR	1.00	0.00	(0.00)	0.00	0.00	-	-	-	(0.00)	0.00	-	100.00%	India
12	Datamatics Information Solutions Limited	INR	1.00	0.85	8.10	10.12	1.17	2.77	5.89	2.69	0.37	2.32	-	100.00%	India
13	Datamatics Cloud Solutions Private Limited (8)	INR	1.00	0.01	(0.01)	0.00	0.00	-	-	(0.00)	(0.00)	(0.00)	-	100.00%	India
14	Datamatics Technologies FZ LLC (9)	AED	24.09	-	-	-	-	-	-	(0.08)	-	(0.08)	-	100.00%	Dubai
15	Datamatics Global Services LLC FZ (UAE) (10)	AED	24.09	0.13	1.43	6.26	4.71	-	27.50	1.25	0.04	1.20	-	100.00%	Dubai
16	Dextara Digital Private Limited (11)	INR	1.00	4.57	18.72	26.42	3.12	-	26.77	4.80	1.22	3.59	-	100.00%	India
17	Dextara Digital (USA) Inc (11)	USD	88.46	0.01	(6.22)	8.39	14.60	-	21.40	0.10	0.01	0.09	-	100.00%	USA
18	Lumina Datamatics Limited	INR	1.00	10.78	438.40	887.70	438.52	104.94	360.70	13.83	15.33	(1.50)	10.78	100.00%	India
19	Lumina Datamatics Inc	USD	88.46	191.18	(89.02)	141.50	39.35	-	383.01	23.29	4.56	18.74	-	100.00%	USA
20	Lumina Datamatics GmbH	EUR	102.49	2.18	1.40	4.53	0.95	-	8.03	0.43	0.17	0.26	-	100.00%	Germany
21	Luminad.AI Limited ((Formerly known as LDR eRetail Limited) (12)	INR	1.00	0.05	4.06	10.71	6.60	7.90	10.24	0.83	0.22	0.61	-	100.00%	India
22	Lumina Datamatics Corp	PHP	1.53	1.77	(0.05)	1.79	0.07	-	7.33	0.01	0.01	0.00	-	100.00%	Philippines
23	Lumina Datamatics UK Limited	GBP	118.49	0.23	5.45	6.05	0.37	-	1.88	0.13	0.03	0.10	-	100.00%	UK
24	Sunrise Setting Limited (13)	GBP	118.49	0.00	1.90	3.74	1.83	-	14.32	0.62	0.01	0.61	-	85.00%	UK
25	Diacritech Inc. (14)	USD	88.46	4.34	(3.42)	1.56	0.63	-	4.64	0.37	0.01	0.36	-	100.00%	USA
26	TNQ Tech Private Limited (15)	INR	1.00	1.01	174.00	249.35	74.34	151.77	338.09	113.60	28.69	84.91	-	80.00%	India

Notes:

1. Indian rupee equivalents of the figures given in foreign currencies in the accounts of the Subsidiary Companies, are based on the exchange rates as on March 31, 2025.
2. Converted at monthly average exchange rates.
3. Investments represents investments other than investments in subsidiaries.
4. The reporting period for all the Subsidiaries is March 31, 2026.
5. The Company has filed a merger application in the State of Delaware, USA, for the merger of Dextara Digital (USA) Inc. with Datamatics Global Services Inc. on 29 January 2026. The application is still under process, and the effective date of the merger will be 1 April 2026.
6. Datamatics Global Services BV was dissolved w.e.f. November 14, 2024 and is under process of liquidation.
7. Name of Datamatics Staffing Services Limited changed to Datamatics Professional Services Limited w.e.f. April 23, 2024.
8. Datamatics Global Services Limited acquired the balance 2,300 equity shares (23%) stake in Datamatics Cloud Solutions Private Limited (DCSPL) held by CloudGrowth Private Limited and post-acquisition, DCSPL ceased to be Joint Venture Company and became a Wholly Owned Subsidiary of the Company w.e.f. May 20, 2024.
9. Datamatics Technologies FZ LLC was dissolved w.e.f. August 24, 2025.
10. Datamatics Global Services LLC FZ (UAE) incorporated as a Wholly Owned Subsidiary of Datamatics Global Services Limited w.e.f. November 15, 2024.
11. Datamatics Global Services Limited acquired 80% stake in Dextara Digital Private Limited and consequently in Dextara Digital (USA) Inc and Dextara Digital (UK) Private Limited (subsidiaries of Dextara Digital Private Limited) become step down subsidiaries of Datamatics Global Services Limited w.e.f. April 01, 2024. Datamatics Global Services Limited acquired remaining 20% stake in Dextara Digital Private Limited on June 20, 2025 making it wholly owned subsidiary of the company.
12. Name of LDR eRetail Limited changed to Luminad.AI Limited w.e.f. May 29, 2024.
13. Lumina Datamatics UK Limited has acquired additional 15% in UK-based Sunrise Setting Ltd on February 28, 2025.
14. Lumina Datamatics Limited acquired 100% stake in Diacritech Technologies Private Limited on 30.04.2023 and accordingly Diacritech Technologies Private Limited become Wholly Owned Subsidiary of Lumina Datamatics Limited and Diacritech Inc. become step down subsidiary of Lumina Datamatics Limited w.e.f. 30.04.2023. Diacritech Technologies Private Limited has been merged in Lumina Datamatics Limited. The appointed date of the merger is April 01, 2024, and the effective date of the merger, is December 26, 2024.
15. Lumina Datamatics Limited acquired 80% stake in TNQ Tech Private Limited w.e.f. December 31, 2024.
16. RJ Globus Inc. has been dissolved w.e.f. November 14, 2024.

For and on Behalf of the Board

Dr. Lalit S. Kanodia
Chairman
DIN 00008050

Rahul L. Kanodia
Vice Chairman & CEO
DIN 00075801

Divya Kumat
President, Chief Legal Officer
& Company Secretary

Ankush Akar
EVP, Chief Financial Officer

Place : Mumbai
Dated : May 21, 2026

Notes

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DATAMATICS