

INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF DIACRITECH INC.,USA

Report on the Condensed Financial Statements

We have audited the accompanying Condensed Financial Statements of **DIACRITECH INC.,USA** which comprises the Balance Sheet as at March 31, 2025 and the Statement of Profit and Loss (including other Comprehensive Income) and Statement of Changes in Equity for the year then ended and a summary of significant accounting policies and a summary of selected explanatory notes. The accompanying Condensed Financial Statements have been prepared by management in accordance with the generally accepted accounting principles applicable in India, solely to enable its Holding Company, Lumina Datamatics Limited to prepare its Consolidated Financial Statements.

Management's Responsibility for the Condensed Financial Statements

The Management is responsible for the preparation of these Condensed Financial Statements. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the Condensed Financial Statements that are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Condensed Financial Statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Condensed Financial Statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Condensed Financial Statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Condensed Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal controls relevant to the Company's preparation and fair presentation of the Condensed Financial Statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Condensed Financial Statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Condensed Financial Statements of Diacritech Inc,USA as at and for the year ended March 31, 2025 are prepared, in all material respects, in accordance with the generally accepted accounting principles in India.



Basis of Accounting and Restriction on distribution and use

Without modifying our opinion, we draw attention to Note No. 1(a)(i), which describes the basis and purpose of the Condensed Financial Statements. The Condensed Financial Statements are prepared solely to enable its Holding company, Lumina Datamatics Limited, to prepare its Consolidated Financial Statements and are not to be used for any other purpose or to be distributed to any other parties without our prior written consent.

For Kanu Doshi Associates LLP
Chartered Accountants
(Firm's Registration No. 104746W/W100096)



Kunal Vakharia
Partner

Membership No: 148916

UDIN No. 25148916BMKNKP2449



Place: Mumbai

Date: 12th May 2025

diacriTech, Inc.
Condensed Financial Statement
Balance Sheet As At March 31, 2025

(All amounts in USD)

| Particulars | Note | March 31,2025 | March 31,2024 |
|-------------------------------------|-------|----------------|---------------|
| ASSETS | | | |
| Current assets | | | |
| Financial assets | | | |
| i. Trade receivables | 2 | 39,936 | 49,823 |
| ii. Cash and cash equivalents | 3 | 99,026 | 35,908 |
| | | 138,962 | 85,731 |
| Total current assets | | 138,962 | 85,731 |
| Total assets | | 138,962 | 85,731 |
| EQUITY AND LIABILITIES | | | |
| Share Capital | | | |
| Equity share capital | 4 (a) | 457,942 | 457,942 |
| Other Equity | 4 (b) | (401,285) | (412,364) |
| Total equity | | 56,657 | 45,578 |
| LIABILITIES | | | |
| Current liabilities | | | |
| Financial liabilities | | | |
| i. Trade payables | 5 | 82,305 | 38,359 |
| Other current liabilities | 6 | - | 1,793 |
| | | 82,305 | 40,152 |
| Total current liabilities | | 82,305 | 40,152 |
| Total liabilities | | 82,305 | 40,152 |
| Total equity and liabilities | | 138,962 | 85,731 |

The accompanying notes forming an integral part of the financial statements 1-10

As per our attached report of even date
For Kanu Doshi Associates LLP
Chartered Accountants
Firm Registration No. 104746W/W100096



Kunal Vakharia
Partner
Membership No. 148916
Place : Mumbai
Dated : May 09 , 2025



For and on behalf of the Board



Sameer L. Kanodia
CEO and Managing Director
DIN: 00008232

diacriTech, Inc.
Condensed Financial Statement
Statement Of Profit And Loss For The Period Ended March 31, 2025

| (All amounts in USD) | | | |
|-----------------------------------|------|----------------|----------------|
| Particulars | Note | March 31,2025 | March 31,2024 |
| Continuing operations | | | |
| Revenue from operations | 7 | 446,382 | 482,208 |
| Other income | 8 | 1,701 | 1 |
| Total income | | 448,083 | 482,209 |
| Expenses | | | |
| Employee benefit expenses | 9 | - | 33,128 |
| Other expenses | 10 | 437,004 | 440,846 |
| Total expenses | | 437,004 | 473,974 |
| Profit before tax | | 11,079 | 8,235 |
| Total tax expense/(credit) | | - | - |
| Profit for the year | | 11,079 | 8,235 |

The accompanying notes forming an integral part of the financial statements 1-10

As per our attached report of even date

For Kanu Doshi Associates LLP

Chartered Accountants

Firm Registration No. 104746W/W100096

Kunal

Kunal Vakharia

Partner

Membership No. 148916

Place : Mumbai

Dated : May 09 , 2025



For and on behalf of the Board

Sameer L. Kanodia

Sameer L. Kanodia

CEO and Managing Director

DIN: 00008232

diacriTech, Inc.

Notes forming part of the condensed financial statements
(All amounts are in USD unless otherwise stated)

Note 1: Significant accounting policies and notes on account

a) Significant Accounting Policies

i) Basis of Preparation of Condensed Financial Statements:

The condensed financial statements are prepared under the historical cost convention, on the accrual basis of accounting and in accordance with Ind AS in India from the books of accounts maintained in US Dollars. The above condensed financial statements comprising of Balance Sheet, Statement of Profit and Loss and Significant accounting policies have been prepared by the management to enable its ultimate holding company, Lumina Datamatics Limited to prepare its consolidated financial statements and only relevant disclosures as required for the intended purpose are disclosed.

ii) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (IndAS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

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) Revenue recognition

Revenue from services is recognised based on time and material and billed to the clients as per the terms of the contract. In the case of fixed price contracts, revenue is recognised on periodical basis based on units executed and delivered.

Cost and earnings in excess of billings are classified as unbilled revenue while billings in excess of cost and earnings are classified as unearned revenue. Discount is recognised on cash basis in accordance with the contractual term of the agreement with the customers.

'Unbilled revenues' included in other current assets represent cost and earnings in excess of billings as at the balance sheet date.

d) Income tax

No provision has been considered necessary for the current year since the company has the brought forward net operating losses in accordance with Internal Revenue Service Code of United States of America. However State taxes are accrued and provided in the books. No deferred tax asset has been recognised on the amount of carried forward tax losses and unabsorbed depreciation in the absence of virtual certainty.

e) Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

f) Impairment of financial assets

At each balance sheet date, carrying amounts of tangible and intangible assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.



diacriTech, Inc.

Notes forming part of the condensed financial statements
(All amounts are in USD unless otherwise stated)

g) Property, plant and equipment

Property, plant and equipment's are valued at cost 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. Intangible assets are recognised, only if it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the assets can be measured reliably. Capital work-in-progress includes assets not put to use before the year end.

h) Depreciation methods, estimated useful lives and residual value

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Leasehold improvements are amortized over the lease term or the useful life of the asset as determined by the management, whichever is lower. Software cons and customer related contracts intangibles are amortized on a straight-line basis over a period of three years representing the estimated useful life of the respective intangibles.

i) Tangible assets

Fixed assets are stated at cost less accumulated depreciation/amortisation and impairment losses, where applicable. The company capitalizes all costs relating to the acquisition and installation of fixed assets. Cost comprises the purchase price and any attributed cost of bringing the asset to its working condition for its intended use.

j) Intangible assets

Software is acquired primarily from third-party vendors and is in ready-to-use condition. Costs for acquiring such software are capitalized.

Advances paid towards the acquisition of fixed assets outstanding at each balance sheet date are disclosed as "Capital advances" under Long term loans and advances.

k) Provision, Contingent Liabilities and Contingent Assets

The company creates a provision when there is present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount or the obligation. A disclosure for a contingent liability is made when there is a 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 in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are neither recognised nor disclosed in the condensed financial statements.

l) Operating cycle

Based on the nature of products ,activities of the company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the company has determined its operating cycle as 12 months For the purpose of classification of its assets and liabilities as current and non-current.

m) Segment reporting

The company operates in only one business segment, which is e-publishing services and one geographic segment USA.



diacriTech, Inc.
Notes to the Financial Statements

Note 2 - Trade receivables

| Particulars | March 31,2025 | March 31,2024 |
|--|----------------------|----------------------|
| Unsecured | | |
| Considered Good | 39,936 | 49,823 |
| Considered doubtful | - | - |
| | <u>39,936</u> | <u>49,823</u> |
| Less :- Allowance for expected credit loss | - | - |
| Total | <u><u>39,936</u></u> | <u><u>49,823</u></u> |

Note 3 - Cash and cash equivalents

| Particulars | March 31,2025 | March 31,2024 |
|---------------|----------------------|----------------------|
| Bank balances | 99,026 | 35,908 |
| Total | <u><u>99,026</u></u> | <u><u>35,908</u></u> |



diacriTech, Inc.

Note 4 :Statement of changes in equity for the period ended March 31, 2025

| (a) Equity share capital | | (All amounts in USD) |
|--------------------------|----------------|----------------------|
| Particulars | Amount | |
| March 31, 2023 | 457,942 | |
| Change in equity | - | |
| March 31, 2024 | 457,942 | |
| Change in equity | - | |
| March 31,2025 | 457,942 | |

| (b) Other equity | | Attributable to owners of Diacritech Inc | | |
|--|--|--|-----------------|--------------------|
| Particulars | | Retained earnings | Capital Reserve | Total other equity |
| As at March 31, 2023 | | (420,599) | - | (420,599) |
| Profit for the year | | 8,235 | - | 8,235 |
| Other comprehensive income | | - | - | - |
| Others | | - | - | - |
| Total comprehensive income for the year | | 8,235 | - | 8,235 |
| As at March 31, 2024 | | (412,364) | - | (412,364) |
| Profit for the year | | 11,079 | - | 11,079 |
| Other comprehensive income | | - | - | - |
| Others | | - | - | - |
| Total comprehensive income for the year | | 11,079 | - | 11,079 |
| As at March 31, 2025 | | (401,285) | - | (401,285) |



diacriTech, Inc.
Notes to the Financial Statements

Note 5 - Trade payables

| Particulars | March 31,2025 | March 31,2024 |
|--------------------|----------------------|----------------------|
| Trade payables | 82,305 | 38,359 |
| Total | 82,305 | 38,359 |

Note 6 - Other current financial and non financial liabilities

| Particulars | March 31,2025 | March 31,2024 |
|--------------------|----------------------|----------------------|
| Statutory dues | - | 1,561 |
| Customer Advances | - | 232 |
| Total | - | 1,793 |

Note 7 - Revenue from operations

| Particulars | March 31,2025 | March 31,2024 |
|--------------------|----------------------|----------------------|
| Sale of Services | 446,382 | 482,208 |
| Total | 446,382 | 482,208 |

Note 8 - Other income

| Particulars | March 31,2025 | March 31,2024 |
|----------------------|----------------------|----------------------|
| Discount Allowed | - | 1 |
| Miscellaneous Income | 1,701 | - |
| Total | 1,701 | 1 |

Note 9 - Employee benefit expenses

| Particulars | March 31,2025 | March 31,2024 |
|----------------------------------|----------------------|----------------------|
| Basic Salary, Wages & Allowances | - | 33,128 |
| Total | - | 33,128 |

Note 10 - Other expenses

| Particulars | March 31,2025 | March 31,2024 |
|--------------------------------|----------------------|----------------------|
| Outsourcing cost | 435,565 | 429,103 |
| Legal & Professional expenses | - | 212 |
| Travelling expenses | - | 31 |
| Rent | - | 399 |
| Communication charges | - | 913 |
| Subscription expenses | 229 | 1,890 |
| Bank charges | 1,210 | 1,297 |
| Rates & Taxes | - | 456 |
| Repairs & Maintenance expenses | - | 164 |
| Insurance | - | 6,381 |
| Total | 437,004 | 440,846 |

