

### ZAGGLE/24-25/153

### February 07, 2025

То	То
Listing Department	The Corporate Relations Department
National Stock Exchange of India Limited	BSE Limited
Exchange Plaza, Plot No C/1, G Block	Phiroz Jeejeebhoy Towers,
Bandra Kurla Complex, Bandra (East),	25 <sup>th</sup> Floor, Dalal Street,
Mumbai -400 051, Maharashtra	Mumbai -400 001, Maharashtra
Company Symbol: ZAGGLE	Company Scrip Code: 543985

Dear Sir / Madam,

### Sub: Outcome of the Board Meeting held on February 07, 2025.

We wish to inform you that, the Board of Directors of the Company at its meeting held today i.e. Friday, February 07, 2025, at the registered office of the Company, has transacted *inter-alia*, the following business(es):

1. Considered and approved the Standalone and Consolidated Unaudited Financial Results of the Company for the quarter and nine months ended on December 31, 2024.

Pursuant to Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Standalone and Consolidated Unaudited Financial Results for the quarter and nine months ended on December 31, 2024, along with Limited Review Report issued by the Statutory Auditor of the Company.

2. Reconstitution of Nomination and Remuneration Committee (Committee), by including Mr. Virat Sunil Diwanji as a member of the Committee. Post reconstitution, the composition of the Committee is as under:

SI.	Name of Members of the	Status in	Category			
No.	Committee	Committee				
1	Mr. Aravamudan Krishna Kumar	Chairman	Independent Director			
2	Mr. Abhay Deshpande Raosaheb	Member	Independent Director			
3	Mr. Arun Vijaykumar Gupta	Member	Independent Director			
4	Mr. Virat Sunil Diwanji	Member	Non-Independent Director			



### **Zaggle Prepaid Ocean Services Limited**

(formerly known as Zaggle Prepaid Ocean Services Private Limited)



The Board Meeting commenced at 01:45 P.M. IST and concluded at 4:00 P.M. IST.

Please take the information on records.

Thanking You

Yours faithfully,

For Zaggle Prepaid Ocean Services Limited

CEANS

Hari Priya

**Company Secretary and Compliance Officer** 

Encl: As above



**Zaggle Prepaid Ocean Services Limited** 

(formerly known as Zaggle Prepaid Ocean Services Private Limited)

# Zaggle Prepaid Ocean Services Limited

Regd. Office: 15th Floor - Western Block, Vamasiram - Suvarna Durga Tech Park, Nanakramguda Village, Serilingampally Mandal, Ranga Reddy District, Telengana-500032 Website: www.zaggle.in; Email ID: accounts.hyd@zaggle.in CIN: L65999TG2011PLC074795

Statement of Unaudited Standalone Financial Results for the Quarter and Nine months ended December 31, 2024

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See accomp	Diluted Ear	Basic Earnin	Earnings Pe	Other equity	Paid up equ	Total comp	Total Other	(c)	(b)	(a)	Other comp	Net Profit a	Total tax expense	(b)	(a)	Tax expense	Profit before tax (1-2)	Total expenses	<b>(</b>	(e)	<u>a</u>	(c)	(b)	(a)	Expenses	Total income	(b)	(a)	Revenue		<u> </u>	
see accompanying notes to the financial results	Diluted Earnings per share (in ₹)	Basic Earnings per share (in ₹)	Earnings Per Share (Face Value of $₹1$ per share) (for the period not annualised)	<b>y</b>	Paid up equity share capital (Face Value ₹ 1 each)	Total comprehensive income (5+6)	Total Other comprehensive income/ (loss)	Deferred tax relating to above items	Fair value changes in equity instruments through other comprehensive income	Remeasurement of the defined benefit plans	Other comprehensive income/ (loss) (net of taxes) Items that will not be reclassified subsequently to profit or loss	Net Profit after tax (3-4)	pense	Deferred tax	Current tax		e tax (1-2)	ses	Other expenses	Incentives and cash back	Depreciation and amortisation expense	Finance costs	Employee benefits expense	Cost of point redemption / gift cards		e	Other income	Revenue from operations			Particulars	
	1.64	1.65			134.21	202.20	(0.17)	0.05	(1.26)	1.04		202.37	65.25	(0.46)	65.71		267.62	3,132.02	217.73	828.91	39.55	22.53	165.39	1,857.91	(7)	3,399.64	35.26	3,364.38		Unaudited	31-Dec-24	
	1.51	1.51	÷		122.61	186.17	0.58	(0.19)	1.29	(0.52)		185.59	72.33	9.31	63.02		257.92	2,805.03	170.37	789.74	24.39	22.13	179.09	1,619.31	12	3,062.95	37.38	3,025.57		Unaudited	30-Sep-24	Quarter Ended
	OCEAN	1.47		1	122.10	153.52	1.29	(0.44)	ı	1.73		152.23	56.79	(2.85)	59.64		209.02	1,830.70	146.19	562.59	18.06	21.43	111.51	970.92		2,039.72	44.66	1,995.06		Unaudited	31-Dec-23	
	4.49	4.51		•	134.21	558.51	3.35	(1.13)	1.40	3.08		91.dec	197.94	7.85	190.09		753.10	8,276.72	543.85	2,515.12	85.30	65.24	485.39	4,581.82		9,029.82	117.81	8,912.01		Unaudited	31-Dec-24	Nine Months Ended
	2.36	2.39		,	122.10	250.37	1.74	(0.59)	ı	2.33		248.63	89.57	(2.54)	92.11		338.20	4,749.99	397.59	1,070.32	62.14	99.27	430.20	2,690.47		5,088.19	65.92	5,022.27		Unaudited	31-Dec-23	ths Ended
	4.03	4.06		5,631.33	122.49	437.24	(2.96)	(0.63)	(2.32)	(0.01)		440.20	157.61	(4.50)	162.11		597.81	7,270.88	559.55	2,168.27	83.63	137.17	512.82	3,809.44		7,868.69	112.71	7,755.98		Audited	31-Mar-24	Year ended





### Notes:

- 1 The above standalone unaudited financial results of Zaggle Prepaid Ocean Services Limited ("the Company") for the quarter and Nine months ended December 31, 2024, were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meeting held on February 07, 2025. The statutory auditors of the Company have carried out limited review of the above said results.
- 2 The standalone unaudited financial results of the company have been prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder, other accounting principles generally accepted in India and guidelines issued by the Securities and Exchange Board of India ("SEBI").
- 3 The details of funds raised through Initial Public Offer (IPO) by the Company during the financial year 2023-24, and utilisation of said funds as at December 31, 2024 are as follows:

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Object of the issue as per prospectus	Amount to be utilised as per prospectus	Utilisation up to December 31, 2024	Unutilised amount up to December 31, 2024*
Expenditure towards Customer acquisition and retention	3,000.00	2,087.82	912.18
Expenditure towards development of technology and products	400.00	142.44	257.56
Repayment/ pre-payment of certain borrowings, in full or part, availed by the Company	170.83	168.00	2.83
General corporate purposes	50.77	50.24	0.53
Total	3,621.60	2,448.50	1,173.10

- \* Net IPO Proceeds which were unutilised as at December 31, 2024 were temporarily invested in deposits with scheduled commercial banks and in monitoring account.
- 4 During the quarter ended December 31, 2024, pursuant to Qualified Institutions Placement ("QIP"), the Company has allotted 11,369,282 equity shares of face value of ₹ 1 each, to eligible Qualified Institutional Buyers at the issue price of ₹ 523.20 (including a premium of ₹ 522.20 per equity share) aggregating to ₹5,948.41 million. The issue was made in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018

As per placement document dated December 23 2024, the net proceeds from the Issue is ₹ 5,741.37 million, after deducting fees, commissions and expenses of the Issue ₹ 207.04 million, which has been adjusted against the security premium

- Out of Net QIP Proceeds, ₹ 591.39 million was utilized towards repayment of certain borrowing availed by the Company and the balance unutilized ₹ 5,149.98 million as at December 31, 2024 were temporarily invested in deposits with scheduled commercial banks and in monitoring account.
- 5 The Company has disclosed the segment information in the consolidated unaudited financial results and therefore no separate disclosure on segment information is given in the standalone unaudited financial results for the quarter and Nine Months ended December 31, 2024.
- 6 During the nine months ended December 31, 2024, the Company granted 3,94,264 and 44,161 employee stock options for an equal number of equity shares under the Employee Stock Options Scheme-2022, with an exercise price of ₹ 233 per option/share on April 30, 2024, and ₹ 355 per option/share on October 03, 2024, respectively. Additionally, during the same period, the Company allotted 2,20,364 shares at an exercise price of ₹ 1 per option/share and 1,33,076 shares at an exercise price of ₹ 164 per option/share, under the Employee Stock Options Scheme of the Company.

By the Order of the Board For Zaggle Prepaid Ocean Services Limited

OCEAN

Raj P Nalayanam Executive Chairman DIN: 00410032

Place: Hyderabad Date: February 07,2025

# MSKA & Associates

Chartered Accountants

1101/B, Manjeera Trinity Corporate JNTU-Hitech City Road, Kukatpally Telangana State, Hyderabad 500072, INDIA Tel: +91 40 48524966

Independent Auditor's Review Report on standalone unaudited financial results of Zaggle Prepaid Ocean Services Limited for the quarter and year to date, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

### To The Board of Directors of Zaggle Prepaid Ocean Services Limited

- 1. We have reviewed the accompanying statement of standalone unaudited financial results of Zaggle Prepaid Ocean Services Limited ("the Company") for the quarter ended December 31, 2024 and the year to-date results for the period from April 1, 2024 to December 31, 2024 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Regulations").
- 2. This Statement, which is the responsibility of the Company's Management and has been approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting', prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with relevant rules issued thereunder ('Ind AS 34') and other recognised accounting principles generally accepted in India and is in compliance with the Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 and other recognised accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of the Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 5. The unaudited standalone financial results of the Company for the quarter & nine months ended December 31, 2023, and audited standalone financial results for the year ended March 31, 2024, were reviewed /audited by us and erstwhile joint auditor and we jointly issued an unmodified conclusion / opinion on these financial results / statements vide our joint reports dated February 6, 2024 and May 23, 2024 respectively.

Our conclusion on the Statement is not modified in respect of the above matter.

For M S K A & Associates Chartered Accountants

ICAL Firm Registration No.105047W

Prakash Chandra Bhutada Partner

Laleash

Membership No.: 404621 UDIN: 25404621BMOJDQ3494

Place: Hyderabad Date: February 7, 2025



# Zaggle Prepaid Ocean Services Limited

Regd. Office: 15th Floor – Western Block, Vamasiram – Suvarna Durga Tech Park, Nanakramguda Village, Serllingampally Mandal, Ranga Reddy District, Telangana - 500032
Website: www.zaggle.in; Email ID: accounts.hyd@zaggle.in



CIN: L65999TG20.1PLC074795
Statement of Unaudited Consolidated Financial Results for the Quarter and Nine months ended December 31, 2024

	7	7					acc accompan	Γ
	> 2.50	4.09	1.40	1.00	1.60	Diluted Earnings per share (in <)	Diluted Earnin	
	יי ר		1 10	1 66		(K)	pasic carrillaga per atrate (m. v)	
	2.39	4.62	1.47	1.66	1.61	le of ₹ 1 per share) (for the period not annualised)		11
			100			NSSOC:		<u></u>
	122.10	134.21	122.10	122.61	134.21	Paid up equity share capital (Face Value ₹ 1 each)	Paid up equity	
			1	-	(0.08)	Non Controlling Interest ( NCI )	Non Co	
-	250.37	571.15	153.52	203.52	197.35	Owners of the Company	Owners	
		72					Attributable to:	
	250.37	571.07	153.52	203.52	197.27	Total comprehensive income (7+8)	Total compreh	
	,				,	Non Controlling Interest (NCI)	Non Co	
	1.74	3,35	1.29	0.58	(0.17)	Dwners of the Company	Attributable to:	
T	1.74	3,35	1.29	0.58	(0.17)	Total Other comprehensive income/ (loss)	Total Other co	
Ī				(0.19)	0.05	Deferred tax relating to above items	(c)	
				1.29	(1.26)	Fair value changes in equity instruments through other comprehensive income		
	2.33	3.08	1.73	(0.52)	1.04	Remeasurement of the defined benefit plans	(a)	- 2-2-0
						Items that will not be reclassified subsequently to profit or loss	Items that will	
				90		Other comprehensive income/ (loss) (net of taxes)		
		(80.08)	1	ı	(0.08)	Non Controlling Interest ( NCI )	* Non Co	
	248.63	567.80	152.23	202.94	197.52	Owners of the Company	owners 0	
							Attributable to:	
	248.63	567.72	152.23	202.94	197.44	אג (5-6)		7
	89.57	203.66	56.79	78.06	65.24		expe	. 40
	(2.54)	13.57	(2.85)	15.04	(0.47)	Deferred tax		
	92.11	190.09	59.64	63.02	65.71	Current tax	(a)	
						•		6
	338.20	771.38	209.02	281.00	262.68	(3+4)		ហ
		0.47	-	0.33	1	Share of profit of an associate (Refer Note 3)		4
	338.20	770.91	209.02	280.67	262.68	Profit before share of profit of an associate (1-2)		ω
7,270.88	4,749.99	8,286.15	1,830.70	2,805.03	3,141.45		pense	
	397.59	547.53	146.19	170.37	221.41	Other expenses		
2,168.27	1,070.32	2,515.12	562.59	789.74	828.91	incentives and cash back		
	62,14	85.37	18.06	24.39	39.62	Depreciation and amortisation expense		
	99.27	65.25	21.43	22.13	22.54	Finance costs		7545
	430.20	491.07	111.51	179.09	171.07	Employee benefits expense		
3,809,44	2,690.47	4,581.81	970.92	1,619.31	1,857.90	Cost of point redemption / gift cards	(a)	
				del est			Expenses	2
7,868.69	5,088.19	9,057.06	2,039.72	3,085.70	3,404.13		Total income	
	65.92	140.56	44.66	60.13	35.26	Other income	_	
7,755.98	5,022.27	8,916.50	1,995.06	3,025.57	3,368.87	Revenue from operations	(a)	
							Revenue	_
Audited	Unaudited		Unaudited	Unaudited	Unaudited			1
31-Mar-24	31-Dec-23	31-Dec-24	31-Dec-23	30-Sep-24	31-Dec-24	Particulars	5	<b>₽</b>
Year ended	hs Ended	Nine months Ended		Ouarter Ended				7



#### Notes:

- 1 The above consolidated unaudited financial results of Zaggle Prepaid Ocean Services Limited ("the Company") for the quarter and nine months ended December 31, 2024, were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meeting held on February 07, 2025. The statutory auditors of the Company have carried out limited review of the above said results.
- The consolidated unaudited financial results of the company have been prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 (the "Act") read with relevant rules issued thereunder, other accounting principles generally accepted in India and guidelines issued by the Securities and Exchange Board of India ("SEBI").
- 3 Pursuant to the share purchase agreement dated September 26, 2024, the Company has acquired 53.32% of shareholding in Span Across IT Solutions Private Limited and the acquisition was completed on September 30, 2024. Consequence to this acquisition and the stake held in the Span Across IT solution Private Limited earlier, it has become a subsidiary of the Company w.e.f. September 30, 2024.

The transaction was accounted in accordance with Ind AS 103-Business Combination ("Ind AS 103") and the initial accounting was provisionally determined.

The remeasurement of 45% shareholding in Span Across previously accounted using the equity method has resulted in to gain of ₹ 22.75 million and recorded as other income in the statement of profit and loss during the nine months ended December 31, 2024.

4 The consolidated financial results include results of the following entity:

Name of the Entity	Relationship with the Holding Company
Span Across IT Solutions Private Limited	Subsidiary (w.e.f. September 30, 2024)
	Associate (till September 29, 2024)

The details of funds raised through Initial Public Offer (IPO) by the Holding Company during the financial year 2023-24, and utilisation of said funds as at December 31, 2024 are as follows:

(₹ in Million)

Object of the issue as per prospectus	Amount to be utilised as per prospectus	Utilisation up to December 31, 2024	Unutilised amount up to December 31, 2024*
Expenditure towards Customer acquisition and retention	3,000.00	2,087.82	912.18
Expenditure towards development of technology and products	400.00	142.44	257.56
Repayment/ pre-payment of certain borrowings, in full or part, availed by the Company	170.83	168.00	2.83
General corporate purposes	50.77	50.24	0.53
Total	3,621.60	2,448.50	1,173.10

<sup>\*</sup> Net IPO Proceeds which were unutilised as at December 31, 2024 were temporarily invested in deposits with scheduled commercial banks and in monitoring account.

6 During the quarter ended December 31, 2024, pursuant to Qualified Institutions Placement ("QIP"), the Holding Company has allotted 11,369,282 equity shares of face value of ₹1 each, to eligible Qualified Institutional Buyers at the issue price of ₹523.20 (including a premium of ₹522.20 per equity share) aggregating to ₹5,948.41 million. The issue was made in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

As per placement document dated December 23 2024, the net proceeds from the Issue is ₹ 5,741.37 million, after deducting fees, commissions and expenses of the Issue ₹ 207.04 million, which has been adjusted against securities premium account.

Out of Net QIP Proceeds, ₹ 591.39 million was utilized towards repayment of certain borrowing availed by the company and the balance unutilized ₹ 5,149.98 million as at December 31, 2024 were temporarily invested in deposits with scheduled commercial banks and in monitoring account.

7 Segment Reporting :

(₹ in Million)

						(Z BI IAUIIIOU)
· · · · · · · · · · · · · · · · · · ·		Quarter Ended		Nine mont	Year Ended	
Particulars	31-Dec-24	30-Sep-24	31-Dec-23	31-Dec-24	31-Dec-23	31-Mar-24
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Revenue from Customers						
Program fee	1,355.13	1,261.11	882.79	3,885.63	1,848.61	3,218.43
Propel platform revenue / Gift cards	1,920.58	1,679.31	1,030.02	4,768.20	2,944.75	4,225.06
Platform fee / SaaS fee / Service fee	93.16	85.15	82.25	262.67	228.91	312.49
Total	3,368.87	3,025.57	1,995.06	8,916.50	5,022.27	7,755.98
Revenue from Customers						
Geographical Segment information			=			
Within India	3,368.87	3,025.57	1,995.06	8,916.50	5,022.27	7,755.98
Outside India	186	190	E (80	150	0.50	8
Total	3,368.87	3,025.57	1,995.06	8,916.50	5,022.27	7,755.98

Votes:

i) Segment information is presented for the "consolidated financial results" as permitted under the Ind AS 108 - 'Operating Segments".

ii) The Company's operating business are organised and managed according to nature of Products and services provided. This assessment resulted in identification of (a) Programe Fee; (b) Platform Fee / SaaS Fee / Service Fee; (c) Propel platform revenue / Gift cards as separate lines of business activities at Revenue level, by the Chief Operating Decision Maker (CODM). However, since the Company does not allocate common operating costs, assets and liabilities across business activities, as per the assessment undertaken by CODM, the allocation resources and assessment of the financial performance is undertaken at the Group level.

B During the nine months ended December 31, 2024, the Holding Company granted 394,264 and 44,161 employee stock options for an equal number of equity shares under the Employee Stock Options Scheme - 2022, with an exercise price of ₹ 233 per option/share on April 30, 2024 and ₹ 355 per option/share on October 03, 2024, respectively. Additionally, during the same period, the Holding Company allotted 2,20,364 shares at an exercise price of ₹ 1 per option/share and 1,33,076 shares at an exercise price of ₹ 164 per option/share, under the Employee Stock Options Scheme of the Company.

Place: Hyderabad Date: February 07, 2025



By the Order of the Board For Zaggle Prepaid Ocean Services Limited

OCEAN

HYDERABAD

Raj P Nata Yanam Executive Churman DIN : 00410032

# MSKA & Associates

### Chartered Accountants

1101/B, Manjeera Trinity Corporate "JNTU-Hitech City Road, Kukatpally Telangana State, Hyderabad 500072, INDIA Tel: +91 40 48524966

Independent Auditor's Review Report on consolidated unaudited financial results of Zaggle Prepaid Ocean Services Limited for the quarter and year to date, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

### To the Board of Directors of Zaggle Prepaid Ocean Services Limited

- 1. We have reviewed the accompanying Statement of consolidated unaudited financial results of Zaggle Prepaid Ocean Services Limited ("the Holding Company"), its subsidiary (the Holding Company and its subsidiary together referred to as the "Group") and its share of profit after tax and total comprehensive income of its associate, for the quarter ended December 31, 2024 and the year to-date results for the period from April 01, 2024 to December 31, 2024 ("the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Regulations").
- 2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting' prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder ("Ind AS 34") and other recognised accounting principles generally accepted in India and is in compliance with the Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the Securities and Exchange Board of India under Regulation 33 (8) of the Regulations, to the extent applicable.

4. This Statement includes the results of the Holding Company and the following entity:

Name of the Entity	Relationship with the Holding Company
Span Across IT Solutions Private Limited	Associate (till September 29, 2024)
	Subsidiary (w.e.f. September 30, 2024)

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review report of the other auditor referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 and other recognised accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of the Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



# MSKA & Associates

### Chartered Accountants

6. We did not review the interim financial results of a subsidiary included in the Statement, whose financial results reflects total revenues of Rs. 4.51 Mn [and Rs. 4.51 Mn], total net loss of Rs. 4.91 Mn [and Rs. 4.91 Mn], and total comprehensive loss of Rs. 4.91 Mn [and Rs. 4.91 Mn] for the quarter ended December 31, 2024 and for nine month period ended December 31, 2024, as considered in the Statement. The Statement also includes the Group's share of net profit after tax of Rs. 0.33 Mn and Rs. 0.47 Mn and total comprehensive income of Rs. 0.33 Mn and Rs. 0.47 Mn for the period ended July 1, 2024 to September 29, 2024, and for the period from April 01, 2024 to September 29, 2024, respectively, as considered in the Statement, in respect of an associate, whose interim financial results has not been reviewed by us. This interim financial result has been reviewed by other auditor whose report have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and associate, is based solely on the report of the other auditor's and the procedures performed by us as stated in paragraph 3 above.

Our conclusion is not modified in respect of the above matter with respect to our reliance on the work done by and report of the other auditor.

7. The unaudited consolidated financial results of the Company for the quarter & nine months ended December 31, 2023, and audited consolidated financial results for the year ended March 31, 2024, were reviewed /audited by us and erstwhile joint auditor and we jointly issued an unmodified conclusion / opinion on these consolidated financial results / statements vide our joint reports dated February 6, 2024 and May 23, 2024 respectively.

Our conclusion on the Statement is not modified in respect of this matter.

For M S K A & Associates Chartered Accountants ICAI Firm Registration No.105047W

Prakash Chandra Bhutada Partner

Membership No.: 404621 UDIN: 25404621BMOJDR4833

Place: Hyderabad Date: February 7, 2025