CIN : L70102WB1988PLC045587

LN/EL Lee & Nee
Softwares (Exports) Ltd.

REGD. OFFICE : 14B, CAMAC STREET
KOLKATA - 700 017, INDIA
PH. : 91-33-4069 5100 / 4065 0374
FAX : 91-33-4001 6766
Email : info@lnsel.com
Website : www.lnsel.com

04th September, 2026

To,
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai -400 001

Dear Sir /Madam,

Sub: Submission of Annual Report for the Financial Year 2025-26 along with Notice of the 38th Annual General Meeting (AGM)

The 38th Annual General Meeting of the Company is scheduled to be held on Tuesday, 29th September, 2026 through Video Conference / Other Audio Visual Means, in accordance, with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

In terms of Regulation 34(1) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Annual Report of the Company for the Financial Year 2025-26, along with Notice of the Annual General Meeting. These documents are also being circulated through electronic mode to the eligible Members whose email ID's are registered with the Company/ Depository Participants.

The above said Annual Report is also available on the Company's website at www.lnsel.com

Kindly take the same on record.

Thanking you,

Yours truly,
For Lee & Nee Softwares (Exports) Ltd

Lee & Nee Softwares (Exports) Ltd.
Arpita Gupta
Director

Arpita Gupta
(Director)

Digital Solution
Real Success

Lee & Nee
Softwares (Exports) Ltd.

Annual Report

2025 - 2026

BOARD OF DIRECTORS	: MAHESH GUPTA	- Chief Executive Officer & Managing Director
	SAGAR MAL GUPTA	- Non-Executive Director
	ARPITA GUPTA	- Non-Executive Director
	MILAN GARG	- Independent Director
	TAPANDHAR MAZUMDAR	- Independent Director
	SUMITA MAHADEVAN	- Independent Director (up to 13.08.2026)
	KIRRTI LAHOTI	- Independent Director (w.e.f 13.08.2026)
KEY MANAGERIAL PERSONNEL	: VIKASH SINGH	- Chief Financial Officer
	PRITIKA GUPTA	- Company Secretary (Resigned on 25.11.2025 & Re-appointed w.e.f 03.02.2026)

AUDITORS : N.H AGRAWAL & ASSOCIATES
CHARTERED ACCOUNTANTS

BANKERS : ICICI BANK LTD.
INDUSIND BANK LTD
RBL BANK LTD

REGISTERED OFFICE : **14B, CAMAC STREET, KOLKATA - 700 017**
TEL: 033-40650374
EMAIL: investors@lnsel.com, WEBSITE: www.lnsel.com

SOFTWARE DEVELOPMENT CENTRE : SOFTWARE TECHNOLOGY PARK
SALTLAKE ELECTRONICS COMPLEX
BLOCK 'GP', SECTOR - V
SDF BUILDING, 4TH FLOOR
BIDHANNAGAR, KOLKATA – 700 091

REGISTRAR & SHARE TRANSFER AGENTS : MAHESHWARI DATAMATICS PVT. LTD.
23, R. N. MUKHERJEE ROAD, 5TH FLOOR
KOLKATA - 700 001, TEL: (033) 22435029,
EMAIL: contact@mdplcorporate.com

CORPORATE IDENTITY NUMBER (CIN) : L70102WB1988PLC045587

CONTENTS

LEE & NEE SOFTWARES (EXPORTS) LIMITED

REGISTERED OFFICE: 14B, CAMAC STREET, KOLKATA - 700 017 TEL: 033-40650374
EMAIL: investors@lnsel.com, WEBSITE: www.lnsel.com
CIN: L70102WB1988PLC045587

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the 38th ANNUAL GENERAL MEETING ("AGM") of **LEE & NEE SOFTWARES (EXPORTS) LIMITED** will be held on Tuesday, the 29th September, 2026 at 11:00 A.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) to transact the following businesses: -

ORDINARY BUSINESS:

1. Adoption of Financial Statements

To receive, consider and adopt:

a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, including audited Balance Sheet and Profit and Loss account as on March 31, 2026, along with Cash Flow Statement on that date together with the reports of the Board of Directors and Auditors thereon and;

b) The Audited Consolidated Financial Statements of the Company together with the Report of the Auditors thereon for the Financial Year ended March 31, 2026.

2. To re-appoint the retiring Director Mr. SAGAR MAL GUPTA (DIN 00536428), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. <u>TO APPROVE THE APPOINTMENT OF MRS. KIRRTI LAHOTI (DIN: 03440885) AS A NON-EXECUTIVE & INDEPENDENT DIRECTOR.</u>

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, and Regulation 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and on the basis of recommendations of the Nomination and Remuneration Committee, Mrs. KIRRTI LAHOTI (DIN: 03440885), who was appointed as an Additional Director Non-Executive & Independent Director of the Company with effect from 13th August, 2026, by the Board of Directors at its meeting held on 13th August, 2026, in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b), 17 and other applicable regulations of the Listing Regulations, be and is hereby appointed as a Non-Executive & Independent Director of the Company to hold office for five (5) consecutive years with effect from 13th August, 2026, and shall not be liable to retire by rotation hereinafter in accordance with the provisions of the Act.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

4. TO APPROVE THE REVISION IN THE REMUNERATION OF MR. MAHESH GUPTA (MANAGING DIRECTOR & CEO):

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 197, 198, Schedule V and other applicable provisions, if any, the Companies Act, 2013 ("Act") and the rules made thereunder, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment(s) thereto or re-enactment(s) thereof, for the time being in force, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company ("Board"), approval of the members of the Company be and is hereby accorded for the increase in the remuneration of **Mr. Mahesh Gupta (DIN: 01606647)**, Managing Director & Chief Executive Officer of the Company, from **Rs. 1,00,000/- (Rupees One Lakh only)** per month to **Rs. 1,50,000/- (Rupees One Lakh Fifty thousand only)** per month, effective from **1st October 2026,** as approved by the Board of Directors in its meeting held on **13th August 2026,**

"RESOLVED FURTHER THAT all other terms and conditions of his appointment shall remain unchanged and that the above remuneration shall be paid as **minimum remuneration** in the event of absence or inadequacy of profits in any financial year during the currency of his tenure, in accordance with the applicable provisions of Schedule V of the Companies Act, 2013."

"RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution and to file necessary forms with the Registrar of Companies."

By order of the Board
For **LEE & NEE SOFTWARES (EXPORTS) LTD.**
Pritika Gupta
Company Secretary & Compliance Officer
ACS-27366

Registered Office:
14B Camac Street, Kolkata-700017
Date: The 13th August, 2026

NOTES:

1. The Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 ('the Act') relating to the Special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto and forms part of this Notice.

2. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed with the personal presence of the members at the general meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and Circular No. 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and latest being Circular No. 03/2025 dated September 22, 2025 ('MCA Circulars') and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFDPoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities Exchange Board of India ('SEBI Circulars') and latest being Pursuant to the General Circular No. 03/2025 issued by the Ministry of Corporate Affairs ("MCA") on September 22, 2025 and other circulars issued by MCA in this respect, Companies are allowed to hold the AGM through Video Conferencing/Other Audio-Visual Means ("VC/OAVM"), without the physical presence of members at a common venue. In terms of the said circulars, the 38th Annual General Meeting will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. Notice of the AGM along with the Annual Report is being sent online through electronic mode to those Members whose email addresses are registered with the Company/Depositories. A letter containing the web-link, along with the exact path to access the complete details of the Annual Report, is being sent to members who have not registered their email address with Company/Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website https://lnsel.com/, and can also be accessed from the website of the Stock Exchange i.e., BSE, at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the e-Voting facility) at www.evoting.nsdl.com.

3. The details required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment / re-appointment at this AGM form part as **Annexure-A** of the Notice.

4. Since this AGM is being held through VC/OAVM, pursuant to MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

5. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.

6. Facility of joining the AGM through VC/OAVM shall open 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 to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more), 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 restriction on account of first come first served basis.

7. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members intending to authorise their representatives to participate and vote at the meeting, are requested to send a certified copy of the Board Resolution/authorisation letter to the Company or upload on the VC/OAVM portal/e-voting portal.

8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM, based on the request being received on investors@lnsel.com.

9. All documents referred to in the Notice and Explanatory Statement will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM. Members seeking to inspect such documents can send an email to investors@lnsel.com

10. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 23rd September 2026 to Tuesday, 29th September 2026 (both days inclusive) for the purpose of the Annual General Meeting of the Company.

11. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

12. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

13. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.lnsel.com. The Notice can also be accessed from the websites of the Stock Exchange i.e., BSE Limited at www.bseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the e-Voting facility) at www.evoting.nsdl.com.

14. Notice of the AGM along with the Annual Report for financial year ("FY") 2025-26 is being sent by electronic mode to those Members whose e-mail IDs are registered with the Company or National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL"), collectively ("Depositories"). [SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024, collectively referred as "SEBI Circulars"] The Notice and Integrated Annual Report FY 2025-26 is available on the following websites (a) Company - https:// lnsel.com/reports/ (b) BSE Limited - www.bseindia.com (c) NSDL - https://www.evoting.nsdl.com

15. **Special Window for lodgement of physical share transfer requests:**

    A special window, as per mandate of SEBI, is available till February 4, 2027, to facilitate lodgement of transfer requests executed before April 1, 2019 but were either not lodged for transfer or were lodged and subsequently rejected, returned or not attended due to deficiency in the documents. Eligible shareholders are requested to submit the requisite documents before February 4, 2027 to Company/RTA. Securities transferred through this mechanism shall be credited only in dematerialized form and will remain under a one year lock-in, during which they cannot be transferred, lien-marked, or pledged.[SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026]

16. **Dispute Resolution:**

    SEBI has made available an online dispute resolution mechanism through the SMART ODR Portal for the investors to raise disputes arising in the Indian Securities Market.After exhausting the options to resolve their grievances directly with the Company/RTA and through the SCORES platform, investors can initiate dispute resolution through the SMART ODR Portal. Link to access SMART ODR Portal is available here. [SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026

17. In 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 as on Tuesday, September 22, 2026 (cut-off date) will be entitled to vote during the AGM.

18. The Register of directors and key managerial personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection without any fee by the members during the AGM. Members seeking to inspect such documents can send an email to Investors@lnsel.com.

19 **Members to intimate change in their details**:

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail ID, telephone/ mobile no., PAN, mandates, choice of nominations, power of attorney, bank details viz., name of the bank and branch details, bank account, MICR code, IFSC code, etc.

a. For shares held in electronic mode: to their DPs

b. For shares held in physical mode: to the Company/RTA in prescribed Form ISR-1 and other forms. [SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023]

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. [Section 72 of the Act]

If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be.

20. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the Share Certificates to the Company's Registrars and Transfer Agents, M/s Maheshwari Datamatics Pvt Ltd., by visting their website https://www.mdpl.in or can send an email to mdpldc@yahoo.com for consolidation into single folio.

21. **Registration for receiving Notice of the AGM and Annual Report**:

Members, whose email address, bank account details or mobile number is not registered with the Company or with their respective Depository Participant(s) ['DPs'], and who wish to receive the Notice of the 38th AGM and the Annual Report for the financial year 2026 and all other communication sent by the Company, from time to time, can get their email address, bank account details and mobile number registered by following the steps as given below:-

a. Members holding shares in physical form may send scan copy of a signed request letter mentioning the folio number, complete address, email address to be registered along with scanned self attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address at lnsel.compliance@gmail.com .

b. Members holding shares in demat mode may update the email address, bank account details and mobile number through their respective Depository Participant(s)

22. **Dematerialization of shares**:

SEBI has mandated the Listed Companies to process service requests# for issue of securities in dematerialized form only, subject to folio being KYC compliant. Accordingly, Members are requested to submit duly filled and signed Form ISR-4. [SEBI Master Circular No. SEBI/ HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024]

Request for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition.

23 As per Regulation 40(1) of Securities and Exchange Board of India Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Maheshwari Datamatics Pvt Ltd for assistance in this regard.

24 Members seeking any information with regard to the financial statements or any other matters to be placed at the AGM are requested to write to the Company on investors@lnsel.com. latest by Tuesday, September 22nd ,2026, from their registered e-mail ID, mentioning their name, DP ID and Client ID/Folio No. The same will be replied by the Company suitably.

25 **Voting through Electronic Means**:

I. The Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. [Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and SEBI Circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to "e-voting Facility Provided by Listed Entities"]

II. The remote e-voting period commences on Saturday, 26th September, 2026 at 9.00 AM and ends on Monday, 28th September, 2026 at 5.00 P.M. During this period Members of the Company holding shares, either in physical form or in dematerialized form, as on the cut-off date i.e., 22nd September, 2026, may cast their vote electronically as per the process detailed in this Notice. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

III. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date, 22nd September, 2026.

IV. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

V. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting during the AGM through electronic means.

VI. Any person holding shares in physical form and non-individual shareholders who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of cut-off date, i.e., 22nd September, 2026 may obtain the login id and password by sending a request to evoting@nsdl.co.in. 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. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990. In case of Individual Shareholders holding securities in demat mode that acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e., Tuesday, 22nd September, 2026 may follow steps mentioned in the Notice of the AGM under Step 1: "Access to NSDL e-Voting system".

VII. The Company has appointed Ms. Rasna Goyal, Practicing Company Secretary (C.P No 9209) as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting in a fair and transparent manner.

VIII. The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, count the votes cast at the Annual General Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses, who will be not in the employment of the Company and shall make, not later than 48 hours of conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, forthwith to the CFO & Company Secretary of the Company for Counter Signature, who shall declare the result of the voting.

IX. The results declared along with the scrutinizers report shall be placed on the website of the Company www.lnsel.com and on the website of NSDL www.evoting.NSDLindia.com The results shall simultaneously be communicated to BSE Limited and CSE Ltd., where the shares of the Company are listed.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday, 26th September, 2026 at 9.00 AM and ends on Monday, 28th September, 2026 at 5.00 P.M.The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, 22nd September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22nd September, 2026.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under **"Login**" which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login Type	Helpdesk Details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for 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:
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******
For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For eg., if your Benficiary ID 12************** then your user ID is 12**************
For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company For eg., if EVEN is 101456 and folio number is 001*** 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 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. Select "EVEN" of the Company, for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OVAM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csrasnagoyal@gmail.com 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 www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager 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 email 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 lnsel.compliance@gmail.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 lnsel.compliance@gmail.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**.
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 ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is 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 casted 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 EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/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.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member 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" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join 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 Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at lnsel.compliance@gmail.com. The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ ask questions during the 38th AGM may register themselves as a speaker by sending their request, mentioning their name, demat account number/folio number, e-mail id and mobile number, at lnsel.compliance@gmail.com at least 7 days prior to the AGM latest by 5.00 p.m. (IST) on Tuesday 22nd September,2026. The shareholders who do not wish to speak during the AGM but have queries may send their queries, mentioning their name, demat account number/folio number, e-mail id and mobile number, to lnsel.compliance@gmail.com.These queries will be suitably replied to by the Company by e-mail.

   Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting for a maximum time of 3 (three) minutes each, once the floor is open for shareholder queries. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM.
7. Shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

This Explanatory Statement contains relevant and material information in accordance with applicable provisions of the Act and Rules made there under to enable the members holding Equity Shares of the Company to consider and approve the proposed Resolution.

ITEM No. 3. APPOINTMENT OF Mrs. KIRRTI LAHOTI (DIN: 03440885) AS A NON EXECUTIVE & INDEPENDENT DIRECTOR

Mrs. KIRRTI LAHOTI (DIN: 03440885) is a **Practicing Chartered Accountant** having experience in the fields of **Company Law, Auditing, Securities Contracts (Regulation) Act and allied laws relating to securities listing and capital markets, and direct and indirect taxation**. She possesses the requisite knowledge, skills and experience in the areas relevant to the business and operations of the Company. The Board is of the opinion that her association with the Company as an Independent Director would be beneficial to the Company.

On the basis of the recommendation of the Nomination and Remuneration Committee in terms of Section 161 of the Companies Act, 2013, the Board of Directors, at its meeting held on 13th August, 2026, approved the appointment of **Mrs. KIRRTI LAHOTI (DIN: 03440885)** as a Non-Executive & Independent Director of the Company in terms of the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013, and the rules made thereunder, for a period of five (5) years with effect from August 13, 2026, subject to the approval of the Members.

The draft letter of appointment setting out the terms and conditions of her appointment will be available for inspection by the Members electronically. Members seeking to inspect the same may send an email to investors@lnsel.com

She has given her consent to act as a Director in terms of Section 152 of the Companies Act, 2013, and has provided a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015. She has also confirmed that she is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other authority.

In the opinion of the Board, she fulfills the conditions specified in the Companies Act, 2013 and the Rules framed thereunder for appointment as a Non-Executive Independent Director and she is independent of the Management.

In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a Member signifying her candidature for the office of Director.

In compliance with the provisions of Section 149 of the Companies Act, 2013 read with Schedule IV thereto and Regulation 25 of the SEBI (LODR) Regulations, 2015, her appointment as a Non-Executive & Independent Director is now being placed before the Members for their approval.

The terms and conditions of appointment of Independent Directors are available on the website of the Company. She does not hold any shares in the Company, either beneficially or for any other person.

The details of **Mrs. KIRRTI LAHOTI (DIN: 03440885)** as required under the provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in Annexure A to this Notice.

The Board of Directors recommends the Special Resolution as set out at Item No. 3 of this Notice for approval by the Members.

Except her, being the appointee, and her relatives, none of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

ITEM 4: APPROVAL FOR REVISION IN THE REMUNERATION OF MR. MAHESH GUPTA (MANAGING DIRECTOR & CEO)

Mr. Mahesh Gupta (DIN: 01606647) is serving as the Managing Director & CEO of the Company. Considering his leadership,.

performance, and the growth of the Company under his guidance, the Board of Directors at its meeting held on 13th August, 2026, based on the recommendation of the Nomination and Remuneration Committee, approved the increase in his remuneration from Rs. 1,00,000 per month to Rs.1,50,000 per month with effect from 01st October, 2026 as agreed by and between Board of Directors and Mr. Mahesh Gupta.

The remuneration is within the permissible limits as prescribed under the Companies Act, 2013 and Schedule V thereof.

Mr. Mahesh Gupta (DIN: 01606647) was appointed as the Chief Executive Officer ("CEO") of the Company with effect from 25th April, 2014.Subsequently, in view of the commendable growth made by the Company under the outstanding leadership of Mr. Mahesh Gupta, the Board of Directors of the Company ("Board"), based on the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Mr. Mahesh Gupta as the Managing Director and CEO of the Company, with effect from 12th August, 2023 to 11th August, 2028 and approved his remuneration. The same was approved by the members of the Company at the Annual General Meeting held on 29th September, 2023.

The members had further approved the revision(s) in the remuneration of Mr. Mahesh Gupta through special resolutions passed in the Annual General Meeting held on 25th September, 2025.

None of the Directors, Key Managerial Personnel or their relatives, except **Mr. Mahesh Gupta**, is concerned or interested (financially or otherwise) in this resolution.except Mr. Sagarmal Gupta (Father of Mr. Mahesh Gupta) and Mrs. Arpita Gupta (Wife of Mr. Mahesh Gupta)

The resolution seeks approval of the members of the Company by way of a special resolution for the revision in remuneration of Mr. **Mahesh Gupta (DIN: 01606647),** Managing Director and CEO of the Company.

By order of the Board
For **LEE & NEE SOFTWARES (EXPORTS) LTD.**
Pritika Gupta
Company Secretary & Compliance Officer
ACS-27366

Registered Office:
14B Camac Street, Kolkata-700017
Date: The 13th August, 2026

ANNEXURE – A

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE 38TH ANNUAL GENERAL MEETING

[In pursuance of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)]

Information required under Regulation 36(3) of the SEBI (LODR) Regulation, 2015 and as required under Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (SS – 2), the particulars of Directors who are proposed to be appointed/ reappointed/ whose terms of remuneration are being fixed at this 38th Annual General Meeting, are given below:

Name of the Director	**Mr. Sagarmal Gupta**	**Mrs. Kirrti Lahoti**
DIN No.	00536428	03440885
Designation & Category	Non-Executive Director (Promoter)	Independent Non-Executive Director
Date Of Birth & Age	01 July, 1950 (76Year)	June 07,1987
Date of Appointment	15th December, 1991	August 13,2026
Qualification	B.COM(Hons..), FCA,LLB(Advocate)	CA
Expertise in specific functional areas	He is a practicing Chartered Accountant and Lawyer. He is Experienced in Company Law, Auditing, Securities Contract Regulation Act and allied laws regarding listing, FEMA and other direct and indirect taxation. He is having Thirty five years of experience and well versed in Software business and more then 50 year of expertise in practicing law.	She is a Practicing Chartered Accountant having experience in the fields of Company Law, Auditing, Securities Contracts (Regulation) Act and allied laws relating to securities listing and capital markets, and direct and indirect taxation. She possesses the requisite knowledge, skills and experience in the areas relevant to the business and operations of the Company.
Terms and conditions of re-appointment	No change in his previous terms of re-appointment as Non-Executive Director, approved by the members.	Appointed for a period of 5 years upon the terms and conditions as set out in the agreement entered into
Details of remuneration sought to be paid	No change in the terms of remuneration	Director sitting fees.

Name of the Director	Mr. Sagarmal Gupta	Mrs. Kirrti Lahoti
Directorships held in other companies (excluding Foreign Companies)	Rituraj Shares & Securities Limited	Amrit Cement Limited
Number of Shares held in the Company	1193817	NIL
Committee Memberships, if any, with position	• Member of Audit Committee and • Member of Stake holder Relationship Committee	NIL
Committee position held in other listed companies. (*Only Audit Committee and Stakeholders' Relationship Committee memberships in equity listed companies have been considered)	NA	NA
Relationship with other Directors Inter-se and Key Managerial Personnel	Father of Mr. Mahesh Gupta (CEO & Managing Director) and Father- in- law of Mrs. Arpita Gupta (Non-Executive Director).	None

Note:

a) The details of Board and Committee Meetings attended by these Directors during the year 2025-26 are stated in the Corporate Governance Report which forms part of this Annual Report.

b) Sitting Fee is provided to independent directors as per provisions of Companies Act, 2013.

By order of the Board
For LEE & NEE SOFTWARES (EXPORTS) LTD.
Pritika Gupta
Company Secretary & Compliance Officer
ACS-27366

Registered Office:
14B Camac Street, Kolkata-700017
Date: The 13th August 2026

MANAGEMENT DISCUSSION AND ANALYSIS:

OVERVIEW

The objective of this Management Discussion and Analysis is to provide stakeholders with Management's perspective on the business environment, industry trends and key factors influencing the performance of Lee & Nee Softwares (Exports) Limited during FY 2025-26. The discussion covers the Company's business operations and strategy, operating and financial performance, key developments in human resources, risks and opportunities, internal control systems and their adequacy, and the outlook for the business. Lee & Nee operates in the technology solutions space, with expertise in SAP solutions including SAP Business One, ERP implementation, customisation, integration and support services, along with emerging areas such as Artificial Intelligence, data analytics, mobility, cloud and digital transformation solutions. This discussion should be read together with the audited financial statements, related notes and other disclosures forming part of the Annual Report. The financial statements have been prepared in accordance with Indian GAAP and the Accounting Standards specified under Section 133 of the Companies Act, 2013, along with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

INDUSTRY & MARKET OUTLOOK

The global economy expanded by **3.4% in 2025,** although the pace of growth remained relatively moderate. Easing inflation and sustained investments in digital technologies offered some support to economic activity; however, businesses continued to adopt a cautious approach towards discretionary expenditure. Technology-related investments, in particular, came under increased evaluation, with organisations prioritising initiatives that demonstrated measurable business value, improved productivity, and cost efficiencies.

Looking ahead, the global economic environment is expected to remain challenging, with weaker growth momentum and heightened downside risks weighing on the medium-term outlook. Against this backdrop, **the IMF revised its global growth forecast for 2026 downward by 0.2 percentage points to 3.1%,** reflecting the increasing uncertainty surrounding the global economic recovery. Despite a challenging macro environment, enterprises continued to prioritise technology as a strategic lever for competitiveness and long-term transformation.

India continues to remain one of the fastest-growing major economies, supported by resilient domestic consumption, investment, infrastructure development and digitalisation. The IMF's latest July 2026 outlook projects India's real GDP growth at **6.4% in 2026**, with growth expected to strengthen thereafter as temporary external pressures ease. Despite global uncertainties, India's strong domestic demand and expanding digital economy continue to provide a favourable foundation for sustained growth.

India is also emerging as a significant global hub for **Artificial Intelligence (AI), Generative AI and digital technologies**, driven by its large technology talent pool, digital infrastructure and growing enterprise adoption. AI is increasingly being deployed to improve productivity, automation, customer experience and cost efficiency across sectors. The global technology environment is likewise being shaped by AI-led investment, with the IMF projecting **global growth of 3.0% in 2026**, while AI-driven demand is providing support to economies integrated into the global technology value chain.

OUR BUSINESS

- **Artificial Intelligence:**

Artificial Intelligence and Generative AI continue to reshape the technology landscape, creating new opportunities for businesses to improve productivity, automate processes and optimise costs. The Company is positioning AI and Generative AI as important growth drivers for its technology business, with a focus on translating emerging technologies into practical business solutions. Through its strategic association and partnerships with technology providers, Lee & Nee is developing and offering solutions including Chatbots, AI Agents and business automation solutions to help customers automate operations, enhance productivity and achieve greater cost efficiency. The company has also invested in several AI tools to improve the efficiency of its technical team across all departments. For The Company remains committed to expanding its AI capabilities and building scalable, customer-centric solutions as adoption of intelligent automation continues to accelerate.

- **ERP: ENTERPRISE RESOURCE PLANNING**

Enterprise resource planning (ERP) is business process management software that provides seamless communication and real-time data for businesses, and is an extremely helpful tool that centralizes all islands of information and streamlines it to multiple departments in an enterprise. By providing a "single source of truth," ERP systems eliminate data duplication, automate tasks, improve operational efficiency, and offer real-time insights into business performance, making them essential for managing organizations of all sizes.

To stay relevant these days, modern ERP solutions are tapping into AI, big data, IoT, and other emerging tech. In this article, I'll walk you through these ERP industry trends and explain why custom ERP solutions can sometimes handle real operational complexity better than a standard product. From AI to IoT to blockchain, these ERP trends are already changing how these systems work. This year is set to bring even more automation, sharper forecasting, and efficiency that truly changes the game. And as every day grows more competitive, having that extra edge becomes crucial.

The erp software market size has grown rapidly in recent years. It will grow from $159.87 billion in 2025 to $175.94 billion in 2026 at a compound annual growth rate (CAGR) of 10.1%. The growth in the historic period can be attributed to enterprise digital transformation initiatives, need for centralized business operations, growing complexity of financial reporting, demand for operational efficiency, expansion of global supply chains.

Key Players and Market Share:

- **Oracle:** Leading the market with a 6.5% share, according to LinkedIn.
- **SAP:** A major player with a 6.4% market share.
- **Intuit:** A significant competitor, holding 25.74% of the market by customer count.
- **CSI Software**: Also a major player, with 11.83% market share.
- **Other notable vendors:** Workday, Raper & Microsoft among others.

a. SAP:

SAP continues to be a leading global provider of enterprise applications and business technology solutions, enabling organisations to integrate core business functions, improve visibility and support data-driven decision-making. As every business is different, SAP Business One is designed with flexibility in mind. Whether it's deployed on premise or in the cloud, you can access SAP Business One at anytime, anywhere via any mobile device. And because SAP Business One runs on both the SAP HANA® and Microsoft SQL server platforms, one can choose the one that suits their business best.

Lee & Nee Softwares (Exports) Ltd. is an authorized SAP Partner and continues to focus on SAP Business One, an integrated ERP solution designed particularly for small and medium-sized enterprises. Through its SAP-related capabilities, the Company assists businesses in streamlining key functions, improving operational visibility and adopting scalable digital solutions. During FY 2025-26, the Company continued to build on its technology-led business model, with revenue increasing to approximately ₹11.14 crore from ₹10.27 crore in the previous year, reflecting continued demand for its technology and enterprise solutions.

b. BizERP for manufacturing sector

Your company has developed a cloud based ERP Solution for manufacturing & trading industries. It comprises of all the modules that is required for any business to operate. It has been deployed in many industries like Steel, Plastic, FMCG, Industrial & Engineering Products, and Leather etc. This is developed using the dot net platform which is highly secured. The company is continuously making enhancements to this product and planning to offer this on SaaS model to its customers to make it more affordable.

c. Spine HR - HRMS & Payroll Solutions:

The Company has continued its successful collaboration with SPINE Technologies, a pioneer in HRMS and Payroll solutions, as its Channel Partner for Eastern India. During the year, SPINE HR proved to be a successful and efficient solution, both for the Company's own operations and for several clients, enabling streamlined HR and payroll processes. Its effective implementation has strengthened customer confidence and trust, while also contributing to the Company's business growth and revenue generation. Building on this success, the Company remains focused on expanding its customer base and further strengthening its presence in the HRMS and Payroll solutions segment.

d. Digital Marketing:

The company offers Digital Marketing services to many clients in India as well as overseas. There is a huge demand for these services in the entire world. There is a huge growth of business in this area. With vast experience and in-depth knowledge, our experts serve multiple industries across the world with robust solutions fit for modern – day businesses. Your company provides 360 degree Digital Marketing Agency that helps your business grow consistently. With years of experience as a top digital marketing agency in Kolkata, we've successfully managed campaigns across industries. And to do so the company offers following services to its clients:

- SEO : Search Engine Optimization
- GEO : Generative Engine Optimization
- SMO : Social Media Optimization
- SMM : Social Media Marketing
- PPC : Pay-Per-Click
- LINKEDIN MARKETING
- GOOGLE MY BUSINESS PAGE
- EMAIL MARKETING
- VIDEO MARKETING

e. MOBILE APPLICATIONS:

India's rapid adoption of smartphones, internet services and digital platforms continues to drive demand for mobile-first solutions across industries. The growing integration of mobile applications, cloud platforms, Artificial Intelligence and digital services is creating opportunities for technology companies to deliver innovative, scalable and customer-focused solutions.

Lee & Nee Softwares (Exports) Ltd. (LNSEL) provides mobile application development services across multiple platforms, with capabilities in Hybrid Mobile Development and Native Mobile Development for Android and iOS. The Company develops customised applications aligned with specific business requirements, enabling clients to enhance operational efficiency, real-time visibility, decision-making and customer engagement.

During the year, the Company continued to leverage its capabilities in developing customised mobile solutions, including applications for manufacturing and investment tracking for family offices. With the continued evolution of the digital ecosystem, LNSEL remains focused on delivering scalable and business-oriented mobile solutions that support customers' changing technology requirements and long-term growth.

- **Cloud Solutions: Driving Agility and Operational Excellence**

Cloud computing continues to be a key enabler of digital transformation across industries. By offering on-demand access to scalable computing resources—including storage, processing power, and software—cloud solutions eliminate the need for traditional on-premises infrastructure. This shift empowers businesses to focus on their core operations while leveraging powerful, cost-effective, and flexible computing capabilities.

The transition from on-premises systems to cloud-based architectures is accelerating, driven by the need for agility, innovation, and cost optimization. Leading ERP vendors are actively migrating their platforms to the cloud, reflecting an industry-wide shift. Enterprises are increasingly adopting cloud strategies to house mission-critical applications, streamline operations, and reduce capital expenditure.

Our commitment to cloud adoption is not only improving our operational efficiency but also ensuring we remain agile and resilient in a rapidly evolving digital landscape.

Your company has also been involved with Cloud Solutions. We are partners with world leaders like AWS (Amazon Web Services) and Microsoft Azure for offering robust cloud solutions to its customers.

RISKS & CONCERNS

The IT industry continues to face significant challenges arising from rapid technological advancements, increasing cybersecurity threats, intense market competition, evolving regulatory and compliance requirements, infrastructure demands and the shortage of skilled technology professionals. Continuous innovation requires companies to regularly upgrade their technology, while growing dependence on digital, cloud and AI-enabled platforms increases exposure to data security and cyber risks. At the same time, changing customer expectations, pricing pressures and competition for skilled talent can impact business growth, operational efficiency and employee retention.

Lee & Nee Softwares (Exports) Limited addresses these challenges through continuous technology upgradation, employee training and skill development, strengthening of cybersecurity and data protection measures, and regular review of its IT infrastructure and internal controls. The Company focuses on its domain expertise, client-centric approach and technology capabilities to remain competitive, while maintaining a positive work environment and opportunities for employee development to attract and retain talent. The Company also remains committed to applicable legal and regulatory requirements, sound governance practices and effective risk management. Through these measures, Lee & Nee aims to remain agile and resilient and to leverage emerging technologies to create sustainable value for its customers and stakeholders.

SEGMENT-WISE / PRODUCT-WISE PERFORMANCE

Given the uniformity in the geographical location and the nature of the Company's core business—Information Technology Enabled Services (ITES)—separate segmental reporting is not applicable for the year under review. All operations are carried out within the same segment and region, eliminating the need for distinct reporting based on geography or product classification.

FUTURE OUTLOOK

The Indian IT industry continues to present significant growth opportunities, supported by rapid digital transformation, increasing enterprise technology spending, cloud adoption and the accelerating integration of Artificial Intelligence. India's IT spending is projected to reach approximately **US$176.3 billion** in 2026, representing a growth of 10.6%, while IT services spending is expected to grow by 11.1%. The increasing adoption of cloud, AI-enabled applications, cybersecurity and digital platforms is expected to remain a key driver of industry growth.

Key Factors Shaping the Industry's Future

1. Artificial Intelligence and GenAI

Artificial Intelligence, Generative AI and Agentic AI are increasingly becoming integral to enterprise technology strategies. Organisations are moving beyond experimentation towards practical implementation of AI across automation, customer engagement, analytics and business processes. This presents opportunities for technology companies to develop AI-enabled applications and solutions that deliver measurable business value.

2. Cloud and Digital Transformation

The continued shift towards cloud-based infrastructure, application modernisation and digital platforms is expected to create sustained demand for scalable technology solutions. Public cloud spending in India is forecast to grow strongly in 2026, driven by AI-ready infrastructure, application modernisation and the need for flexible and scalable technology platforms.

3. Cybersecurity and Data Protection

With increasing digitisation and AI adoption, cybersecurity, data protection and regulatory compliance are becoming important priorities for businesses. The growing focus on secure cloud environments, identity management and protection against emerging digital threats is expected to create additional opportunities for technology solution providers.

4. Talent and Technology Skills

The rapid evolution of AI, cloud computing, cybersecurity and enterprise technologies is increasing the need for specialised technical capabilities. Continuous learning, skill development and retention of experienced professionals will remain important for maintaining service quality and competitiveness.

Strategic Direction of Lee & Nee Softwares (Exports) Ltd.

Against this evolving industry backdrop, Lee & Nee Softwares (Exports) Ltd. (LNSEL) remains focused on expanding its technology capabilities and identifying new business opportunities across AI, enterprise applications and digital solutions.

- **AI and GenAI Solutions:** The Company is strengthening its focus on Artificial Intelligence through technology partnerships and solutions such as **Chatbots, Conversational AI and AI Agents**, with an objective to enhance automation, customer engagement and business productivity.
- **Enterprise Solutions:** The Company continues to explore opportunities in **ERP and CRM solutions**, including its capabilities around SAP Business One, to address the growing digitalisation needs of businesses.
- **Product and Solution Diversification:** LNSEL intends to expand its offerings across **AI Solutions, ERP Solutions, HRMS & Payroll Solutions, Digital Marketing Tools and customised mobile applications.**

- **Industry-Specific Solutions:** The Company will continue to develop customised and niche software solutions aligned with specific industry and customer requirements, with opportunities across both domestic and international markets.

Going forward, LNSEL remains committed **to innovation, technology partnerships, product diversification and customer-centric solutions.** The Company believes that its focus on AI, enterprise software, cloud-enabled solutions and customised digital applications will enable it to respond effectively to evolving market requirements and create sustainable long-term growth opportunities.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

Lee & Nee Softwares (Exports) Ltd. has established **a robust framework of Internal Control Systems (ICS)** designed to support the effective and efficient conduct of its business operations. The Company periodically reviews its processes and control mechanisms and strengthens them, wherever required, to remain responsive to changes in the regulatory, operational and business environment

The Company has implemented **well-defined policies, procedures and guidelines governing authorisations and approvals,** thereby establishing appropriate levels of accountability and control across its operations.

Internal audit forms an integral part of the Company's internal control framework. Internal audits are conducted periodically to assess the effectiveness and compliance of established systems and processes, verify adherence to applicable policies and guidelines, and evaluate the adequacy of controls for safeguarding the Company's assets against unauthorised use, misuse or potential losses.

The adequacy and effectiveness of the Company's internal control systems are **reviewed on a regular basis** and enhanced, wherever necessary, to address emerging business and operational risks. The internal and statutory auditors also periodically evaluate the Company's internal control framework, policies and procedures, including their effectiveness in supporting **risk identification, management and mitigation.**

The Company's internal control framework provides **reasonable assurance regarding the accuracy and completeness of financial and operational records, the proper authorisation and recording of transactions, compliance with applicable policies and procedures, and the safeguarding of its assets.**

Further, the Company's **ERP system** has contributed to strengthening the overall internal control environment by enabling greater integration, standardisation, monitoring and control of business processes.

FINANCIAL & PERFORMANCE OVERVIEW

At the Standalone level the Revenue of the Company have increased by 8.41% as compared to previous year. The international sales of the company continues to increase steadily. We have started working with many new international partners from USA, Canada, UK & Australia. We have recently added several new partners in USA and UK Market.

Overview of Funds Invested

The Company follows a prudent investment approach focused on efficient deployment of surplus funds, liquidity management and preservation of capital. The total investments of the Company increased to ₹1,179.30 lakh in FY 2025-26, from ₹1,092.56 lakh in FY 2024-25, registering a growth of 7.98%. The Company continues to evaluate investment opportunities while maintaining an appropriate balance between returns, liquidity and risk.

HUMAN CAPITAL

At **Lee & Nee Softwares (Exports) Ltd**., people remain central to delivering quality technology solutions and creating sustainable value. During FY 2025-26, the Company successfully strengthened its **KRA and KPI-based performance management system,** improving accountability, performance tracking and alignment of individual and departmental objectives with organisational goals. Regular feedback and performance reviews have supported greater efficiency and productivity.

The Company conducts **monthly and quarterly strategic review meetings with departmental heads** to assess departmental performance, review key objectives and identify areas for improvement. The Company also recognises and rewards **outstanding individual performers and the best-performing departments,** fostering a culture of accountability, excellence and continuous improvement. Focus also remains on developing employee capabilities in emerging areas such as **Artificial Intelligence, Generative AI, automation and other digital technologies.**

Through a performance-oriented and learning-focused culture, Lee & Nee aims to develop a **future-ready workforce** that can respond effectively to changing customer needs, emerging technologies and evolving business opportunities. The Company remains committed to creating an environment where employees can contribute meaningfully, develop their capabilities and grow alongside the organization.

As on **31 March 2026, the Company had 109 permanent employees**, compared with 99 as on 31 March 2025. Despite the change in employee strength, the Company continues to focus on workforce productivity, capability development and employee engagement, with the objective of building a **skilled, future-ready and high-performing workforce** aligned with evolving customer and business requirements.

RATIO ANALYSIS

The Board of Directors and the Management of the Company are pursuing various available options to rehabilitate the Company and considering future business plans for the Company.

Details of significant changes in key financial ratios, along with detailed explanations therefore:

Ratio	FY 2025-26	FY 2024-25	Variance	Reason
Debtors turnover	7.18	9.27	-22.51%	Prompt Collection From Debtors
Inventory Turnover	NA	NA	-	-
Interest coverage Ratio	64.30	96.85	-33.61%	Increase in Interest Cost
Current Ratio	6.20	8.18	-24.17%	Decrease in Other Bank Balances
Debt Equity Ratio	0.21	0.11	87.33%	Fresh Loan availed
Operating Profit Margin	32.81	33.53%	--2.15%	Minor Change
Net profit Margin	0.04	0.04	-	-

BOARD'S REPORT

Dear Members

We are pleased to present the Thirty- Eighth (38th) Annual Report of Lee & Nee Softwares (Exports) Ltd. ("the Company") together with the Audited (Standalone and Consolidated) Financial Statements for the Financial Year ended 31 March, 2026.

The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

a. STATE OF COMPANY AFFAIRS AND FINANCIAL RESULTS

The Company's financial performance (Standalone and Consolidated) for the financial year ended 31st March, 2026 is summarized below:

(Amount in Rs. Lacs)

Particulars	For the financial year ended (Standalone)		For the financial year ended (Consolidated)	
	31.03.2026	31.03.2025	31.03.2026	31.03.2025
Income:				
Revenue from operations	1113.66	1027.29	1161.38	1072.94
Other Income	82.14	112.30	112.81	147.74
Total Income	**1195.80**	**1139.59**	**1274.19**	**1220.68**
Expenses:				
Operating Expenditure	1116.11	1070.29	1204.93	1157.22
Depreciation & Amortization Expense	12.59	12.75	14.45	13.09
Total Expenses	**1128.70**	**1083.04**	**1219.38**	**1170.31**
Profit Before Tax (PBT)	**67.10**	**56.54**	**54.81**	**50.37**
Tax Expense	24.95	17.99	23.55	19.23
Profit for the year (PAT)	**42.15**	**38.55**	**31.26**	**31.14**
Other Comprehensive Income (Net of tax)	13.31	(16.42)	15.3	(12.68)
Total Comprehensive Income for the period	**55.46**	**22.14**	**46.56**	**18.46**

During the period under review, at consolidated level, the Company achieved revenue of Rs.1161.38 lacs EBITDA Rs. 70.32 lacs, PBT of Rs. 54.81 lacs and PAT of Rs. 31.26 lacs as compared to the revenue of Rs.1072.94 lacs EBITDA Rs. 63.46 lacs, PBT of Rs. 50.37 lacs and PAT of Rs. 31.14 lacs respectively in the previous year.

On Standalone basis, the Company achieved revenue of Rs. 1113.36 lacs EBITDA Rs. 80.75 lacs, PBT of Rs. 67.10 lacs and PAT of Rs. 42.15 lacs as compared to the revenue of Rs. 1027.29 lacs EBITDA Rs. 69.89 lacs, PBT of Rs. 56.55 lacs and PAT of Rs. 38.56 lacs respectively in the previous year.

At the Standalone level the sales of the Company have increased by 8.41% as compared to previous year and at the Consolidated level also the sales of the Company has increased by 8.24% as compared to previous year.

b. Business (State of Company Affairs):

During the year under review, the Company and its subsidiaries reported an Operating Cash outflow of Rs.110.51 Lacs as compared to Rs. 85.80 Lacs in the previous financial year. Consolidated Total Income was Rs. 1274.19 Lacs as compared to Rs. 1220.68 Lacs. Our strong focus on sustainability and efficiency led us to achieve consistently high and positive operating cash-flows over the last two years. During the year we responded well to a challenging macroeconomic environment experiencing global supply chain challenges and inflationary price increases, which is a testament to the strength of our business model as well as the flexible, diversified supply chain structure we proactively built and have leveraged during this time.

c. Performance of Subsidiaries, Associates and Joint Venture Companies:

The Company has as on 31 March 2026, two wholly owned subsidiaries Lensel Web Services Private Limited holding 99.00% shares and Rituraj Shares Broking Private Limited holding 99.72% shares and there has been no material change in the nature of business of the subsidiaries. The Company has formulated a policy for determining material subsidiaries. The policy is available on the website of the Company http://lnsel.com/wp-content/uploads/2023/09/policy-on-material-subsidiaries.pdf

In accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("the Act"), read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), the Financial Statements of Subsidiaries as at March 31, 2026, have been consolidated with the Financial Statements of the Company. The Consolidated Financial Statements of the Company for the year ended March 31, 2026, forms part of this Annual Report.

Report on the Performance of Financial Position of the Subsidiaries are given below: -

(i) **M/s. Lensel Web Services Private Limited**

The Revenue from Operations of the Lensel Web Services Private Limited has increased by 4.9% to Rs. 47.72 Lacs in the current year compared to Rs.45.45 Lacs in the previous year. EBITDA excluding other income decreased to Rs. 2.05 Lacs in the current year compared to Rs. 2.07 Lacs in the previous year. The Company has made a Profit Before Tax (before exceptional items) of Rs. 0.19 Lacs in the current year compared to Profit Before Tax (before exceptional items) of Rs. 1.73 Lacs in the previous year.

(ii) **M/s Rituraj Shares Broking Private Limited**

During the financial year under review, the Company did not generate any revenue from operations, as compared to revenue from operations of Rs. 0.21 Lacs in the previous financial year.

The Company incurred a Loss Before Tax of Rs. 12.48 Lacs during the current financial year, as against a Loss Before Tax of Rs. 7.92 Lacs reported in the previous financial year.

Pursuant to sub-section (3) of Section 129 of the Companies Act, 2013 a statement containing the salient features of the financial statement of a company's subsidiaries is given in Form No. AOC-1 annexed as 'Annexure I', which forms a part of this Annual Report.

Pursuant to the provisions of Section 136 of the Companies Act, 2013, the financial statement of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of Subsidiaries, are available on the website of the Company https://lnsel.com/reports/.

d. Names of companies which have become or ceased to be its subsidiaries, joint ventures or associate companies during the year:-

There were no Companies which have become or ceased to be subsidiaries, associates and joint ventures during the financial year under review.

APPROPRIATIONS

a. Dividend and Transfer to Reserves:

In terms of the Dividend Distribution Policy of the Company, formulated in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the equity shareholders of the Company may expect dividend subject to the availability of surplus funds and after taking into consideration the relevant internal and external factors as specified in the said Policy.

Accordingly, considering the cash position, fund requirements for the growth of the business of the Company and the brought forward losses, the Board of Directors has not recommended any dividend for the financial year ended March 31, 2026.

Accordingly, no amount is proposed to be transferred to the reserves of the Company.

b. Amount and shares transferred to IEPF with details of Nodal officer:

During the financial year under review, the Company has not transferred any amount or shares to the Investor Education and Protection Fund (IEPF).

The details of the Nodal Officer designated by the Company pursuant to “the applicable provisions of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time are available on the website of the Company and are produced below:

DETAILS OF THE NODAL OFFICER:
Pritika Gupta
Company Secretary and Compliance Officer
Email ID - lnsel.compliance@gmail.com
Phone No. - 033 4065 0374

FINANCIAL STATEMENTS AS PER IND-AS.

The Financial Statements of the Company for the year ended 31st March , 2026 have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other applicable provisions of the Companies Act, 2013.

REVISION OF FINANCIAL STATEMENTS AND BOARD’S REPORT

The Company has not carried out any revision of its Financial Statements or Board’s Report in respect of any of the three preceding financial years pursuant to the provisions of Section 131 of the Companies Act, 2013.

DEPOSITS

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 (“the Act”) read with the Companies (Acceptance of Deposits) Rules, 2014. Therefore no such amount on account of principal or interest on deposits from public was outstanding as on the date of the Balance Sheet.

Hence, the requirement for furnishing details relating to deposits covered under Chapter V of the Act and details of deposits which are not in compliance with the requirements of Chapter V of the Act is not applicable to the Company.

DISCLOSURES UNDER SECTION 134(3)(1) OF THE COMPANIES ACT, 2013

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and the date of this report.

DISCLOSURE OF INTERNAL FINANCIAL CONTROLS

Your Company has put in place adequate internal financial controls with reference to the financial statements.

The Internal Audit of the Company is carried out in-house by Mrs. Neha Ray, Compliance Manager of the Company, to review the adequacy and effectiveness of the internal control systems and processes. The Internal Audit observations and recommendations, along with the status of their implementation, are periodically reviewed by the Audit Committee of the Board.

During the year under review, no material or serious observation has been received on inefficiency or inadequacy of such controls, from the Internal Auditors of the Company.

DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL

During the financial year 2025-26, no orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and on the Company's operations in future.

RELATED PARTY TRANSACTIONS:

All contracts or arrangements or transactions with related parties entered into during the financial year were at arm's length basis and in the ordinary course of the Company's business. All such contracts or arrangements were entered into with the prior approval of the Audit Committee. No material contract or arrangement with related parties was entered into during the year under review which could be considered material in accordance with the company's policy of Materiality of Related Party Transactions read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Therefore, there is no requirement to report any transaction in Form No. AOC-2 in terms of Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014.

The Policy on Related Party Transactions, as approved by the Board, is uploaded on the Company's website at https://lnsel.com/wp-content/uploads/2025/08/Policy-on-Related-Party-Transaction.pdf

None of the Directors or any Key Managerial Personnel has any material pecuniary relationship or transactions vis-à-vis the Company.

The Directors draw attention of the members to Note No. 27 of the standalone financial statement which sets out related party disclosures.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

There were no loans, guarantees or investments made by the Company during the financial year under review attracting the provisions of Section 186 of the Companies Act, 2013.

The particulars of investments made are provided in Note No. 4.1 & 7.1 to the Standalone Financial Statements.

SHARE CAPITAL

As on 31st March, 2026, paid up share capital of the Company was Rs. 5577.40 lacs divided into 55,774,000 equity shares of Rs.10/- each. There was no change in share capital of the Company during the Financial Year 2025-26.

The Company has not issued any equity shares with differential voting rights or sweat equity shares during the financial year and, accordingly, the disclosures under Section 43(a)(ii) and Section 54 of the Companies Act, 2013, read with the relevant rules, are not applicable to the Company.

The Company does not have any Employee Stock Option Scheme and, accordingly, the disclosures relating to Employee Stock Option Scheme under the applicable provisions of the Companies Act, 2013 and the Companies (Share Capital and Debentures) Rules, 2014 are not applicable to the Company.

There are no shares held by trustees for the benefit of employees of the Company and, accordingly, the applicable disclosure requirements under the Companies (Share Capital and Debentures) Rules, 2014 are not applicable to the Company.

MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL:

a) Board of Directors & Key Managerial Personnel:

In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr. Sagar Mal Gupta (DIN: 00536428), retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for reappointment. The additional information and brief profile of the Director seeking reappointment, as required under the applicable SEBI Regulations, are annexed to the Notice of the Annual General Meeting of the Company. The Board of Directors of your Company recommends his reappointment to the Board.

b) Intimation about Change in Designation of Director:

During the financial year 2025-26, Mrs. Sumita Mahadevan (DIN: 11236590) was appointed as an Additional Director in the capacity of Independent Director of the Company with effect from 13th August 2025 and her appointment was subsequently approved by the shareholders in the Annual General Meeting held in 2025, further she has resigned from the position of Independent Director w.e.f 13th August, 2026.

Further, Mrs. Suman Murarka (DIN: 09023369) ceased to be an Independent Director of the Company with effect from 13th August 2025.

c) Appointment of Independent Director:

In accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors appointed Ms. Kirrti Lahoti (DIN: 03440885) as an Additional Director (Non-Executive & Independent Director) of the Company with effect from 13th August 2026, for a term of 5 (five) consecutive years, subject to the approval of the shareholders at the 38th Annual General Meeting (AGM) scheduled to be held on 29th September, 2026. The Board is of the opinion that she possesses the required integrity, expertise and experience (including the proficiency).

d) Declaration by Independent Directors:

The Company has received declaration of independence in terms of Section 149(6) and (7) of the Act and as per the LODR Regulations, from the Independent Directors of the Company.

The Independent Directors of the Company have, in terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, confirmed that they have enrolled themselves in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs and have either completed the proficiency test or are exempted from undergoing such test and have complied with the Company's Code of Conduct and with Schedule IV of the Companies Act, 2013.

The Board of Directors is of the opinion that all the Independent Directors possess requisite qualifications, experience & expertise in industry knowledge, financial & corporate governance and they hold highest standards of integrity.

e) Meeting of independent directors

(i) During the year under review, the Independent Directors met on 3rd February, 2026 without the presence of Non-Independent Directors and members of the Management and, inter alia:

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

(iii) reviewed the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors.

(iv) assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively & reasonably perform their duties.

f) Familiarization Programme for the Independent Directors

In compliance with the requirements of Listing Regulations, your Company has put in place a Familiarization Programme for Independent Directors to familiarize them with the working of the Company, their roles, rights and responsibilities vis-à-vis the Company, the industry in which the Company operates, business model etc., along with updating on various amendments in the Listing Regulations and the Companies Act, 2013. The policy on Familiarization Programme is uploaded on the website of the Company and can be accessed through web link https://lnsel.com/wp-content/uploads/2026/05/Familiarisation-Programme-for-Independent-Directors.pdf

The Company has conducted the familiarization programme for Independent Directors of the Company, details for the same have been disclosed on the Company's website https://lnsel.com/wp-content/uploads/2026/05/Familiarisation-Programme-for-Independent-Directors.pdf

g) Company's Policy on Director's appointment and remuneration:

The Nomination and Remuneration Committee identifies and ascertains the integrity, qualification, expertise, skills, knowledge and experience of the person for appointment as Director and Key Managerial Personnel. The appointment of a Director as recommended by the Nomination and Remuneration Committee requires approval of the Board.

The remuneration determined for Executive/ Independent Directors is subject to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors. The Non-Executive Directors appointed on the Board are paid sitting fees for attending the Board and Board Committee meetings. No other remuneration or commission is paid to the Non-Executive Directors.

The Board has, on the recommendation of the Nomination & Remuneration Committee adopted and framed a Remuneration Policy for the Directors, Key Managerial Personnel and other employees pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations. The said Remuneration Policy forms part of this report and is annexed as 'Annexure-II' to this report. The same is also available on the Company Website https://lnsel.com/wp-content/uploads/2025/08/Remuneration-Policy.pdf

h) Key Managerial Personnel

There was no change in the Key Managerial Personnel of the Company during the year under review

DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES:

a) **Board Meetings:**

The Board of Directors met 4 (four) times during the financial year 2025 - 2026 in accordance with the provisions of the Companies Act, 2013 and the gap between two consecutive meetings did not exceed one hundred and twenty days and rules made thereunder. Detailed information on the Board Meetings is provided in the Corporate Governance Report which forms part of this Annual Report.

Disclosures with respect to the Board composition, Directors and Board meetings held during the financial year are covered under the Corporate Governance report forming part of this report, as per the Provisions of the Companies Act, 2013.

b) **Committees of the Board:**

There are Four Committees of the Board of Directors of the Company viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Independent Directors Committee.

The composition and other details of these committees have been given in the report on the Corporate Governance which forms part of the Annual Report.

c) **Directors' Responsibility Statement**

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

(i) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(ii) They had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

(iii) the Directors had taken proper and sufficient care for the 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 fraud and other irregularities;

(iv) the Directors had prepared the annual accounts on a going concern basis;

(v) the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and are operating effectively; and

(vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

POLICIES

a) Vigil Mechanism/Whistle Blower Policy

The Company has adopted a Vigil Mechanism/Whistle Blower Policy to provide a formal mechanism to the Directors, employees and others who are associated with the Company in confirmation with Section 177(9) of the Act and Regulation 22 of Listing Regulations to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. The Policy provides for adequate safeguards against victimization of Employees/ Directors who avail the mechanism. The company affirms that no person has been denied access to the Audit Committee in this respect. The said policy is available on the website of the Company: https://lnsel.com/wp-content/uploads/2024/09/vigil-mechanismwhistle-blower-policy.pdf

b) Risk Management Policy

The provisions relating to constitution of a Risk Management Committee and formulation of a Risk Management Policy under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are not applicable to the Company, considering the applicability criteria prescribed under the said Regulations.

However, the Company recognizes the importance of identifying and managing business and operational risks. The Management and Board periodically review the key risks associated with the Company's operations and take appropriate measures, as considered necessary, to mitigate such risks.

c) Policies and Procedures (Mechanism):

The Company has framed policies and procedures for dealing with the leak of Unpublished Price Sensitive Information ("UPSI") and for Fair Disclosure of UPSI, with a view to preserving the confidentiality of UPSI, preventing misuse of such information while trading in the securities of the Company, and ensuring fairness in dealing with all stakeholders.

The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information has been formulated pursuant to Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Regulations") and has been duly adopted and approved by the Board of Directors of the Company.

Further, the Company has put in place a Policy for Procedure of Inquiry in Case of Leak of Unpublished Price Sensitive Information, in accordance with the applicable provisions of the Regulations, to provide a mechanism for inquiry in the event of an actual or suspected leak of UPSI.

The aforesaid policies are available on the website of the Company https://lnsel.com/wp-content/uploads/2023/09/Code-of-Practice-and-Procedure-for-Fair-Disclosure-of-Unpublished-Price-Sensitive-Information.pdf

PARTICULARS OF EMPLOYEE

The information required under Section 197 of the Act read with Rule 5 (1) and 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

a. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year:

Particulars	**Ratio to Median Remuneration**
Non-Executive Directors*	-
Executive Directors	
Mr. Mahesh Gupta, Managing Director	3.07
Mr. Vikash Singh, CFO	0.77

*Non-Executive Directors are not paid any remuneration, other than sitting fee.

b. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year:

Director, Chief Executive Officer, Chief Financial Officer and Company Secretary	**% increase in remuneration in the financial year**
Mr. Sagar Mal Gupta	These Directors were not paid any Remuneration, other than sitting fee.
Mrs. Arpita Gupta	These Directors were not paid any Remuneration, other than sitting fee.
Mr. Tapan Dhar Mazumdar	These Directors were not paid any Remuneration, other than sitting fee.
Mr. Milan Garg	These Directors were not paid any Remuneration, other than sitting fee.
Mrs. Sumita Mahadeva	These Directors were not paid any Remuneration, other than sitting fee.
Mrs. Suman Murarka (upto 13.08.2025)	These Directors were not paid any Remuneration, other than sitting fee.
Mr. Mahesh Gupta, Managing Director	16.67%
Mr. Vikash Singh, CFO	-
Mrs. Pritika Gupta, Company Secretary	13.64%

c. The percentage increase/(decrease) in the median remuneration of employees in the financial year: 20.82%

d. The number of permanent employees on the rolls of Company: 109

e. Average percentage 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:

f. The average annual increase was around 11.74% for personnel other than managerial personnel.

g. Increase in the managerial remuneration for the year was 16.67%. The managerial remuneration is as per the approval accorded by the Nomination and Remuneration Committee of the Board and Shareholders.

h. Affirmation that the remuneration is as per the remuneration policy of the Company:

i. The Company affirms that the remuneration is as per the remuneration policy of the Company.

j. There are no employees drawing remuneration in excess of the limits set out in the Rule 5 (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

EVALUATION OF DIRECTORS, COMMITTEE AND BOARD

Pursuant to the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, the Nomination and Remuneration Committee has formulated the criteria and specified the manner for effective evaluation of the performance of the Board, its Committees and individual Directors, including Independent Directors.

Based on the criteria so laid down, the Board has carried out an annual evaluation of its own performance, the performance of its Committees and the performance of individual Directors.

The performance of the Board was evaluated on various parameters, including adequacy of the composition of the Board, Board culture, appropriateness of the qualifications and expertise of Board members, process of identification and appointment of Independent Directors, interpersonal skills, ability to act proactively, management of conflicts and crisis situations, diversity in knowledge and relevant industry expertise, roles and responsibilities of Board members, and appropriate utilisation of the talents and skills of Board members.

The Independent Directors, at their separate meeting, reviewed the performance of the non-independent Directors and the Board as a whole, and assessed the quality, quantity and timeliness of the flow of information between the management and the Board.

The Board of Directors, based on the outcome of the evaluation process, evaluated the performance of the Board and individual Directors. The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated, in accordance with the applicable provisions of the SEBI Listing Regulations.

The Board also carried out an evaluation of the performance of its Committees on various parameters, including adequacy of meetings in enhancing the effectiveness of the Committees, existence of a defined set of objectives/terms of reference, effectiveness in discharging their respective functions and responsibilities, and quality and timeliness of information provided to the Committees.

The results of the review and evaluation of the performance of the Board, its Committees and individual Directors were found to be satisfactory.

INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has in place adequate internal financial controls with reference to the Financial Statements. The internal financial controls are adequate and operating effectively and are designed to ensure the orderly and efficient conduct of the Company's business, including adherence to the Company's policies and procedures, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

The Audit Committee and the Board periodically review the adequacy and effectiveness of the internal financial control systems of the Company.

AUDITORS AND REPORTS

The matters related to Auditors and their reports for the year ended 31 March, 2026 are as under:-

a) Statutory Auditors

M/s. N H Agrawal & Associates, Chartered Accountants, Kolkata (Firm Registration No. 327511E), were appointed as Statutory Auditors of your Company from the conclusion of Thirty Fourth (34th) Annual General Meeting (AGM) till conclusion of Thirty Ninth (39th) AGM to be held in the year 2027, as required under Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014.

For the year under review, the statutory auditors have confirmed that they satisfy the independence criteria required under the Companies Act, 2013.

Statutory Auditor Report

The Notes on financial statements referred to in the Statutory Auditor's Report are self-explanatory and do not call for any further comments. The Auditors' Report contains 'Unmodified Opinion' on the financial statements (Standalone and Consolidated) of your Company, for the year ended 31 March, 2026 .The Statutory Auditor's Report for the FY 2025-26 does not contain any qualifications, reservations, adverse remarks, or disclaimer, or frauds.

Fraud's reported by auditors other than those which are reportable to the central government u/s 143(12)

There were no frauds reported by the auditors under section 143(12) of Companies Act, 2013 during their course of audit for the financial year 2025-2026.

b) Secretarial Auditors

The Board of Directors, on the recommendation of the Audit Committee, appointed M/s. Rasna Goyal & Co. (ICSI Membership No. F9096, COP No.9209) Practicing Company Secretaries, for a term of 5 (Five) consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30. The same was approved by the Members through Postal Ballot on 1st August, 2026 in accordance with Regulation 24A(1) of the Listing Regulations and Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the said firm. As required under Listing Regulations, the Secretarial Auditors have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Company Secretaries of India.

Secretarial Audit Report

In accordance with Section 204 (1) of the Companies Act, 2013, the report furnished by the Secretarial Auditors, who carried out the secretarial audit of the Company under the said Section is given in the Annexure-II-(a), which form part of this report is self-explanatory and therefore do not call for any further comments.

The Secretarial Audit Reports does not co contain any qualification, reservation, or adverse remarks.

Lensel Web Services Pvt Ltd., material subsidiary of your Company, has undertaken its secretarial audit for the financial year ended 31st March, 2026 by M/s. Rasna Goyal & Co. (ICSI Membership No. F9096, COP No.9209), Practicing Company Secretaries as 'Annexure-II-(b)' to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Annual Secretarial Compliance Report

The Company has undertaken an audit for the FY 2025- 26 for all applicable compliances as per Securities and Exchange Board of India's regulations and circulars/ guidelines issued thereunder. The Annual Secretarial Compliance Report pursuant to Regulation 24A of the LODR Regulations has been issued by M/s. Rasna Goyal & Co. (ICSI Membership No. F9096, COP No.9209), Practicing Company Secretaries, Secretarial Auditors of the Company.

The Annual Secretarial Compliance Report for above said financial year has been submitted to the stock exchanges within prescribed time limit as per Listing Regulations. The same is available on the website of the Company at https://lnsel.com/wp-content/uploads/2026/09/Annual-Secretarial-Compliance-Report-March-2026.pdf

c) Cost Records and Audit

Under Section 148 of the Act, the Central Government has prescribed maintenance and audit of cost records vide the Companies (Cost Records and Audit) Rules, 2014 to such class of Companies as mentioned in the Table appended to Rule 3 of the said Rules. CETA headings under which Company's products are covered are not included in the said Table. Hence, during the year under review, maintenance of cost records and cost audit provisions were not applicable to the Company.

d) Internal Audit

Mrs Neha Ray, was appointed as the Internal Auditors of the Company for the Financial Year 2025-26. The Internal Audit plan is approved by the Audit Committee at the beginning of the year and the audit is oriented towards the review of internal controls in the Company's business operations including Infosec/Cyber review and review of related party/shared services transactions. The Audit Committee is presented with quarterly updates on the audit along with a summary of audit observations, if any and follow-up actions thereon.

ANNUAL RETURN

Pursuant to Section 92(3) of the Act, as amended, draft annual return in Form MGT-7 is available on the Company's website at https://lnsel.com/reports/

CODE OF CONDUCT

The Company has laid down a robust Code of Business Conduct and Ethics, which is based on the principles of ethics, integrity and transparency. More details regarding the Code are provided in the Corporate Governance Report.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the year under review, no application was made by the Company or proceedings were pending under the Insolvency and Bankruptcy Code, 2016 against the Company or any of its Subsidiaries.

THE 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 done any one time settlement with any of the Lenders / Financial Institutions / Banks of any loan facility provided by them, therefore disclosure under the given head is not applicable.

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

Pursuant to Provisions of Section 134 of the Companies Act, 2013 Read With the Companies (Accounts) Rules, 2014. The Statement pursuant to section 134(3) (M) of the Companies Act, 2013 read with Rule 8(3) of the Company's (Accounts) Rules 2014 is annexed as 'Annexure-III' forming part of this report.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

As per the provisions of Section 135 of the Companies Act, 2013, read with rules framed there under, every company including its holding or subsidiary and a foreign company, which fulfills the criteria specified in sub-section (1) of section 135 of the Act shall comply with the provisions of Section 135 of the Act and its rules.

Since the Company is not falling under any criteria specified in sub-section (1) of section 135 of the Act, your Company is not required to constitute a Corporate Social Responsibility ("CSR") Committee.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Directors state that as per section 118(10) of the companies Act 2013, the applicable Secretarial Standards, i.e. SS-1 and SS -2, relating to 'Meetings of the Board of Directors' and 'General Meeting' respectively, have been duly followed by the Company.

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

The Company has zero tolerance towards sexual harassment at the workplace and is committed to provide a safe, inclusive workplace where everyone feels respected and empowered. It has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder.

Internal Committee has been set up to redress complaints, if any, received regarding sexual harassment. All employees, as defined under the said Act, are covered under this policy. There were no complaints received or pending to be disposed off during the financial year under review. The status of the complaints for the FY 2025-26 is as follows:

Particulars	Number
Number of complaints of sexual harassment received in the year	Nil
Number of complaints disposed off during the year	Nil
Number of cases pending for more than ninety days	Nil

Further, there is no complaint pending as on March 31, 2026.

MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER THE MATERNITY BENEFIT ACT, 1961

The Company is committed to providing maternity benefits to its eligible women employees in accordance with the provisions of the Maternity Benefit Act, 1961 as amended from time to time and the rules made thereunder, as applicable.

The Company has complied with the applicable provisions of the Maternity Benefit Act, 1961, including provisions relating to maternity leave, payment of maternity benefits, nursing breaks and other benefits as prescribed under the Act.

The Company continues to ensure that eligible women employees are provided with the benefits and protections available to them under the applicable statutory provisions.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A detailed Management Discussion and Analysis Report as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”) forms part of this Annual Report.

CORPORATE GOVERNANCE REPORT

The Corporate Governance Report, pursuant to the Regulation 34(3), read with Schedule V, of the SEBI Listing Regulations, forms part of this Annual Report. The Company has obtained a certificate from the Statutory Auditors’ of the company regarding compliance of conditions and the same forms part of this annual report and annexed as ‘Annexure-IV’.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORTING

The provisions relating to Business Responsibility and Sustainability Reporting (“BRSR”) under Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company for the financial year under review. Accordingly, the Company has not made the disclosure under the said requirement.

ACKNOWLEDGMENTS

Your Directors place on record their appreciation for the help and co-operation received by them from ICICI Bank Ltd, Indusind Bank, RBL Bank Ltd, State Government of West Bengal and Department of Electronics & Department of Telecommunication under Ministry of Information & Technology Government of India, specially Software Technology Parks of India, WEBEL (West Bengal Electronics Industry Development Corporation Limited).

Your Directors also place on record their appreciation for the dedicated services rendered by the employees of your Company at all levels and thank the Company’s customers, vendors, investors and academic partners for their continuous support. Our consistent growth is possible because of their hard work, solidarity, co-operation and support.

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD.

Place: Kolkata	**Mahesh Gupta**	**Arpita Gupta**
Dated: 13 August, 2026	CEO & Managing Director	Director
	(DIN: 01606647)	(DIN: 02839878)

Annexure-I

Form AOC-1

(Pursuant to the first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES OR ASSOCIATES OR JOINT VENTURES

PART "A": SUBSIDIARIES

(Amount ₹ in Lacs)

1	**Name of the subsidiary**	**Lensel Web Services Private Limited**	**Rituraj Shares Broking Private Limited**
2	The date when subsidiary acquired	01st April, 2013	01st April, 2013
3	Reporting period of the subsidiary concerned	April 01, 2025 to March 31, 2026	April 01, 2025 to March 31, 2026
4	Reporting Currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR (Indian Rupees)	INR (Indian Rupees)
5	Share Capital	10.00	36.20
6	Reserves & Surplus	109.10	348.07
7	Total Assets	600.05	384.86
8	Total Liabilities	480.84	0.59
9	Investments	3.00	71.21
10	Turnover	76.45	1.94
11	Profit/(Loss) Before Taxation	0.19	(12.48)
12	Provision for Taxation	(1.41)	(0.01)
13	Profit/(Loss) after Taxation	1.60	(12.49)
14	Proposed Dividend (%)	NIL	NIL
15	% of Shareholding	100%	100%

PART "B": ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

There is no Company which is an Associate or Joint Venture of the Company.

Note:
1. Names of associates or joint ventures which are yet to commence operations: NIL
2. Names of associates or joint ventures which have been liquidated or sold during the year: NIL

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD.

Place: Kolkata
Dated: 13 August, 2026

Mahesh Gupta
CEO & Managing Director
(DIN: 01606647)

Arpita Gupta
Director
(DIN: 02839878)

Annexure-II(a)

Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2026

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

To,

The Members,

Lee and Nee Softwares (Exports) Limited,
14B Camac Street, Kolkata 700 017

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Lee and Nee Softwares (Exports) Limited (hereinafter called the "Company") bearing CIN No. - L70102WB1988PLC045587. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my 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 and as per the explanations given to us and the representations made by the Management, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Lee and Nee Softwares (Exports) Limited for the financial year ended on 31st March, 2026 according to the provisions of:

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under 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 ('SEBI Act') to the extent applicable to the Company:

(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;

(Not Applicable during the Audit Period)

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

(Not Applicable during the Audit Period)

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities and Security Receipts) Regulations, 2008;

(Not Applicable during the Audit Period)

(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) Regulationsn 2021; (Not Applicable during the Audit Period)

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable during the Audit Period)

(i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not Applicable during the Audit Period)

(j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(vi) Information Technology Act, 2000 and the rules made thereunder.

As informed by the management, there are no other specific laws applicable to the company.

I further report that, having regard to the compliance system prevailing in the company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the company has generally complied with the laws applicable to the company.

I have also examined compliance with the applicable clauses of the following:

(i) The Secretarial Standards pursuant to Section 118(10) of the Act issued (SS-1 & SS-2) by The Institute of Company Secretaries of India complied generally as checked on test check basis.

(ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited, Calcutta Stock Exchange Limited.

During the Audit period under review and as per representations and clarifications provided by the management, I confirm that the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc. as mentioned hereinabove except that

Delay observed in Submission of voting results of Annual General Meeting held in 2025 under regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to Unavailability of Staff since State Holidays commenced a day after the AGM Date as explained by the Management.

The Company has implemented a Structured Digital Database (SDD) system; however, the process of updating and maintaining the requisite records therein is under process.

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

I further report that,

(i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Director and Independent Directors. The following changes were made in the composition of the Board of Directors during the period under review.

Changes in the Board of Directors

Sl. No.	Name of Director	Director Identification Number (DIN)	Details of Changes
1	Ms. Sumita Mahadevan	11236590	Appointed as Independent Director w.e.f 13/08/2025
2	Ms. Suman Murarka	09023369	Ceased to be as Independent Director w.e.f 13/08/2025

(ii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and 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.

(iii) All decisions at the Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that as per the explanations given to me and the representations made by the Management and relied upon by me 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.

I further report that during the audit period, as per the explanations given to us there were no specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. as referred to above.

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

For **Rasna Goyal**
Practising Company Secretary
C.P No. 9209, FCS No. 9096
PRN No.: 2094/2022
FRN No.: I2010WB747300

Place: Kolkata
Date: 11th August, 2026
UDIN: **F009096H001072983**

'Annexure A'

To,
The Members,
Lee and Nee Softwares (Exports) Limited,

My report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and process 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 are reflected in Secretarial records. I believe that the process and practice, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the 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 management. My examination was limited to the verification of procedure 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 **Rasna Goyal**
Practising Company Secretary
C.P No. 9209, FCS No. 9096
PRN No.: 2094/2022
FRN No.: I2010WB747300

Place: Kolkata
Date: 11th August, 2026
UDIN: F009096H001072983

Annexure-II(b)

Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2025

[Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015]

To,
The Members,

Lensel Web Services Private Limited
14B Camac Street, Kolkata 700 017

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Lensel Web Services Private Limited** (hereinafter called the "Company" being the wholly owned subsidiary of **M/s. Lee & Nee Software (Exports) Limited)**. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my 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 and as per the explanations given to us and the representations made by the Management, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s. Lensel Web Services Private Limited** wholly owned subsidiary of **M/s. Lee & Nee Software (Exports) Limited** for the financial year ended on 31st March, 2026 according to the provisions of:

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder to the extent applicable to the Company;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (NOT APPLICABLE)

(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 ('SEBI Act') to the extent applicable to the Company;

   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; **(NOT APPLICABLE);**
   d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(NOT APPLICABLE);**
   e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities and Security Receipts) Regulations, 2008; **(NOT APPLICABLE);**

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;

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 **(NOT APPLICABLE);**

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(NOT APPLICABLE);**

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(NOT APPLICABLE);**

i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(NOT APPLICABLE);**

j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**(NOT APPLICABLE);**

(vi) Information Technology Act, 2000 and the rules made thereunder.

As informed by the management, there are no other specific laws applicable to the company.

I further report that, having regard to the compliance system prevailing in the company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the company has generally complied with the laws applicable to the Company.

I have also examined compliance with the applicable clauses of the following:

(i) The Secretarial Standards (SS-1 & SS-2) issued by The Institute of Company Secretaries of India complied partially.

During the Audit period under review and as per representations and clarifications provided by the management, I confirm that the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned hereinabove.

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals..

I further report that,

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes were made in the composition of the Board of Directors during the period under review.
2. Adequate notice is given to all directors to schedule the Board Meetings, agenda were 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.
3. All decisions at the Board Meetings carried out unanimously as recorded in the minutes of the meetings of the Board of Directors.

I further report that as per the explanations given to us and the representations made by the Management and relied upon by us 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.

I further report that during the audit period, as per the explanations given to us there were no specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. as referred to above.

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

For **Rasna Goyal**
Practising Company Secretary
C.P No. 9209, FCS No. 9096
PRN No.: 2094/2022
FRN No.: I2010WB747300

Place: Kolkata
Date: 11th August, 2026
UDIN: F009096H001073161

'Annexure A'

To,
The Members,
Lensel Web Services Private Limited

My report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and process 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 are reflected in Secretarial records. I believe that the process and practice, I followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the 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 management. My examination was limited to the verification of procedure 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 **Rasna Goyal**
Practising Company Secretary
C.P No. 9209, FCS No. 9096
PRN No.: 2094/2022
FRN No.: I2010WB747300

Place: Kolkata
Date: 11th August, 2026
UDIN: F009096H001073161

Annexure - III

PARTICULARS PURSUANT TO SECTION 134(3) (M) OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY

As a part of continued efforts towards energy conservation, some of the important energy conservation initiatives taken during the year 2025-26 in different areas are as under:

a) The Steps taken or impact on conservation of energy:

Company is ever mindful of the need for energy conservation, not only as a method of cost reduction, but also because it is a global imperative. We have ensured that the following measures are institutionalized across all our facilities:

(i) Optimal cooling of work areas and data centers.

(ii) Switching off computers when not in use.

(iii) Utilization of lights and standalone air conditioners only when required.

(iv) Minimal usage of ACs and lights during weekend.

b) The steps taken by the company for utilizing alternate sources of energy:

At present, Company has not utilize any alternate source of energy and emphasize on the Conservation of energy and be frugal in utilizing the energy.

c) The capital investment on energy conservation equipment's:

Taking effective measures in saving energy has significantly benefitted the Company.

B. TECHNOLOGY ABSORPTION

a) The efforts made towards technology absorption:

For the purpose of ensuring productivity and improvement in the quality on a continual basis the technical resources of the Company attend several seminars and workshops organized by various institutions as required from time to time in accordance with the change in the technological environment. Your Company is developing its capabilities in I. T. Enabled Services as well as an ERP vending, Implementation, supporting and training services. Also as per the recent demand and development in the IT Industry your company has partnered with AI development companies for providing AI solutions.

b) The benefits derived like product improvement, cost reduction, product development or import substitution.

c) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

The Company meets its technology requirement through developing it in-house and/or through purchasing it on domestic basis and hence there are no imports in the last 3 years.

d) The expenditure incurred on Research and Development

C. Foreign Exchange Earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows are given below: Exchange 26 (Rs. in Lacs)

Foreign Exchange Earnings and Outgo	2025-26	2024-25
Foreign Exchange **Earnings**	587.26	498.22
Foreign Exchange **Expenditure**	15.54	11.11

Annexure-III

CORPORATE GOVERNANCE REPORT FOR THE YEAR 2025-26

Your Company complies with the requirements of the guidelines on Corporate Governance stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and hereby presents the following Corporate Governance Report for the Financial Year 2025-26 based on the said requirements and its sound Corporate Governance principles and practices.

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The pillars of successful corporate governance are accountability, fairness, transparency, assurance, leadership and stakeholder management. All six are critical in successfully running an entity and forming solid professional relationships among its stakeholders which include Board of Directors, managers, employees, customers, regulators and most importantly, shareholders.

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Corporate Governance is a reflection of the company's value system encompassing the company's culture, policies and relationships with the shareholders. The Company is committed to a system of good corporate governance, as it firmly believes that good corporate governance signifies good corporate practices aimed at increasing value for its shareholders, customers, employees, the government and all other stakeholders. The Company adheres to the philosophy of building sustainable, community focused businesses that demonstrate deep respect for the environment. The Company, known for its commitment to sustainability, it has inherited a strong tradition of ethical and transparent governance.

The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large.

The Board structure and the various committees that constitute the governance structure1 of the organization are covered in detail in this report.

BOARD OF DIRECTORS:

A. Composition of Board

Your Company has an energetic, engaged, experienced, diverse, and well-informed Board. Your Company's Board of Directors comprises an optimum combination of professionals with expertise, diversity and independence. The Company has also adopted a policy on Board Diversity. The diverse Board with distinct experience, thought, perspective, skill sets, gender, and expertise ensures constructive deliberations and effective decision-making. Your Company's Board of Directors comprises of an optimum combination of executive and non-executive directors. They play a key role in providing direction in terms of strategy, target setting and performance evaluation of the top management.

a. As on 31st March, 2026, the Board has 6(Six) Directors, out of which 5(Five) are Non-executive Directors, 1 (One) Director is Managing director. The Company has 3 (Three) Independent Directors including 1 (one) woman Independent Director.

   The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Act.

b. All the Independent Directors, with their diverse knowledge & expertise provide valuable contribution in the deliberations and decisions of the Board, maintaining the requisite independence. The Composition of the board is in conformity with the Regulation 17 of the Listing Regulations read with Section 149 of the Companies Act, 2013 ("the Act"). The Board of Directors confirms that they meet the criteria of Independence as mandated by Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. The maximum tenure of each Independent Director is in compliance with the Act. In terms of Regulation 25(8) of SEBI Listing Regulations, they 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. Further, the Independent Directors have included their names in the databank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

c. None of the Directors is related to each other except Mr. Sagarmal Gupta, Mr. Mahesh Gupta & Mrs. Arpita Gupta.

d. None of the Director(s) on the Board:

- holds directorships in more than ten public companies;
- serves as Director or as Independent Director in more than seven listed entities; and

The CEO & MD does not serve as an Independent Director in any listed entity.

Further, none of the Directors is a member of more than ten committees or chairman of more than five committees across all the public limited companies.

Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2026 have been made by the Directors.

e. Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of the SEBI Listing Regulations, they 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.

The Board is of the opinion that all the Independent Directors of the Company fulfill the conditions specified under Listing Regulations and are independent of the management of the Company. Further, all the Directors have confirmed that they are neither debarred nor disqualified from being appointed or continuing as Director by the Securities and Exchange Board of India (SEBI)/the Ministry of Corporate Affairs (MCA) or any such statutory authority. In the opinion of the board, the Independent Directors fulfill the conditions specified in the applicable regulations and are independent of the management.

Your Company had also issued formal appointment letters to the Independent Directors in the manner provided under the Act and the SEBI LODR. The terms and conditions of the appointment of Independent Directors have been displayed on the website of the Company and can be accessed through the link: https://lnsel.com/wp-content/uploads/2025/06/Terms-and-Conditions-of-Appointment-of-Independent-Directors.pdf

The profiles of Directors can be found on https://lnsel.com/wp-content/uploads/2025/06/Brief-Profiles-of-Directors.pdf

BOARD MEETINGS

Four Meetings of the Board of Directors were held during the year ended on 31st March 2026. At least 1 (one) Board Meeting was held in every quarter and the time gap between any 2 (two) Board Meetings did not exceed 120 days between any two consecutive meetings as prescribed under the SEBI Listing Regulations and the Act.

The said meetings were held on 29th May 2025, 13th August 2025, 14th November 2025 & 3rd February 2026.

The necessary quorum was present for all the meetings.

During the Financial Year 2025-26, information as mentioned in Schedule II Part A of the Listing Regulations has been placed before the Board for its consideration. The Board obtained declarations from the respective functional heads confirming the compliances with all applicable laws during the Financial Year under review.

ATTENDANCE OF DIRECTORS.

(i) The names, designation and categories of the Directors and their shareholdings in the Company as of 31st March , 2026 are furnished below:

Name of the Director & DIN	Designation	Category	Equity Shareholding in the Company
Mr. Mahesh Gupta (DIN : 01606647)	Managing Director	Executive Director	1891948
Mr. Sagar Mal Gupta (DIN : 00536428)	Director	Non-Executive Director	1193817
Mrs. Arpita Gupta (DIN : 02839878)	Director	Non-Executive Director	55200
Mr. Tapan Dhar Mazumdar (DIN :10765075)	Director	Independent Director/Non Executive	Nil
Mr. Milan Garg (DIN:09706357)	Director	Independent Director/Non Executive	Nil
Mrs. Sumita Mahadevan (DIN: 11236590)	Director	Independent Director/Non Executive	Nil

At the Board Meeting held on 13th August 2025, Mrs. Sumita Mahadevan was appointed as an Additional Director designated as a Non-Executive Independent Director with effect from 13th August 2025 and was also appointed as a member of the Stakeholders' Relationship Committee.

Mrs. Suman Murarka (DIN: 09023369) resigned from the position of Independent Director of the Company due to personal reason with effect from 13th August, 2025, before the expiry of her tenure.The Company has received a confirmation from Mrs. Suman Murarka that there are no other material reasons for her resignation other than those stated in her resignation letter. Consequent to her said appointment, she will cease as a member of Stakeholders' Relationship & other Committees.

Details of the Directors attendance during the Financial Year 2025-26 and at the last Annual General Meeting, number of Directorships in other Indian companies and committee memberships/ Chairpersonship and held by them in Indian Public Companies and Directorship held in other Listed Company as of 31st March, 2026 are furnished below:

(ii) The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting,

(iii) The name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships / Memberships held by them in other public limited companies and Directorship held in other Listed Company as on March 31, 2025 are given herein below:

Name of the Director	No. of Meetings Held during the tenure	No. of Board Meetings attended	Whether attended last AGM held on 29.09.2025	No. of directorship held in other Indian Companies	No. of Committee Membership / Chairmanship held in public companies (Including in this Company)		Directorship in other listed Companies & Category of Directorship
					Member	Chairman	
Mr. Mahesh Gupta	4	4	Yes	2	0	0	0
Mr. Sagar Mal Gupta	4	4	Yes	1	0	2	0
Mrs. Arpita Gupta	4	4	Yes	2	1	1	0
Mr. Tapan Dhar Mazumdar	4	4	Yes	0	0	2	0
Mr. Milan Garg	4	4	Yes	1	2	1	0
Mrs. Sumita Mahadevan	3	3	Yes	1	0	1	0

(iv) The information as mentioned in Part A of Schedule II of SEBI Listing Regulations has been placed before the Board for its consideration during the Financial year 2025-26. The Board periodically reviews compliance reports of all laws applicable to the Company, as prepared by the Company.

(v) During the year a separate meeting of the independent directors was held on 3rd February, 2026 as required under Regulation 25(3) of the SEBI Listing Regulations.

(vi) During the year, the Board has carried out an Annual Evaluation of the performance of Independent Directors and the Board of Directors.

(vii) Video and teleconferencing facilities are used as and when required to enable Directors at different locations to participate in Board and Committee meetings.

(viii) **Familiarization Programmes for Board Members**

The familiarization programmes comprise of a combination of written information, presentations and activities, including meetings to enable them to familiarize with the Company management, operations & practices. The details on familiarization programmes can be accessed on the Company's Website link: https://lnsel.com/wp-content/uploads/2025/05/familiarization-programme-for-independent-director.pdf

(ix) Details of equity shares of the Company held by the Directors as on March 31, 2026 are given below:

Name	Category	Number of equity shares
Mr. MAHESH GUPTA	Managing Director	1891948
Mr. S.M.GUPTA	Non-Executive Director	1193817
Mrs. ARPITA GUPTA	Non-Executive Director	55200

The Company has not issued any convertible instruments.

(x) **Board Skill Matrix**

Your Board had cautiously considered and identified an optimised mix of the Skills, Expertise, Competencies essentially required by the Company in the context of its sector. This was so done to ensure functioning of the business effectively and it has been confirmed that the Board has the required skills defined in the matrix provided below.

These attributes primarily and broadly are:

a. General Management of Corporate Affairs, Corporate Governance;

b. General Information Technology and related fields; General IT Knowledge

c. Law, Taxation, Finance related;

d. Behavioural science;

e. Strategy Management;

f. Leadership abilities

Director	Area of Expertise/Skills/Competence					
	Corporate Governance	General IT Knowledge	Law/Tax/ Finance	Behavioral Science	Strategy Management	Leadership abilities
Mr. Mahesh Gupta	Yes	Yes	Yes	Yes	Yes	Yes
Mr. S.M. Gupta	Yes	Yes	Yes	Yes	Yes	Yes
Mrs. Arpita Gupta	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Tapan Dhar Mazumdar	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Milan Garg	Yes	Yes	Yes	Yes	Yes	Yes
Mrs. Suman Murarka	Yes	Yes	Yes	Yes	Yes	Yes
Mrs. Sumita Mahadevan	Yes	Yes	Yes	Yes	Yes	Yes

(xi) Compensation paid to the Directors for the period April 2025 to March 2026

Name of Directors		Sitting fees	Total
1.	Mr. Mahesh Gupta	Waived	Waived
2.	Mr. S.M. Gupta	Waived	Waived
3.	Mrs. Arpita Gupta	Waived	Waived
4.	Mr. Tapan Dhar Mazumdar	0.40	0.40
5.	Mr. Milan Garg	0.20	0.20
6.	Mrs. Suman Murarka	0.10	0.10
7.	Mrs Sumita Mahadevan	0.30	0.30

1. Sitting Fees constitute fees paid to Non-executive directors for attending Board and Committee Meetings.

2. The Company did not have any pecuniary relationship or transaction with the Non-Executive Directors during the year ended 31 March, 2026 save and except the sitting fees accepted by the three directors.

COMMITTEES OF THE BOARD:

The Committees of the Board play an indispensable role in the governance structure of the Company. These Committees are set up under the formal approval of the Board to carry out clearly defined roles that are considered to be performed by Members of the Board, as a part of good governance practice. The minutes of the meetings of all Committees are placed before the Board for noting. Special invitees are invited to join the meetings of the Committee as considered appropriate by the Chairman of the respective Committee.

These Committees review, discuss and monitor the activities falling within their terms of reference, the details of which are provided below:

(I) AUDIT COMMITTEE

Qualified & Independent Audit Committee

A qualified and Independent Audit Committee has been set up by the Board in compliance with the requirements of Regulation 18 of SEBI Listing Regulations read with section 177 of the Act.

Terms of Reference

- The roles, responsibilities and the terms of reference of the Audit Committee inter-alia include the following:
- Oversight of financial reporting process.
- Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval.
- Approval or any subsequent modification of transactions of the Company with related parties.

Evaluation of internal financial controls.

Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.

Approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the same.

To consider matters with respect to the Company and all the other applicable Policy.

Meeting of Audit Committee

The Committee has met 4 times in the financial year ended 31 March 2026 and the gap between the two meetings did not exceed 120 days as prescribed under the SEBI Listing Regulations.

The said committee meeting held on 29th May, 2025, 13th August, 2025, 14th November, 2025 & 3rd February, 2026. The minutes of the meeting of the Audit Committee is reviewed and noted by the Board The necessary quorum was present for all the meetings.

The audit committee invites to its meetings such of the executives, as it considers appropriate particularly the head of the finance function and representatives of the statutory auditors and internal auditors. The Company Secretary acts as the Secretary to the Committee.

All the recommendations of the Audit Committee have been accepted by the Board of Directors.

The Composition of the Committee and the attendance at the meetings of the Committee is given below.

Name of Member	Category	Position	No. of Meeting Held	No. of Meeting attended
1. Mr. Milan Garg	Independent, Non-Executive	Chair Person	4	4
2. Mr. Tapan Dhar Mazumdar	Independent, Non-Executive	Member	4	4
3. Mr. S.M Gupta	Non-Executive	Member	4	4

The previous Annual General Meeting of the Company was held on 25th September, 2025 and was attended by Mr. Milan Garg, the chairman of the Audit Committee.

(II) NOMINATION AND REMUNERATION COMMITTEE

Qualified & Independent Nomination & Remuneration Committee

The Nomination and Remuneration Committee of the Company is constituted in the line with the provisions of Regulation 19 of SEBI Listing Regulations, read with section 178 of the Act.

Terms of Reference

- The role of the Committee of the Company includes the following:
- Recommend to the Board the setup and composition of the Board and its Committees.
- Recommend to the Board the appointment/ re-appointment of Directors and Key Managerial Personnel.
- Support the Board and Independent Directors in evaluation of the performance of the Board, its Committees and individual Directors.
- Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees.
- Oversee familiarization programs for Directors.

In addition to the above, the Nomination and Remuneration Committee discharges such duties and functions generally indicated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 and Rules made there under.

The composition of the Committee is as follows:

Name of the Members	Category	Position	No. of Meetings Held	No. of Meetings attended
1. Mr. Milan Garg	Independent, Non-Executive Director	Chairman	4	4
2. Mrs. Arpita Gupta	Non-Executive Director	Member	4	4
3. Mr. Tapan Dhar Mazumdar	Independent, Non-Executive Director	Member	4	4

The previous Annual General Meeting of the Company was held on 25th September, 2025 and was attended by Mr. Milan Garg, the chairman of the Nomination & Remuneration Committee.The Company Secretary acts as the Secretary to the Nomination and Remuneration Committee.

Meetings of the Nomination & Remuneration Committee

During the Financial Year 2025-26, the committee meetings were held on 29th May, 2025, 13th August, 2025, 14th November, 2025 & 3rd February, 2026.

Board Annual Evaluation

Pursuant to the provisions of the Act and SEBI Listing Regulations, the Board of Directors in consultation with the Nomination & Remuneration Committee has carried out the annual performance evaluation of its own performance, Committees of the Board and Individual Director. The performance of the Board was evaluated by the Board itself after seeking inputs from all the directors on the basis of the criteria such as structure & composition of Board Culture, the effectiveness of Board processes, functioning, execution and performance of specific duties, obligations and governance etc.

The performance of Committees was evaluated by the Board after seeking inputs from respective committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings and quality of recommendation to the Board, etc.

The Board and the Nomination & Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role. In a separate meeting of Independent Directors, the performance of Non-Independent Directors, the performance of the Board as a whole and the performance of the Chairman were evaluated, taking into account the views of executive directors and non-executive directors. The performance evaluation of the Independent Directors was carried out bythe entire Board. All the Directors expressed their satisfaction with the evaluation process.

Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for Independent Directors is determined by the NRC. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment

Remuneration Policy:

Remuneration policy of the Company is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. The business model promotes customer centricity and requires employee mobility to address project needs.

The remuneration policy supports such mobility through pay models that are compliant to local regulations. In each country where the Company operates, the remuneration structure is tailored to the regulations, practices and benchmarks prevalent in the IT industry.

Remuneration of Directors:

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and commission (variable component) to its Managing Director. Annual increments are recommended by the NRC within the salary scale approved by the Board and Members and are effective October 1, each year.

The Company pays sitting fees to its Non-Executive Directors for attending meetings of the Board and meetings of committees of the Board. The Company also pays commission to the Non-Executive Directors within the ceiling of 1% of the net profits of the Company as computed under the applicable provisions of the Act, with the approval of the Members.

The details of remuneration paid to the directors for the FY 2025-26 is as follows:

SRN	Name of the Director	Salary (including allowances)	Performance Linked Incentive	Perquisites	Contribution to PF, Superannuation and Gratuity	Sitting Fees
1.	Mr. Mahesh Gupta	**9.00**	-	-	-	-
2.	Mr. S.M. Gupta	-	-	-	-	-
3.	Mrs. Arpita Gupta	-	-	-	-	-
4.	Mr. Tapan Dhar Mazumdar	-	-	-	-	**0.40**
5.	Mr. Milan Garg	-	-	-	-	**0.20**
6.	Mrs. Suman Murarka*	-	-	-	**-**	**0.10**
7.	Mrs Sumita Mahadevan**					**0.30**

**Resignation as Independent Director w.e.f 13.08.2025*

***Appointed as Additional Director w.e.f 13.08.2025*

Succession Planning

The Company has implemented an effective mechanism for succession planning which focuses on orderly succession of Board of Directors, Key Managerial Personnel and Senior Management Personnel and other senior officers. Company's succession planning aligns talent management with the Company's objectives and endeavors to mitigate the critical risks such as vacancy, readiness and transition. The Nomination and Remuneration Committee implements this mechanism

(III)STAKEHOLDERS RELATIONSHIP COMMITTEE

The Composition of the Stakeholders Relationship Committee is as follows:

SRN	Name of the members	Category	Position	No. of Meeting Held	No. of Meeting Attended
1	Mrs. Arpita Gupta	Non-Executive Director	Chairman	1	1
2	Mr. S.M.Gupta	Non-Executive Director	Member	1	1
3	Mrs. Sumita ahadevan	Independent Non-Executive Director	Member	1	1

The previous Annual General Meeting of the Company was held on 25th September, 2025 and was attended by Mrs. Arpita Gupta, the chairman of the Stakeholders' Relationship Committee.The Company Secretary acts as the Secretary to the Stakeholders' Relationship Committee.

Name, designation and address of Compliance Officer:

Pritika Gupta, Company Secretary
Lee & Nee Softwares (Exports) Ltd., 14B Camac Street, Kolkata-700017
Telephone:033-40650377

Number of complaints:

Details of Investor complaints received and redressed during the year 2025-26 are as follows:

Opening	Received	Resolved	Pending
NIL	NIL	NIL	NIL

Qualified & Independent Stakeholders Relationship Committee

The Stakeholders Relationship Committee (SRC) of the Board of Directors meets the criteria laid down under Section 178 of the Companies Act, 2013, read with Regulation 20 of the SEBI Listing Regulations.

Meetings of the Stakeholder Relationship Committee

During the Financial Year 2025-26, the committee meetings was held on 3rd February, 2026.

Other Details:

M/s. Maheshwari Datamatics Pvt. Ltd. has been appointed as the Company's Registrar to an Issue and Share Transfer Agent to expedite the process of share transfer both physical and demat segment.

(IV)RISK MANAGEMENT COMMITTEE

In terms of the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has put in place adequate measures for identification, assessment and mitigation of various risks faced by the Company. The Board periodically reviews the key business risks and the measures adopted for their mitigation. In the opinion of the Board, there are no risks which may threaten the existence of the Company.

The provisions relating to constitution of a Risk Management Committee are not applicable to the Company. Accordingly, the Company has not constituted a Risk Management Committee

SENIOR MANAGEMENT:

Particulars of senior management including the changes therein since the close of the previous financial year:

The details of Senior Management as on March 31, 2026 pursuant to SEBI Listing Regulations:

S.No.	Name	Designation
1	VIKASH SINGH	Chief Financial Officer
2	PRITIKA GUPTA	Company Secretary & Compliance Officer
3	NA	Vice President
4	NA	General Manager
5	RONY BHATHACHARJEE	HR
6	SUKALYAN HALDER	Technical

(b) Changes in Senior Management since the close of the previous financial year:

S.No.	Name	Designation	Date of Exit
1	PRITIKA GUPTA	Company Secretary & Compliance Officer	Resigned w.e.f 15.11.2025 Appointed on 03.02.2026

GENERAL BODY MEETINGS

(ii) **General Meeting**

Annual General Meeting:

The details of the Annual General Meeting of the Company, held in last 3 years are as under:-

The day, date, time and venue of the Annual General Meetings held during preceding three years and the special resolution(s) passed thereat, are as follows:

Financial Year	Location / Mode	Day, date and time (IST)	Special Resolutions Passed	Voting Results of AGM
2022-23	AGM held through Video Conferencing (VC)/Other Audio Visual Mean (OAVM) facility provided by National Securities Depositories Ltd.	Friday, the 29th September, 2023 at 11:00 A.M.	1. Appointment of Mr. Mahesh Gupta (DIN: 01606647) as a Director of the Company who was appointed as an Additional Director with effect from 12th August, 2023 2. Appointment of Mr. Mahesh Gupta (DIN: 01606647) as a Managing Director of the Company with effect from 12th August, 2023 3. Appointment Of Mr. Milan Garg (DIN: 09706357) Non-Executive Independent Director for five consecutive years with effect from 12th August, 2023 4. Appointment Of Mrs. Suman Murarka (DIN: 09023369) Non-Executive Independent woman Director for five consecutive years with effect from 12th August, 2023	https://lnsel.com/wp-content/uploads/2023/09/6.pdf

Financial Year	Location / Mode	Day, date and time (IST)	Special Resolutions Passed	Voting Results of AGM
2023-24	AGM held through Video Conferencing (VC)/Other Audio Visual Mean (OAVM) facility provided by National Securities Depositories Ltd.	Thursday, the 26th September, 2024 at 11:00 A.M	1. Re-Appointment of Mr. Sagarmal Gupta (DIN: 00536428) as Director of the Company liable to retire by rotation upon attaining the age of 75 (Seventy Five) years on July 1, 2025	https://lnsel.com/wp-content/uploads/2024/06/EVoting-Results-2023.pdf
2024-25	AGM held through Video Conferencing (VC)/Other Audio Visual Mean (OAVM) facility provided by National Securities Depositories Ltd.	Thursday, the 25th September, 2025 at 11:00 A.M.	1. Appointment Of Mr. Tapan Dhar Mazumdar (DIN: 10765075) Non-Executive Independent Director for five consecutive years with effect from 13th November, 2024 2. Appointment Of Mrs. Sumita Mahadevan (Din: 11236590) Non-Executive Independent woman Director for five consecutive years with effect from 13th August, 2025 3. Approval for increase in remuneration of Mr. Mahesh Gupta (Din: 01606647) (CEO & Managing Director)	https://lnsel.com/wp-content/uploads/2024/10/E-Voting-Result-2024.pdf

Extraordinary General Meeting:

No extraordinary general meeting of the members was held during Financial Year 2026.

Details of special resolution proposed to be conducted through postal ballot: No Special Resolution passed through postal ballot in the year 2025-26.

MEANS OF COMMUNICATION

The Company regularly utilises various means of communication to keep its stakeholders informed about its financial results, announcements, updates etc.

The quarterly, half yearly and annual results of the Company are sent and uploaded to the Stock Exchanges immediately after they are approved by the Board of Directors and communicated to the investors through publication in newspapers in English and vernacular languages.

a. The Financial results are generally published in “The Financial Express” & “Duranta Barta”
   The results are also placed at website of the Company: https://lnsel.com/reports/
b. News releases, presentations: Official news releases and official media releases are generally sent to Stock Exchanges and are also available on the website of the Company.
c. Presentations to institutional investors/analysts: Detailed presentations are made to institutional investors and financial analysts on the Company’s quarterly, half-yearly as well as annual financial results and are sent to the Stock Exchanges.

d. Website: The Company's website (https://lnsel.com/) contains a separate dedicated section 'Investors' where shareholders' information is available. It also provides detailed information regarding its business segments, products. governance and important policies.

e. Letters/e-mails/SMS to Investors: Apart from sending Annual Report, the Company or its Registrar & Share Transfer Agent has also addressed various investor-centric letters/e-mails.

f. A management discussion and analysis report forms part of this Annual report.

GENERAL SHAREHOLDER INFORMATION

38th Annual General Meeting for Financial Year 2025-26

Day, Date and Time: Tuesday, 29th September, 2026 at 11:00 A.M.
Venue: Annual General Meeting through Video Conferencing/Other Audio-Visual Means
Deemed Venue: 14B, Camac Street, Kolkata - 700017.
Book Closure Dates: From 26th September2026 to 28th September 2026 (Both days inclusive).

Financial Year: 01st April, 2025 to 31st March, 2026

Dividend payment date: No dividend has been recommended by the Board of Directors for the financial year 2025-26.

Listing on Stock Exchanges:

The equity shares of the Company are listed on the following stock exchange with effect from December 29, 2022:

Name of Stock Exchange	Address	Stock Code
BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 543720	517415 Demat ISIN Nos. INE791B01014

Listing Fees as applicable have been paid.

During the financial year under review, the equity shares of the Company have not been suspended from trading on any of the stock exchanges on which they are listed.

Registrar to an Issue and Share Transfer Agents

Share transfer, dividend payment and all other investor related matters are attended to and processed by our Registrar to an Issue and Share Transfer Agents, i.e. Maheshwari Datamatics Pvt. Ltd. having their office at:

Maheshwari Datamatics Pvt. Ltd.
23, R.N. Mukherjee Road, 5th Floor
Kolkata – 700 001
Telephone No. 22435029/2248-2248
E-mail – contact@mdplcorporate.com

Share Transfer System: In terms of Regulation 40(1) of the Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. After processing of the service request, securities are issued/credited directly to the investor's demat account and there is no requirement of issuing any letter of confirmation.

Further, pursuant to SEBI Circular dated January 30, 2026, a special window for re-lodgement of transfer deeds and dematerialisation of physical securities sold/purchased prior to April 1, 2019 has been opened for a period of one year from February 5, 2026 to February 4, 2027. The said circular is available on the website of the Company for reference of the shareholders.

The Board has delegated powers to the Registrar & Share Transfer Agent to process and effect investor service requests such as transmission, name deletion, issue of duplicate securities certificates and other related matters.

(i) Distribution of Shareholding:

The shareholding distribution of Equity Shares as on 31 March, 2026 is given below:

S No.	No. of Equity shares held	No. of shareholders	% of shareholders	No. of shares	% of shareholding
1	1 to 500	24274	87.19	3293049	5.90
2	501 to 1000	1751	6.28	1458284	2.61
3	1001 to 2000	861	3.09	1313408	2.35
4	2001 to 3000	290	1.05	739237	1.33
5	3001 to 4000	138	0.49	498312	0.89
6	4001 to 5000	165	0.59	778827	1.40
7	5001 to 10000	185	0.67	1342404	2.41
8	Above 10000	176	0.64	463504789	83.11
	GRAND TOTAL	27840	100.00	5577400	100.00

Category of Shareholders (as on 31.03.2026)

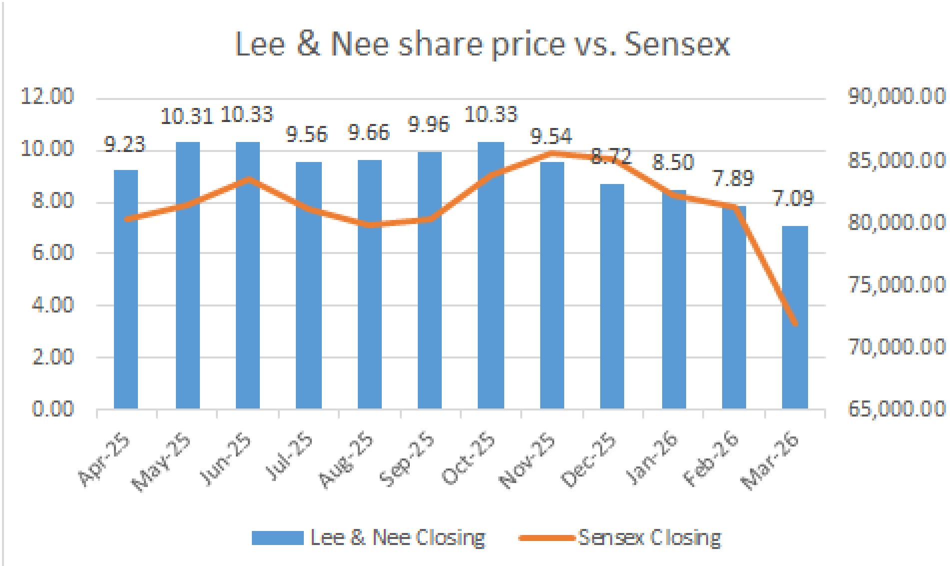
Category	No. of shareholders	No. of Shares	% of Total Shares
PROMOTER	10	38917885	69.7778
NRI	68	121946	0.2186
FII	-	-	-
OCB	-	-	-
IFI	-	-	-
IMF	-	-	-
BANK	-	-	-
EMPLOYEES	-	-	-
BODIES CORPORATE	65	96361	0.1728
CLEARING MEMBER	11	16600	0.03
PUBLIC	27686	16621208	29.80
TRUST	-	-	-
GRAND TOTAL	**27840**	**55774000**	**100.00**

Market Price Data:

The details of high/low market price of the share at Calcutta Stock Exchange is not available as the trading platform of the Calcutta Stock Exchange is not in operation and the details of high/low market price of the share at the Mumbai Stock Exchange are as under:

Month	High	Low	No. of shares traded
Apr-25	9.25	10.94	2,52,887
May-25	9.23	10.56	2,36,580
Jun-25	10.59	10.85	3,80,559
Jul-25	10.33	10.49	2,65,690
Aug-25	9.65	10.49	2,81,181
Sep-25	9.38	10.2	2,67,537
Oct-25	10	11.98	3,27,802
Nov-25	10.35	10.55	2,43,110
Dec-25	9.13	10.15	3,85,153
Jan-26	9.3	9.59	5,97,791
Feb-26	8.93	10.48	5,75,910
Mar-26	7.61	8.26	1,70,047

Share Price Performance in comparison to broad based indices:



Dematerialization of Shares and Liquidity

Your Company has entered into agreement with National Securities Depository Ltd. (NSDL) and Central Depository Services Ltd. (CDSL) for dealing in Equity Shares of the Company in dematerialized form. Your Company has been allotted (ISIN No. INE 791B01014). Nearly 97.11% i.e. 54159822 Equity Shares of Total Equity Capital is held in dematerialized form with NSDL and CDSL as on 31 March, 2026. The Company's shares are traded on the The Bombay Stock Exchange Limited, Mumbai.

Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2026, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

Commodity price risk or foreign exchange risk and hedging activities:

The Company is exposed to foreign currency risk on certain transactions that are denominated in a currency other than entity’s functional currency, hence exposure to exchange rate fluctuations arises. As the Company is not into trading any commodity, there’s no commodity price risk and there are no hedging activities undertaken by the Company during FY 2025-26.

Plant Location

In view of the nature of the Company’s business viz. Information Technology (IT) Services and IT Enabled Services, the Company operates from various offices in Kolkata, India. The Company has a Development office at SDF Building, Salt lake Electronics Complex, 4th Floor, Block GP, Sector –V, Kolkata-91

Address for Correspondence

M/s. Lee & Nee Softwares (Exports) Ltd.
14B, Camac Street, Kolkata- 700 017
Ph: 4065 0374
Email: investors@lnsel.com

Credit Ratings

During the financial year under review, the Company has not obtained any credit ratings, whether in India or abroad.

OTHER DISCLOSURES

The Company has entered into various Related Party Transactions during the financial year which were in the ordinary course of business and made on terms equivalent to those that prevail in arm's length transactions. During the year, the Company had not entered into any contract/arrangement/ transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions or which is required to be reported in Form No. AOC-2 in terms of Section 134(3) (h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

The Company has formulated a policy on dealing with Related Party Transactions. The same is available on the Company's website at https://lnsel.com/wp-content/uploads/2025/08/Policy-on-Related-Party-Transaction.pdf

The details of all the transactions with Related Parties are provided in the accompanying financial statements.

Members may refer to Note No .27 of the standalone financial statement which sets out related party disclosures pursuant to IND AS-24.

Details of Non-Compliance by the Company and penalties, strictures imposed on the Company by the Stock Exchange, SEBI or any Statutory Authorities on any matter related to capital market during the last three years

The Company has complied with the requirements of the Stock Exchanges, SEBI and Statutory Authorities on all matters related to Capital Market during the last three years. All Returns/Reports were filed within stipulated time with Stock Exchanges/other authorities

However, pursuant to a notice dated June 27, 2025 received from NSE regarding delay in compliance with Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period ended March 31, 2025, a penalty was levied. The Company subsequently filed a waiver application with explanation and NSE vide letter dated September 22, 2025, favourably considered the request and waived the fine, while advising adherence to applicable regulations.

Delay in Submission of voting results of Annual General Meeting held in 2025 under regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to Unavailability of Staff since State Holidays commenced a day after the AGM Date as explained by the Management.

Except for the above, no penalties or strictures have been imposed on the Company by SEBI, Stock Exchanges or any statutory authority for any matter relating to Capital Market during the last three years.

Vigil Mechanism/Whistle Blower Policy

The Company has established a Whistle Blower (Vigil) Mechanism and formulated a Whistle Blower/Vigil Mechanism Policy. The details of the Policy are explained in the Corporate Governance Report, which forms part of this Annual Report, and are also hosted on the website of the Companyhttps://lnsel.com/wp-content/uploads/2024/09/vigil-mechanismwhistle-blower-policy.pdf .

Compliance with mandatory / discretionary requirements

During the year, the Company has fully complied with the mandatory requirements as stipulated in Listing Agreement and Listing Regulations.

The Company has adopted the following discretionary requirements as specified in Part E of Schedule II to the LODR Regulations of the Listing Regulations:

Shareholder Right – The Company has not sent half yearly financial performance including summary of the significant events to each household of the shareholders, since the results were published in the newspaper "The Financial

Express".

Chairman of the Board- The Non-Executive Chairperson of the Board does not maintain a separate office at the expense of the Company.

Reporting of Internal Auditor- The Internal Auditor reports to the Audit Committee and presents quarterly updates on the audit along with a summary of audit observations, if any and follow-up actions thereon.

Separation of Roles - The Company has not adopted the discretionary requirement of separating the roles of the Chairperson and the Managing Director/CEO.

Meetings of Independent Directors:

The Independent Directors met once during the year without the presence of non-independent directors and management as against recommended two meetings, as per the discretionary requirements

Modified Opinion(s) in Audit Report: The Company's Standalone and Consolidated Financial Statements for the financial year ended on March 31, 2026, have been issued with an unmodified audit opinion.

This reflects the Company's strong financial discipline, adherence to applicable accounting standards and robust internal controls.

Subsidiary Companies

There are two non-listed subsidiary Companies including a material unlisted subsidiary company, Lensel Web Services Pvt Ltd. The policy for determining 'material subsidiaries' is disclosed on its website at https://lnsel.com/wp-content/uploads/2024/09/policy-on-material-subsidiaries.pdf

Details of material subsidiaries:

The Company has one material subsidiary as defined under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details of the material subsidiary, including its date and place of incorporation and the name and date of appointment of its Statutory Auditor, are as follows:

Particulars	Details
Name of Material Subsidiary	LENSEL WEB SERVICES PRIVATE LIMITED
Date of Incorporation	09/04/2001
Place of Incorporation	Kolkata
Name of Statutory Auditor	N H AGRAWAL & ASSOCIATES
Date of Appointment of Statutory Auditor	10TH August, 2022

Details of Utilisation of Funds Raised through Preferential Allotment or Qualified Institutions Placement

During the financial year under review, the Company has not raised any funds through preferential allotment or qualified institutions placement.

Certificate from Company Secretary in Practice.

A certificate from CS Rasna Goyal & Co., Practising Company Secretaries, certifying that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by SEBI, the Ministry of Corporate Affairs or any other statutory authority, is enclosed as Annexure – A to this Report.

Recommendation by Committees

During the financial year under review, all recommendations made by the Committees of the Board as mandatorily required have been accepted by the Board.

Consolidated Fees to Auditors

The total payment of Statutory audit fees on a consolidated basis(including Tax Audit fees), comprising of remuneration for audit of the Company & its subsidiaries to N. H Agrawal & Auditors, Statutory Auditors of the company is Rs. 26,000/- for the financial year 2025-26.

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

The Company has in place a policy for prevention of sexual harassment at the work place in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the above Act

The following is the summary of sexual harassment complaints received and disposed off during the current financial year:

1. Number of Complaints received: Nil
2. Number of Complaints disposed of: Nil Cases during the year
3. Number of Complaints pending as on end of the financial year: Nil

Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount:

During the period under review, there is no loan to firms/companies in which directors are interested.

CORPORATE GOVERNANCE REQUIREMENTS

During the financial year under review, the Company has complied with the corporate governance requirements specified in Regulation 17 to 27 and clauses (aa), (ab), (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of the LODR Regulations.

DECLARATION BY THE CHIEF EXECUTIVE OFFICER

A declaration signed by the Chief Executive Officer stating that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for Directors and Senior Management and the Policy on Code of Conduct and Business Ethics, respectively, as on March 31, 2026, is enclosed as Annexure – B to this Report.

CERTIFICATE ON CORPORATE GOVERNANCE

Certificate from N H AGRAWAL & ASSOCIATES, PRACTICING CHARTERED ACCOUNTANTS certifying the compliance of conditions of Corporate Governance, is enclosed as Annexure – C to this Report.

DEMAT SUSPENSE ACCOUNT/UNCLAIMED

SUSPENSE ACCOUNT

As on March 31, 2026, the Company does not have any shares in the demat suspense account or unclaimed suspense account.

INFORMATION DISCLOSED UNDER CLAUSE 5A OF PARAGRAPH A OF PART A OF SCHEDULE III

Based on the information made available to the Board of Directors, there were no agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company, among themselves or with the listed entity or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity.

For and on behalf of the Board of Directors of
Lee & Nee Softwares (Exports) Ltd.

	Mahesh Gupta	**Arpita Gupta**
Place : Kolkata	MD & CEO	Director
Dated : 13th August, 2026	(DIN : 01606647)	(DIN : 02839878)

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE
FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2026
[Pursuant to Schedule V – Para E of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Members of
Lee & Nee Softwares (Exports) Limited
14b Camac Street, Kolkata -700019

We have examined the compliance of conditions of Corporate Governance by Lee & Nee Softwares (Exports) Limited ("the Company") for the year ended on March 31, 2026, as stipulated in Regulations 17 to 27 , clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, and representations made by Directors and the management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2026.

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

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Place: Kolkata
Date: 13th August, 2026

For **N H AGRAWAL & ASSOCIATES**
Chartered Accountants
Firm Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership No.:129179
UDIN:26129179LSFSYQ6631

CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

(Pursuant to Regulation 17(8) read with Part B of Schedule II and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Board of Directors
LEE & NEE SOFTWARES (EXPORTS) LIMITED
14b Camac Street, Kolkata -700019

Dear Board Members,

We, Mahesh Gupta, (Chief Executive Officer & Managing Director) and Vikash Singh (Chief financial Officer) of Lee & Nee Softwares (Exports) Ltd., in terms of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the best of our knowledge and belief, hereby certify that:

A. We have reviewed financial statements and the cash flow statement, of the Company for the year ended 31ST March, 2026 and that to the best of our knowledge and belief:

These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

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 ended 31st March, 2026 which are fraudulent, illegal or violative of the Company's code of conduct.

C. 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, wherever applicable 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. have indicated to the Auditors and the Audit committee for the year ended 31st March, 2026, there are:

No significant changes in internal control over financial reporting during the year.

No significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements, and

No instances of significant fraud of which we have become aware and there has been no involvement therein, if any of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Place : Kolkata
Dated : 13th August, 2026

Mahesh Gupta
CEO & Managing Director
(DIN : 01606647)

Vikash Singh
Chief Financial Officer
PAN:BMWPS0510C

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

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

This is to confirm that the Company has adopted a Code of Conduct for its employees, including Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has, in respect of the year ended March 31, 2026, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

Place: Kolkata
Date: 13th August, 2026

MAHESH GUPTA
Chief Executive Officer & Managing Director
DIN: 01606647

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
Lee & Nee Softwares (Exports) Limited.
14B, Camac Street, Kolkata -700017
West Bengal, India

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Lee & Nee Softwares (Exports) Limited having CIN: L70102WB1988PLC045587 and having registered office at 14B, Camac Street, Kolkata -700017, West Bengal, India produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Paragraph-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

SR.NO	NAME OF DIRECTORS	DIN	Date of appointment in Company
1.	Mrs. Arpita Gupta	02839878	24/10/2009
2.	Mr. Sagar Mal Gupta	00536428	15/12/1991
3.	Mr. Mahesh Gupta	01606647	12/08/2023
4.	Mr. Milan Garg	09706357	12/08/2023
5.	Mr. Tapan Dhar Mazumdar	10765075	13/11/2024
6.	*Mrs. Sumita Mahadevan	11236590	13/08/2025
7.	**Mrs. Suman Murarka	09023369	12/08/2023

The below mentioned changes in Management have been held in the Company during 2025-26.

**Mrs. Sumita Mahadevan (DIN No. 11236590) appointed as Independent Director w.e.f 13th August, 2025*

** *Mrs. Suman Murarka (DIN No. 09023369) resigned as Independent Director w.e.f 13th August, 2025.*

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Kolkata
Date: 13th August, 2026

Rasna Goyal
Practising Company Secretary
C.P No. 9209, FCS No.
9096 PRN No.: **2094/2023**
FRN No.: I2010WB747300
UDIN: F009096H001086623

INDEPENDENT AUDITORS REPORT

To,

The Members of M/s Lee & Nee Softwares (Exports) Ltd.

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Lee & Nee Softwares (Exports) Limited ("the Company"), which comprise the Standalone Balance Sheet as at March 31 2026, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Cash Flow Statement and the Standalone Statement of Changes in Equity for the year then ended, and notes to the standalone Ind AS financial statements, including a summary of material accounting policies and other explanatory information

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as 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 Ind AS financial statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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 audit opinion on the standalone Ind AS 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 Ind AS financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of standalone the Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
Valuation and Existence of Investments We have focused on the valuation and existence of the investments in Equity and units of mutual funds because these represents a principal element on the net assets in the Standalone Financial Statements	Our audit procedures included the following: • We have obtained independent confirmation of the number of units and net assets value for each unit of the mutual fund units and market value for quoted shares as at the yearend date, confirmation of shares and its market value • Evaluated the adequacy of the disclosures made by the Company in this regard in the standalone Ind AS financial statements.
Revenue Recognition- Fixed Price Contracts The Company inter alia engages in Fixed-price contracts wherein, revenue is recognized based on the percentage of work completed. This is estimated by the Company on the basis of the completion of milestones and activities as agreed with the customers. Therefore, the revenue is recognized on completion and certified milestone by the customers after obtaining the "sign up" from the customer.	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence: Obtained an understanding of key internal controls over recording of activities completed and of general IT controls for the project management tool. Performed walk through of the underlying process and documented the controls and assessed the effectiveness of their design and implementation. Also performed tests to assess whether the controls were operating as designed. Selected a sample of contracts, using a mix of quantitative & qualitative criteria, and performed the following procedures for each contract selected: • Inspecting key terms, including transaction price, deliverables, performance obligations, timetable, set out in the contract; • Inquired of the relevant project managers about key aspects and the progress of the contracts, including the estimated total contract costs, key project risks, amendments, contingencies and billing schedules; • verified project management tool for budgeted efforts and related milestones and verified accuracy of milestones based on actualization of efforts for delivered projects and • past data; verified the details of activities completed with those stated in the customer contract and as confirmed by the project manager including agreeing the respective activities performed according to the project management tool with customer report/confirmations which forms the basis of milestone completion; • tested on a sample basis the underlying invoices in respect of fixed price contracts and related cash receipts; and o Verified the ageing analysis and perform analytical procedures, based on revenue trends, to assess the movements in accruals.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS 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 such other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 in this regard.

Responsibilities of Management for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the standalone financial position, standalone financial performance including other comprehensive income, standalone cash flows and standalone changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 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 standalone Ind AS 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 Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS 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 Ind AS 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 Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management'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 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 Ind AS financial statements, including the disclosures, and whether the standalone Ind AS 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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 Ind AS financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 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 the Statement of Other Comprehensive Income, the Standalone Cash Flow Statement and Standalone Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

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 with reference to standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure 2” to this report;

g) In our opinion and best to the information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

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 no pending litigations on its financial position in its standalone Ind AS financial statements refer Note No 27

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company

iv. a) The management has represented that, to the best of its knowledge and belief, no funds 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 Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures that were 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 (a) and (b) contain any material misstatement

v. The Company has not declared any dividend during the year, so reporting under this clause for the compliance with section 123 of the Companies Act, 2013, is not applicable.

vi. Based on our examination which included test checks, the Company, in respect of financial year ended 31 March 2026, has continued to use the accounting software for maintaining books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all the relevant transactions recorded in the software. Further, during the course of audit we did not come across any instances of audit trail feature being tampered with. Furthermore, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **N.H. Agrawal & Associates**
Chartered Accountants
ICAI Firm Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership No.:129179
UDIN: 26129179CZBVJJ7923

Place: Kolkata
Date: 19th May, 2026

Annexure 1 referred to in paragraph 1 of the section on
"Report on other legal and regulatory requirements" of our report of even date
on the financial statements of Lee & Nee Softwares (Exports) Ltd for the year ended 31 March 2026

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has not capitalized any intangible assets during the year. Accordingly, the requirement to report under the clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) All Property, Plant and Equipment has been physically verified by the management during the year and no material discrepancies were noticed on such verification

(c) There is no immovable property held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable.

(d) The Company has not revalued any Property, Plant and Equipment during the year ended March 31, 2026 and accordingly, the requirement to report on clause 3(i)(d) of the Order is not applicable to the Company.

(e) According to information and explanations given to us. no proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The Company has no inventory and accordingly, the requirement to report on clause 3(ii)(a) of the Order is not applicable to the Company.

(b) The Company has not been sanctioned working capital limits in excess of Rs. Five Crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) (a) In our opinion and best to the information and explanations given to us, the Company has made investments in Companies and also provide loans and advances in the nature of loans and advances during the year. Details of the loans and advances in the nature of loans are as follows

(In Lacs)

Particulars	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount granted/ provided during the year	NIL	NIL	202.50	25.12
Subsidiaries -Joint Ventures -Associates -Others	NIL	NIL	Others	Subsidiaries
Balance outstanding as at balance sheet date Others Subsidiaries	NIL	NIL	1,158.77	471.26

Note: Balance outstanding amount reported also includes accrued interest on loan

(b) The company has made investment in companies and also provide loans and advances in the nature of loans and advances. In our opinion and explanations provided to us, the investments made during the year are, prima facie, not prejudicial to the interest of the company.

(c) The Company has granted loan (s) and or/advances in the nature of loans during the year. The schedule of the repayment of principal and payment of interest has been stipulated as "repayable on demand". As per the information and explanation given to us and the books examined by us in respect of the loan and advances in the nature of loans, no written schedule of repayment of principal and payment of interest has been stipulated and in the absence of such schedule, we are unable to comment on the regularity of the repayment of principal amounts and payment of interest.

(d) As per the information and explanations given to us by the management, since all the loans given by the company are repayable on demand during the year, the company has not demanded the repayment of full amount of such loans and interest, we are unable to comment on the amount of overdue for more than ninety days as at balance sheet date.

(e) As per the information and explanation given to us by the management and books examined by us there has not been any loan or advances in the nature of loan granted which has been fallen due during the year, has been not been renewed or extended or fresh loans granted to settle the over dues of existing loan given to the same parties.

(f) As per the information and explanation given to us, the Company has granted loans and advances in the nature of loans repayable on demand or without specifying the terms of the repayment. The details of the same are

Particulars	**All Parties including related Party (In lacs)**	**Promoters (In lacs)**	**Related Parties (In lacs)**
Aggregate amounts of loans/advances in nature of loans where: - Loan is repayable on demand (A) - Loan Agreement does not specify any terms or period of repayment(B)	1,158.77	None	471.26
Total (A+B)	1,158.77	None	471.26
Percentage of Loans/advances in nature of loans to the total loans.	71.09%	None	28.91%

Note: Loan repayable on demand reported also includes accrued interest on loan

(iv) In our opinion and according to the information and explanations given to us, the Company has not entered into any transaction covered under Sections 185 and 186 of the Act. Accordingly, the provisions of clause 3(iv) of the Order are not applicable.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company. According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the RBI or any court or any other tribunal against the company in this regard.

(vi) The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Act for any services rendered by the Company. Accordingly, the requirement to report on clause 3(vi) of the Order is not applicable to the Company.

(vii) (a) The Company in generally is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues as applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b). According to the information and explanations given to us, there are no dues on account of goods and service taxes, provident fund, employee's state insurance, income tax, sales- tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues which have not been paid for dispute as on 31 March 2026.

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or any government authority.

(c) In our opinion and according to the information and explanations given to us , the term loan has been applied for the purpose for which the term loan was obtained.

(d) According to the information and explanations given to us and on overall examination of the books of the company, we report that no funds have been raised on short term basis have been used for long term purposes during the year by the Company. Accordingly, clause 3(ix)(d) of the Order is not applicable.

(e) In our opinion and explanations given to us and on overall examination of the financial statements of the company, we report that company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us, we report that company has not raised loans during the year on the pledge of securities held in its subsidiary. Accordingly, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (x)(a) of the Order is not applicable to the Company.

(b)According to the information and explanations given by the management, the Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or on the Company by the officers and employees of the Company has been noticed or reported during the year.

(b)During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c)As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii)(a) to(c) of the Order are not applicable to the Company.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date, for the period under audit.

(xv) The Company has not entered into any non-cash transactions with directors or persons connected with them and hence provisions of section 192 of Companies Act, 2013 are not applicable.

(xvi) According to the information and explanations given by the management, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) to (d) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses in the current year as well as immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditor during the year.

(xix) On the basis of the financial ratios disclosed in the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(xx) The provisions of Section 135 of the Companies Act 2013 are not applicable to the company. Accordingly, the requirement to report on clause 3(xx) (a) and (b) of the Order is not applicable to the company.

For **N.H. Agarwal & Associates**
Chartered Accountants
ICAI Firm Registration Number: 0327511E

Nitin Hukumchand Agarwal
Partner
Membership No.:129179
UDIN: 26129179CZBVJJ7923

Place: Kolkata
Date: 19th May, 2026

Annexure 2 to the Independent Auditor's report of even date on the standalone Ind AS financial statements of Lee & Nee Softwares (Exports) Ltd for the year ended 31 March 2026

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone Ind AS financial statements of **Lee & Nee Softwares (Exports) Ltd** ("the Company") as of March 31, 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is 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 the 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by 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 with reference to these standalone Ind AS financial statements 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 with reference to these standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone Ind AS financial statements included obtaining an understanding of internal financial controls with reference to these standalone Ind AS financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these standalone Ind AS financial statements.

Meaning of Internal Financial Controls with Reference to these standalone Ind AS Financial Statements

A company's internal financial controls with reference to standalone Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone Ind AS financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to standalone Ind AS Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone Ind AS financial statements and such internal financial controls with reference to standalone Ind AS financial statements were operating effectively as at March 31, 2026, 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 issued by the ICAI.

For **N.H. Agarwal & Associates**
Chartered
Accountants ICAI Firm Registration
Number: 0327511E

Nitin Hukumchand Agarwal
Partner
Membership No.:129179
UDIN: 26129179CZBVJJ7923

Place: Kolkata
Date: 19th May, 2026

STANDALONE BALANCE SHEET AS AT 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
I. ASSETS			
Non-current Assets			
Property, Plant and Equipment and Intangible Assets			
(a) Property, Plant and Equipment	3.1	32.02	26.05
(b) Goodwill	3.2	2,439.35	2,439.35
(c) Financial assets			
(i) Investments	4.1	1,068.35	998.48
(ii) Trade Receivable	4.2	78.00	78.49
(iii) Loans	4.3	931.55	1,106.42
(iv) Other financial assets	4.4	106.19	4.32
(d) Deferred Tax Assets (net)	5	16.26	6.16
(e) Other non-current assets	6	41.36	41.36
Total Non -Current Assets		**4,713.08**	**4,700.63**
Current Assets			
(a) Financial assets			
(i) Investments	7.1	110.95	93.58
(ii) Trade receivables	7.2	108.25	45.33
(iii) Cash and cash equivalents	7.3	35.00	51.78
(iv) Bank Balances other than (ii) above	7.4	0.96	100.96
(v) Loans	7.5	698.48	628.81
(vi) Other financial assets	7.6	0.02	0.66
(b) Current Tax Assets (net)	8	22.40	7.60
(c) Other current assets	9	69.67	32.56
Total Current Assets		**1,045.73**	**961.28**
TOTAL ASSETS		**5,758.81**	**5,661.91**
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	10	5,577.40	5,577.40
(b) Other equity	11	(27.18)	(82.66)
Total Equity		**5,550.22**	**5,494.74**
Liabilities			
Non-Current Liabilities			
(a) Financial liabilities			
Borrowings	12	4.73	0.28
(b) Provision	13	13.92	10.88
Total Non-Current Liabilities		**18.65**	**11.16**
Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	14	6.59	5.93
(ii)Trade payables	15		
Dues to micro enterprises and small enterprises		16.70	21.32
Dues to creditors other than micro enterprises and small enterprises		58.73	28.87
(b) Other current liabilities	16	100.44	94.79
(c) Provision	17	7.49	5.09
Total Current Liabilities		**189.95**	**156.01**
TOTAL EQUITY AND LIABILITIES		**5,758.81**	**5,661.91**

The accompanying notes 1 to 37, forms an integral part of these Standalone Financial Statements This is the Standalone Balance Sheet referred to in our report of even date.

For N H Agrawal & Associates
Chartered Accountants
Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership Number: 129179

Place: Kolkata
Dated: 19 May, 2026

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD Firm's

Mahesh Gupta
Director
(DIN : 01606647)

Arpita Gupta
Director
(DIN : 02839878)

Vikash Singh
Chief Financial Officer
PAN: BMWPS0510C

Pritika Gupta
Company Secretary
Membership Number: A27366

STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Note	For Year ended 31 March 2026	For Year ended 31 March 2025
I. Revenue from operations	18	1,113.66	1,027.29
II. Other income	19	82.14	112.30
III.Total Income (I + II)		**1,195.80**	**1,139.60**
IV. Expenses			
Cost of Service Provided	20	226.34	222.59
Employee benefits expense	21	521.93	460.17
Finance cost	22	1.06	0.59
Depreciation and amortization expense	23	12.59	12.75
Other expenses	24	366.78	386.94
Total expenses		**1,128.70**	**1,083.04**
V. Profit/(Loss) before tax (III - IV)		**67.10**	**56.55**
VI. Tax expense:	25		
(1) Current tax		21.13	18.00
(2) Tax Expenses of Prior Years		5.92	0.16
(3) Deferred tax		(2.10)	(0.17)
		24.95	**17.99**
VII. Profit/(loss) for the period (V-VI)		**42.15**	**38.56**
VIII. Other comprehensive income			
loss			
Remeasurement gain /(loss) on defined benefits obligations		(1.12)	1.75
Tax impact on above		0.29	(0.45)
Changes in Fair Value of Equity Instruments through Other Comprehensive Income		6.43	(20.05)
Tax impact on above		7.71	2.33
loss			
Fai Value on Debt Instruments		-	-
Tax impact on above		-	-
Other comprehensive income (net of tax)		**13.31**	**(16.42)**
IX. Total comprehensive income for the year		**55.46**	**22.14**
X. Earning per equity share :	28		
(1) Basic		0.08	0.07
(2) Diluted		0.08	0.07

The accompanying notes 1 to 37, forms an integral part of these Standalone Financial Statements.
This is the Standalone Statement of Profit and Loss referred to in our report of even date.

For N H Agrawal & Associates
Chartered Accountants
Firm's Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership Number: 129179

Place: Kolkata
Dated: 19 May, 2026

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD

Mahesh Gupta
Director
(DIN : 01606647)

Arpita Gupta
Director
(DIN : 02839878)

Vikash Singh
Chief Financial Officer
PAN: BMWPS0510C

Pritika Gupta
Company Secretary
Membership Number: A27366

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Description	For Year ended 31 March 2026	For Year ended 31 March 2025
I. CASH FLOWS		
A Cash flow from operating activities		
(a) Net Profit / (Loss) before tax from Operating Activities	67.10	56.55
Adjustments:		
Depreciation and amortisation	12.59	12.75
Interest Income	(68.73)	(95.64)
Finance Cost	0.80	-
Profit on Investment (in partnership Firm)	2.31	(0.01)
Net Gain on Changes in Fair Value	0.08	(1.55)
Operating Profit/ (Loss) before working capital changes	**14.16**	**(27.90)**
Working Capital changes:		
Decrease/ (Increase) in trade receivables	(62.43)	(26.12)
Decrease/ (Increase) in Loans	105.21	409.75
Decrease/ (Increase) in other financial assets	(101.23)	(443.13)
Decrease/ (Increase) in other current assets	(37.11)	57.95
Increase/ (Decrease) in Trade Payables	25.24	20.33
Increase/ (Decrease) in other current liabilities	5.63	(13.82)
Increase/ (Decrease) in provisions	5.44	1.80
Increase/ (Decrease) in working capital	**(59.25)**	**6.77**
Cash generated/(used) in operations	**(45.09)**	**(21.13)**
Income tax (paid)/refund (Net)	(14.80)	(17.99)
NET CASH FROM/(USED IN) OPERATING ACTIVITIES (A)	**(30.29)**	**(39.12)**
B Cash flow from investing activities		
Purchase of Property, Plant and Equipment	(18.91)	(7.72)
Purchase/(sale) of Investments (net)	(140.61)	(40.24)
Maturity of Fixed Deposit	100.00	1.79
Interest Income	68.73	95.64
NET CASH FROM/(USED IN) INVESTING ACTIVITIES (B)	**9.21**	**49.47**
C Cash flow from financing activities	-	-
Proceeds/(Repayment of borrowings)	5.11	(3.21)
Finance Cost	(0.80)	-
NET CASH FROM /(USED IN) FINANCING ACTIVITIES (C)	**4.30**	**(3.21)**
II. NET INCREASE/(DECREASE) IN CASH & CASH EQUIVALENTS (A+B+C)	**(16.78)**	**7.13**
Add: Cash and Bank Balances at the beginning of the year	51.78	44.65
III. Cash and Bank Balances at the end of the year	**35.00**	**51.78**

Note:

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS'7) -Statement of Cash Flow.

This is the Standalone Statement of Cash Flows referred to in our report of even date.

For N H Agrawal & Associates
Chartered Accountants
Firm's Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership Number: 129179

Place: Kolkata
Dated: 19 May, 2026

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD

Mahesh Gupta
Director
(DIN : 01606647)

Arpita Gupta
Director
(DIN : 02839878)

Vikash Singh
Chief Financial Officer
PAN: BMWPS0510C

Pritika Gupta
Company Secretary
Membership Number: A27366

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

A. EQUITY SHARE CAPITAL

Balance as at April 01, 2025	Changes to Equity Share Capital due to prior period errors	Restated Balance as at April 01, 2025	Changes in equity share capital during the current year	Balance as at Mach 31, 2026
5,577.40	**-**	**5,577.40**	**-**	**5,577.40**

Balance as at April 01, 2024	Changes to Equity Share Capital due to prior period errors	Restated Balance as at April 01, 2024	Changes in equity share capital during the current year	Balance as at Mach 31, 2025
5,577.40	**-**	**5,577.40**	**-**	**5,577.40**

B. OTHER EQUITY

Particulars	Reserves and Surplus		Items of other comprehensive income	Total
	Capital Reserve	Retained Earnings	Equity Instruments through Other Comprehensive Income	
Balance as at 31 March 2024	**0.10**	**(126.02)**	**21.13**	**(104.79)**
Add:Profit for the year		38.56		38.56
Add:Fair Value on change in investments FVOCI		-	(16.42)	(16.42)
Balance as at 31 March 2025	**0.10**	**(87.46)**	**4.71**	**(82.65)**
Add:Profit for the year		42.15		42.15
Add:Fair Value on change in investments FVOCI			13.31	13.31
Balance as at 31 March 2025	**0.10**	**(45.30)**	**18.02**	**(27.18)**

The accompanying notes 1 to 37, forms an integral part of these Standalone Financial Statements.
This is the Standalone Statement of Changes in Equity referred to in our report of even date.

For N H Agrawal & Associates
Chartered Accountants
Firm's Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership Number: 129179

Place: Kolkata
Dated: 19 May, 2026

For and on behalf of the Board
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Pritika Gupta
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NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

MATERIAL ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

All amount in Rupees Lacs unless otherwise stated)

General Information and Statement of Compliance with IND AS

1. **General Information:**

a) Lee & Nee Softwares (Export) Ltd is Company limited by shares, incorporated and domiciled in India .It is an IT Enabled Service Company based in Kolkata. With over 36 years of experience. It is engaged in business of developing, designing, manufacturing, processing, assembling computer software and hardware products and allied products and providing ERP solutions and services for website design and development, mobile application development and digital marketing all over the globe. The Company is listed in Bombay Stock Exchange and Kolkata Stock Exchange Ltd.

The Financial Statements for the year ended 31 March 2026 were approved by the Board of Directors as on May 19, 2026.

b) Statement of Compliance

The financial Statements have been prepared in accordance with the Indian Accounting Standards (''IND AS'') as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of Companies Act, 2013 ('' the Act"), read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

a. Basis of Preparation:

a) The financial statements have been prepared on going concern under historical cost basis except for certain financial assets and liabilities which are measured at fair value.

b) **Functional and Presentation Currency**

The Financial Statements have been prepared in Indian Rupees (INR), which is also the Company's functional currency. The Financial Statements have been rounded off to nearest lacs, up to two places of decimals, unless otherwise stated.

b. Use of Estimates and Judgements:

The preparation of the financial statement management to make estimates, judgements and assumptions that affect the reported balances of assets and liabilities, income and expenses and disclosures relating to the contingent assets and liabilities on the date of the Financial Statement. Although these estimates are based upon management's best knowledge of current events and actions, actual results could be differed from these estimates.

Critical accounting judgements and key sources of estimation uncertainty: Key assumptions:

i. Useful lives of depreciable and amortisable assets: -

The company reviews the estimated useful lives of depreciable or amortisable assets at each reporting period, based its expected utility of those assets. Uncertainties in these estimates relate to technical and economic obsolesce that may change the utility of certain items of property, plant and equipment to make the sale, obsolescence considering past trend. Inventories are written done to NRV when such NRV is lower than their cost.

ii. Defined benefit Obligation: -

The present value of defined benefit obligation which includes gratuity is determined using actuarial valuations using projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increase and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in the assumptions. All assumptions are reviewed at each reporting date.

iii. Recognition and measurement of provisions, liabilities and contingencies: -

Provision and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can be reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change.

Contingencies in the normal course may be arise from litigation and other claims. Potential liabilities that are possible but not probable of crystalizing or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes to accounts but are not recognized.

iv. Income Taxes:-

The Company's tax jurisdiction is India. Significant judgements are involved in determining the provisions for income taxes including amount expected to be paid or recovered for uncertain tax positions.

v. Fair value measurements:-

When the fair value of the financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on the quoted prices in the active markets, their fair value is measured using the valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions.

c. Material Accounting Policies:

a) Overall Considerations :-

The financial statement have been prepared using significant accounting policies and measurement basis as summarised below:-

b) Current versus non-current classification:-

The company presents assets and liabilities in the balance sheet on current and non-current classification:-

i) The asset/liability is expected to be realised/settled in normal operating cycle;

ii) The asset is intended for sale or consumption;

iii) The asset/liability is held primarily for purpose of trading;

iv) The asset/liability is expected to be realised/settled within twelve months after reporting period;

v) The asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after reporting date;

f) In the case of a liability, there is no unconditional right to defer settlement of the liability for at least twelve months after reporting date;

All other assets and liabilities are classified as non-current.

c) Cash Flow Statement:-

Cash Flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of the transactions of no-cash nature, any deferrals or accruals past or future operating cash receipts or payments and any items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities

d) Property, Plant and Equipment and Intangible Assets:-

Property, Plant and Equipment

Recognition:-

Property, Plant and Equipment are stated as cost less accumulated depreciation and impairment, if any. Cost directly attributable to acquisition are capitalised until the property, plant and equipment are ready for use, as intended by the management.

Subsequent measurement (depreciation and useful lives):-

The Company depreciates property, plant and equipment on a pro-rata basis over their estimated useful lives using the WDV method. The estimated useful lives of the assets prescribed under the Schedule II of the Act, are as follows:

The Company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis. Subsequent expenditures relating to property, plant and equipment are capitalised only when it is probable that the future economic benefits associated with these will flow and the cost of the item can be measured reliably. Repairs and maintenance costs are recognised in net profit in Statement of Profit and Loss when incurred. The costs and related accumulated depreciation are eliminated from the financial statements upon sale or upon retirement of the asset and resultant gains or losses recognised in the Statement of Profit and Loss.

De-recognition:-

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

e) Taxation

Tax expense recognised in the Statement of Profit or Loss comprises the sum of the current tax and deferred tax except the ones recognised in Other Comprehensive Income or directly in Equity.

i) **Current Income Tax**

Calculation of current tax is based on tax rates and tax laws that have been enacted for the reporting period. Current Income Tax relating to items recognised outside the profit or loss is recognised either in Comprehensive Income or in Equity.

Current Income Tax for the current and prior periods is recognised at the amounts expected to be paid to or received from the tax authorities, using the tax rates and the tax laws enacted or substantively enacted by the Balance Sheet date.

The Company off sets current tax assets and liabilities , where it has legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis , or to realise the asset and settle the liability simultaneously**.**

ii) **Deferred Tax**

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on the tax rate (and tax laws) that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax is recognised in respect of the temporary differences between the carrying amount of assets and liabilities for the financial reporting purposes and the corresponding amounts used for taxation purposes (i.e. tax base).

Deferred tax assets are recognised to the extent possible that the taxable profit will be available against which the deductible temporary differences can be utilized.

Entire deferred tax asset to be utilized. Any reduction is reversed to the extent possible that it becomes probable that sufficient taxable profit will be available.

Deferred tax relating to the items recognised outside the Statement of Profit and Loss is recognised either in other comprehensive income or in equity. Deferred tax assets and liabilities are offset when there is legally enforceable right to set off the non-current assets against non-current liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its non-current assets and liabilities on a net basis.

iii) **Minimum Alternate Tax**

Minimum Alternate tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax .MAT Credits are in form of unused tax credits that are carried forward by the Company for a specified period of time. Accordingly, MAT Credit Entitlement has been grouped with deferred tax assets (net). Correspondingly, MAT Credit Entitlement has been grouped with deferred tax in Statement of Profit and Loss.

f) Provisions, contingent liabilities and contingent assets:-

Provisions

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to provision is presented in the statement of profit and loss. Provisions are reviewed at each balance sheet date.

Contingent Liabilities

A contingent liability is a possible obligation that arises from the past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that is not recognised because it is probable that an outflow resources will be required to settle the obligation or it cannot be measured with sufficient reliability. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

Contingent Assets

Contingent Assets are neither recognised nor disclosed. However, when realisation of the income is virtually certain, related asset is recognised.

Commitments

Commitments include the amount of the purchase order (net of advances) issued to the parties for completion of assets. Commitments are reviewed at each reporting period.

g) Revenue Recognition

The Company derives revenue primarily from Information Technology Services and Solutions. Revenue is recognised when company transfers control over a product or a service to a customer.

Time and Material Contract

It is recognised based on time /effort spent and billed to clients

Maintenance Contract

It is recognised on a pro-data basis over the period when such services is rendered

Fixed Price Contracts

Revenues from fixed price contract are recognised using the “percentage of completion” method. Percentage of completion is determined on project costs incurred to date as percentage of total estimated project costs required to complete the milestone wise project

If the Company doesnot have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognised only to extent of contract cost incurred for the completion milestone of the contract.

Sale of software products and licences

Revenue from maintenance contracts is recognised on a pro-rata basis over the period which service is rendered

Interest Income

Interest Income is recorded using Effective Interest Rate (EIR) for all the instruments measured at amortised cost. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial assets or to the amortised cost of financial liability.

Dividend Income

Dividend Income is recognised when right to receive is established.

h) Employee Benefit Expenses

1. Short Term Employee Benefits

Short Term Employee Benefits are recognized as an expense at the undiscounted amount in the statement of profit and loss for the year in which related services are rendered.

2. Defined Contribution Obligations: -

Gratuity (Un-funded): - The cost is determined using the projected unit credit method with the actuarial valuation being carried at each balance sheet date by independent actuary. The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of related obligation.

The net interest cost is calculated by applying the discount rate to the balance sheet of the defined benefit obligation. This cost is calculated in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains or losses arising from experience adjustment, demographic adjustments and changes in actuarial assumptions are recognised in the period, in which they occur, directly in Other Comprehensive Income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in Profit or Loss as past service cost.

i) Earnings Per Share:-

Basic earnings per share is calculated by dividing the net Profit or Loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net Profit or Loss for the year attributable to the equity shareholders and weighted average number of share outstanding if any are adjusted for the effects of all dilutive potential equity shares

j) Financial Instruments:-

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

Financial Assets

Initial Recognition and Measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Trade Receivables are initially measured at the transaction price. Regular way of purchase and sale of financial assets are accounted for at trade date.

Subsequent Measurement

For the purposes of subsequent measurement, financial assets are classified in three categories:

- Amortised Cost
- Fair Value through Other Comprehensive Income (FVTOCI)
- Fair Value through Profit or loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

Measured at Amortised Cost: A financial asset is measured at amortised cost if it is held within a business model whose objective is achieved by both collecting contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.

<u>Measured at FVTOCI</u>: A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets included within the FVTOCI category are measured initially as well at each reporting date at fair value. Fair value measurement is recognised in Other Comprehensive Income.

<u>Measured at FVTPL</u>: A financial asset which is not classified in any of the above categories are measured at FVTPL.

Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

De-recognition

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for the measurement and recognition of impairment loss for financial assets.

ECL is the weighted average of the difference between all the contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Company is required to consider:

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms**.**

Trade Receivables

In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses that result from all possible default events over the expected life of a financial instrument.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12 month ECL area portion of the lifetime ECL which result from default events that are possible with 12 months from the reporting date, ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecast of future economic conditions.

Financial Assets

In respect of other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12- month expected credit losses, else at an amount equal to the lifetime expected credit losses.

While making the assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make the assessment, Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

Financial Liabilities

Initial Recognition and Measurement

Financial liabilities are at initially recognized at fair value plus any transaction cost that are attributable to the acquisition of the financial liabilities except financial liabilities at fair value through profit or loss which are initially measured at fair value.

Subsequent Measurement:

For the purpose of subsequent measurement, financial liabilities are classified in following categories: -

· Fair Value through Profit or loss (FVTPL)

· Amortised Cost

Measured at FVTPL: A financial liability is classified as at FVTPL. It is classified as held for trading or it is derivative or it is designated as such on initial recognition. Financial liabilities as at FVTPL are measured at fair value and net gains and losses, including any interest expense is recognised in profit and loss.

Measured at Amortised: Other financial liabilities are subsequently measured at amortised cost using the effective interest rate method.

Derecognition

The Company derecognizes a financial liability (or a part of financial liability) only when the obligation specified in the contract discharged or cancelled or expires.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously

k) Impairment of non- financial assets:-

At the end of each reporting period, the company reviews the carrying amounts of its tangible and intangible assets 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.

Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to the individual cash-generating units, or otherwise they are allocated to the smallest group of cash generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated less that its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss, unless the relevant asset at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its recoverable amount , but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss has been recognised immediately in the Statement of Profit and Loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

l) Fair Value:-

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and or disclosure purposes in the financial statements is determined on such basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:-

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly;

- Level 3 inputs are unobservable inputs for the asset or liability

m) Event after reporting date: -

Where the events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed

n) Investment in subsidiaries: -

Investment in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. On disposal of the investments, the difference between net disposal proceeds and the carrying amount is recognized in the Statement of Profit and Loss.

o) Segment Reporting: -

Operating Segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. As per requirement of Ind AS 108 "Segment Reporting" no disclosures are required to be made since the Company's activities consists of a single business segment**.**

p) Foreign currency translation: -

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year and exchange rates are recognised in profit and loss.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

3.1 PROPERTY, PLANT & EQUIPMENT

Gross carrying amount	Compu-ters	Others	Access Control System	Air Conditior	Electrical Fitting	Mobile Phone	UPS	Car	Head Sets	Other Equipment	Furniture & Fixture	Total
Cost or valuation												
At 31 March 2024	**45.68**	**9.56**	**0.16**	**8.94**	**0.60**	**2.88**	**0.26**	**21.46**	**0.67**	**3.46**	**5.97**	**99.64**
Add : Additions	6.61	-	-	0.56	0.04	-	-	-		0.51	-	7.72
Less : Disposals / Write off	-	-	-	-	-	-	-	-	-	-	-	-
Less : Capitalised during the year	-	-	-	-	-	-	-	-	-	-	-	-
At 31 March 2025	**52.29**	**9.56**	**0.16**	**9.50**	**0.64**	**2.88**	**0.26**	**21.46**	**0.67**	**3.97**	**5.97**	**107.36**
Add : Additions	1.85	-	-	-	-	0.60	-	15.23		0.51	0.37	18.56
Less : Disposals / Write off	-	-	-	-	-	-	-	-	-	-	-	-
Less : Capitalised during the year	-	-	-	-	-	-	-	-	-	-	-	-
At 31 March 2026	**54.14**	**9.56**	**0.16**	**9.50**	**0.64**	**3.48**	**0.26**	**36.69**	**0.67**	**4.48**	**6.34**	**125.92**
Accumulated Depreciation / Amortization /Impairment												
At 31 March 2024	**39.68**	**9.13**	**0.15**	**8.05**	**0.47**	**2.02**	**0.25**	**0.63**	**0.64**	**2.91**	**4.63**	**68.56**
Depreciation charge for the year	4.74	-	-	0.46	0.03	0.38	-	6.51	-	0.32	0.31	12.75
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
Impairment charge for the year	-	-	-	-	-	-	-	-	-	-	-	-
At 31 March 2025	**44.42**	**9.13**	**0.15**	**8.51**	**0.50**	**2.40**	**0.25**	**7.14**	**0.64**	**3.23**	**4.94**	**81.31**
Depreciation charge for the year	3.94	-	-	0.31	0.03	0.21	-	7.51	-	0.27	0.32	12.59
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
Impairment charge for the year	-	-	-	-	-	-	-	-	-	-	-	-
At 31 March 2026	**48.36**	**9.13**	**0.15**	**8.82**	**0.53**	**2.61**	**0.25**	**14.65**	**0.64**	**3.50**	**5.26**	**93.90**
Net book value												
At 31 March 2026	**5.78**	**0.43**	**0.01**	**0.68**	**0.11**	**0.87**	**0.01**	**22.04**	**0.03**	**0.98**	**1.08**	**32.02**
At 31 March 2025	**7.87**	**0.43**	**0.01**	**0.99**	**0.14**	**0.48**	**0.01**	**14.32**	**0.03**	**0.74**	**1.03**	**26.05**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

NOTE 3.2 - GOODWILL

Gross carrying amount	Goodwill
Cost or valuation	
At 31 March 2024	**2,439.35**
Add : Additions	-
Less : Disposals / Write off	-
Less : Capitalised during the year	-
At 31 March 2025	**2,439.35**
Add : Additions	-
Less : Disposals / Write off	-
Less : Capitalised during the year	-
At 31 March 2026	**2,439.35**
Accumulated Depreciation / Amortization /	
Impairment	
At 31 March 2024	**-**
Depreciation charge for the year	-
Disposals	-
Impairment charge for the year	-
At 31 March 2025	**-**
Depreciation charge for the year	-
Disposals	-
Impairment charge for the year	-
At 31 March 2026	**-**
Net book value	
At 31 March 2026	**2,439.35**
At 31 March 2025	**2,439.35**

Note: Goodwill is arising on account of amalgamation

4.1 INVESTMENTS

Particulars	Face Value (Rs)	No of Shares		Amount	
		As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Investments in Debentures (Quoted)					
Carried at Fair Value Through OCI					
Finolex Pipe Ltd.	2.00	25.00	25.00	0.06	0.04
Aggregate amount of Investment in Debenture (Quoted)	**2.00**	**25.00**	**25.00**	**0.06**	**0.04**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Face Value (Rs)	No of Shares		Amount	
		As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Investments in Equity Instruments (unquoted - fully paid up) Measured at Cost					
Enkay Texofood Ltd	10.00	106.00	106.00	0.02	0.02
Neena Consultants Ltd	10.00	100.00	100.00	0.01	0.01
Philips India Ltd.	10.00	100.00	100.00	0.08	0.08
Investments in Equity Instruments in Subsidiaries (Unquoted Fully Paid Up) - Measured at Cost					
Lensel Web Services (P) Ltd.	100.00	10,000.00	10,000.00	36.15	36.15
Rituraj Share Broking Pvt. Ltd.	100.00	36,200.00	36,200.00	296.38	296.38
Aggregate amount of Unquoted Investment		**46,506.00**	**46,506.00**	**332.63**	**332.63**

Particulars	No of Units		Amount	
	As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Investments in Bonds				
RHFL (9.15%)	110.00	110.00	0.76	0.76
Aggregate amount of Investment in Bonds	**110.00**	**110.00**	**0.76**	**0.76**

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
Investments in Partnership Firm		
M.M.International (Other Partner: Mahesh Gupta) (Share of Profit - 50%), (Total Capital: Rs. 120.25 lacs)	734.90	665.04
Aggregate amount of investments Partnership Firm	**734.90**	**665.04**

TOTAL	**1,068.35**	**998.48**

4.1.1 DETAILS OF SUBSIDIARIES IN ACCORDANCE WITH IND AS 112 "DISCLOSURE OF INTEREST IN OTHER ENTITIES"

Name of the Company	Country of Incorporation	Portion of Ownership Interest / voting rights held by the Company	
		As at 31 March 2026	As at 31 March 2025
Subsidiaries			
Lensel Web Services (P) Ltd.	India	100%	100%
Rituraj Share Broking Pvt. Ltd.	India	100%	100%

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

4.2 Trade Receivable (non - current)

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
Unsecured, Considered good	78.00	78.49
TOTAL	**78.00**	**78.49**

Trade Receivable as on 31 March, 2026

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
Undisputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	78.00	**78.00**
(ii) Doubtful	-	-	-	-	-	-	**-**
Disputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	-	**-**
(ii) Doubtful	-	-	-	-	-	-	**-**
Total	**-**	**-**	**-**	**-**	-	**78.00**	**78.00**

Trade Receivable as on 31 March, 2025

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
Undisputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	78.49	**78.49**
(ii) Doubtful	-	-	-	-	-	-	**-**
Disputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	-	**-**
(ii) Doubtful	-	-	-	-	-	-	**-**
Total	**-**	**-**	**-**	**-**	-	**78.49**	**78.49**

4.3 Loans (non – current)

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
Unsecured, Considered good		
Other Loans (Interest Accrued There On)	460.29	660.28
Inter corporate Deposit	471.26	446.14
TOTAL	**931.55**	**1,106.42**

* The Company has given inter corporate deposit to its 100% subsidiary Lensel Web Services Pvt ltd. which is repayable on demand

4.4 Other Financial Assets (non - current)

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
Security Deposit	106.19	4.32
TOTAL	**106.19**	**4.32**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

5. Deferred Tax Assets (net)

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
Deferred Tax Liabilities		
Property, Plant & Equipment	-	1.75
Fair Value of Mutual fund Investments	-	0.91
	-	**2.66**
Deferred Tax Assets		
Property, Plant & Equipment	2.81	-
Provision for Gratuity	5.57	4.13
Fair Value of Mutual fund Investments	0.19	-
Fair Value of Equity Instruments	7.69	4.69
	16.26	**8.82**
Deferred tax Assets (net)	**16.26**	**6.16**

The gross movement in deferred tax account for the year ended 31 March 2026 and 31 March 2025

Particulars	As on 01 April 2025	Recognised in Profit and Loss	Recognised in Other Comprehensive Income	As at 31 March 2026
Property, Plant and Equipment	(1.75)	4.60	-	2.81
Provision for Gratuity	4.13	1.20	0.29	5.57
Fair Value of Mutual fund Investments	(0.91)	1.10	-	0.19
Fair Value of Equity Instruments	4.69	(4.70)	7.71	7.69
Net Deferred Tax Asset/(Liability) at the end of the year	**6.16**	**2.10**	**8.00**	**16.26**

Particulars	As on 01 April 2024	Recognised in Profit and Loss	Recognised in Other Comprehensive Income	As at 31 March 2025
Property, Plant and Equipment	(0.98)	(0.80)		(1.75)
Provision for Gratuity	3.68	0.90	(0.45)	4.13
Fair Value of Mutual fund Investments	(0.95)	0.00		(0.91)
Fair Value of Equity Instruments	2.36		2.33	4.69
Net Deferred Tax Asset/(Liability) at the end of the year	**4.11**	**0.20**	**1.88**	**6.16**

6. Other non-current assets

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good		
Security deposits for Tender	0.53	0.53
Capital Advances	40.83	40.83
TOTAL	**41.36**	**41.36**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

7.1 Investments

Particulars	Face Value (Rs)	No of Shares		Amount	
		As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
(a) Investments in Equity Instruments (Quoted - fully paid up)					
Carried at Fair Value Through OCI					
Abate As Industries Ltd.	10.00	30,770.00	22,885.00	3.42	4.40
Alan Scott Industries Ltd	10.00	-	500.00	-	0.89
Ansal Hou. & Con. Ltd	10.00	7,637.00	-	0.41	-
Ansal Properties And Infrastructure Ltd	5.00	5,000.00	5,000.00	0.15	0.18
Aeonx Digital Technology Ltd	10.00	-	1,594.00	-	2.25
Asit C Mehta Financial Services Ltd.	10.00	816.00	-	0.81	-
Athena Global Technologies Ltd	10.00	622.00	-	0.36	-
Avonmore Capital & Management Services	1.00	8,749.00	29,185.00	0.88	4.96
Bright Solar Limited	10.00	30,000.00	30,000.00	0.84	0.84
Cadsys (India) Limited.	10.00	500.00	1,000.00	0.22	0.79
Cineline India Ltd	5.00	500.00	1,000.00	0.38	0.81
Deccan Gold Mines Ltd	1.00	3,000.00	10,500.00	2.52	9.91
Dhruv Consultancy Services Limited	10.00	500.00	500.00	0.14	0.35
Ducon Infratechnologies Limited	1.00	27,155.00	37,155.00	0.62	1.75
Digispice Technologies Limited	10.00	2,550.00	-	0.39	-
Enbee Trade And Finance Ltd	10.00	2,330.00	200.00	0.01	0.01
Elcid Investments Ltd	10.00	5.00	4.00	4.39	5.30
Empire Industries Ltd	10.00	100.00	100.00	0.83	1.05
Future Consumer Limited	5.00	50,000.00	50,000.00	0.15	0.26
Focus Lightg & Fixtrs Ltd	10.00	2,000.00	-	1.16	-
Frog Cellsat Limited	10.00	1,600.00	-	2.14	-
GIC Housing Finance Ltd.	10.00	110.00	110.00	0.14	0.18
Gtl Infra Ltd	10.00	100,000.00	100,000.00	0.97	1.40
HCKK Ventures Limited	10.00	375.00	-	0.12	-
Idea Cellular Limited	10.00	21,500.00	121,500.00	1.83	8.27
Indo-National Limited	10.00	763.00	-	1.98	-
Indowind Energy Limited	10.00	100.00	100.00	0.01	0.02
Indrayani Biotech Limited	10.00	13,264.00	8,264.00	0.96	1.18
Gourmet Gateway India Ltd.	10.00	61,564.00	26,781.00	4.25	3.21
Kwality Walls (India) Limited	10.00	10,000.00	-	2.25	-
Medi Caps Limited	10.00	1,000.00	-	0.23	-
Kalyani Steels Ltd	5.00	750.00	750.00	4.33	5.71
Mep Infrastructure Developers Ltd	10.00	7,483.00	7,483.00	0.06	0.10
Modern Thread India Limited	10.00	674.00	674.00	0.28	0.24
Modulex Construction Technologies Ltd	10.00	602.00	602.00	0.11	0.16
Nippon AMC - NETFSILVER	10.00	1,000.00	-	2.16	-
Satchmo Holdings Ltd	10.00	22,200.00	80,178.00	0.69	2.57
Omaxe Ltd	10.00	3,449.00	-	2.25	-
Panjon Ltd	10.00	-	7,100.00	-	1.60
Punjab Chemicals & Corp Protection Ltd	10.00	15.00	15.00	0.13	0.14
Rattanindia Power Ltd	10.00	50,914.00	20,000.00	3.84	1.96
Ramkrishna Forgings Ltd	2.00	400.00	975.00	1.87	7.54
Sharat Industries Pp Ltd	10.00	80.00	80.00	0.12	0.03
Sayaji Industries Ltd	10.00	-	464.00	-	1.34

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Face Value (Rs)	No of Shares		Amount	
		As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Sejal Glass Limited	10.00	2.00	1,036.00	0.01	8.75
Refex Renewables & Infrastructure Ltd	10.00	800.00	-	1.67	-
Reliable Ventures India Ltd.	10.00	65.00	-	0.01	-
Reliance Home Finance Ltd	10.00	5,763.00	-	0.14	-
Sical Logistics Ltd.	5.00	2,350.00	-	1.48	-
Suzlon Energy Limited	2.00	2,500.00	-	0.99	-
Skil Infrastructure Limited	10.00	360.00	360.00	0.01	0.01
Spicejet Ltd	10.00	-	2,500.00	-	2.02
South Indian Bank Ltd	1.00	-	1,176.00	-	0.27
Swelect Energy Systems Limited	10.00	-	200.00	-	1.08
Svp Housing Ltd	10.00	1,250.00	1,250.00	0.21	0.35
Tamboli Industries Ltd	10.00	-	89.00	-	0.13
Fratelli Vineyards Ltd	10.00	7,481.00	2,016.00	4.70	-
Til Ltd	10.00	-	500.00	-	1.17
Upsurge Investment & Finance Ltd	10.00	933.00	2,487.00	0.53	2.04
Vadilal Enterprises Ltd	10.00	2.00	2.00	0.20	0.20
Vintage Coffee & Beverage Ltd.	10.00	500.00	-	0.66	-
Vipul Ltd	1.00	4,999.00	4,999.00	0.51	0.51
Welspun Enterprises Ltd.	10.00	1,000.00	-	4.15	-
W.S.Industries (India) Ltd	10.00	500.00	500.00	0.31	0.35
Zodiac Jrd-Mkj Ltd	10.00	1,400.00	-	0.40	-
Presstonic Engineering Limited	10.00	18,400.00	-	5.26	-
Hindustan Construction Ltd.	1.00	100.00	100.00	0.02	0.03
Hindustan Motor Ltd.	5.00	100.00	100.00	0.01	0.02
Pcs Data Products Ltd	10.00	50.00	50.00	0.02	0.02
Century Extrusions Ltd.	1.00	200.00	200.00	0.01	-
ICICI Ltd	2.00	181.00	181.00	-	2.44
NTC Industries Ltd. (R.D.B. Industries Ltd.)	10.00	100.00	100.00	-	0.20
Investments in Equity Instruments (Unquoted)					
Polymetic		1,000.00	-	5.20	-
NCDEX		2,000.00	-	9.10	-
Multi Commodity Exchanage		125,000.00	-	4.63	-
TOTAL (a)		**6,47,113.00**	**5,82,545.00**	**88.63**	**88.99**

Particulars	No of Units		Amount	
	As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Investments in Quoted Mutual Fund Carried at Fair Value Through FVPTL				
HDFC Ultra Short term Fund	-	10,227.6	-	1.52
Kotak Low Duration Fund Standard Plan Growth	-	31.3	-	1.03
Edelweiss Balanced Advantage Fund	25,023.87	-	3.04	-
ICICI Prudential ultra short term fund	-	3,744.0	-	1.02
Bank of India Small Cap Fund	22,545.56	-	9.41	-
Helios Midcap Fund	81,160.31	-	9.87	-
Axis ultra Short term fund Regular (G)	-	7,026.2	-	1.02
TOTAL (b)	**1,28,729.74**	**21,029.05**	**22.32**	**4.59**

TOTAL (a + b)	**7,75,842.74**	**6,03,574.05**	**110.95**	**93.58**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

7.2 Trade Receivable (Current)

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good	108.25	45.33
TOTAL	**108.25**	**45.33**

Trade Receivable as on 31 March, 2026

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
Undisputed Trade Receivable							
(i) Considered Good	-	100.16	6.25	0.46	0.57	0.81	108.25
(ii) Doubtful	-	-	-	-	-	-	-
Disputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	-	-
(ii) Doubtful	-	-	-	-	-	-	-
Total	**-**	**100.16**	**6.25**	**0.46**	**0.57**	**0.81**	**108.25**

Trade Receivable as on 31 March, 2025

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
Undisputed Trade Receivable							
(i) Considered Good	-	43.95	-	-	0.57	0.81	45.33
(ii) Doubtful	-	-	-	-	-	-	-
Disputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	-	-
(ii) Doubtful	-	-	-	-	-	-	-
Total	**-**	**43.95**	**-**	**-**	**0.57**	**0.81**	**45.33**

7.3 Cash and cash equivalents

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
(i) Balances with banks		
in current accounts	25.29	43.27
(ii) Cash on Hand	9.71	8.51
TOTAL	**35.00**	**51.78**

7.4 Bank Balances other than (ii) above

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
Deposits with more than 12 months Maturity (Includes Rs. 0.31 lacs (31 March 2025 - Rs. 0.21 lacs) held as margin money deposit for bank guarantee)	0.96	100.96
TOTAL	**0.96**	**100.96**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

7.5 Loans (Current)

Particulars	Amount	
	As at 31 March 2026	**As at 31 March 2025**
Unsecured, Considered good		
Other Loans (Interest Accrued thereon)	698.48	625.01
Inter Corporate Deposit	-	3.80
TOTAL	**698.48**	**628.81**

7.6 Other Financial Assets (Current)

Particulars	Amount	
	As at 31 March 2026	**As at 31 March 2025**
Accrued Interest on Fixed Deposit	0.02	0.66
TOTAL	**0.02**	**0.66**

8. Current tax Assets (net)

Particulars	Amount	
	As at 31 March 2026	**As at 31 March 2025**
Current Tax Assets (Net)	43.53	25.60
Less: Provision	(21.13)	(18.00)
TOTAL	**22.40**	**7.60**

9. Other current assets

Particulars	Amount	
	As at 31 March 2026	**As at 31 March 2025**
Unsecured, Considered good		
i) Prepaid Expenses	13.18	16.79
ii) Employee Advances	-	0.15
iii) Other Advances (Trade Advance)	56.38	10.84
iv)Employee State Insurance	0.11	0.11
v) GST	-	4.67
TOTAL	**69.67**	**32.56**

10. Equity share capital

Particulars	As at 31 March 2026	As at 31 March 2025
AUTHORIZED:		
60,000,000 (Previous years : 60,000,000) Equity Shares of Rs.10 each	6,000.00	6,000.00
	6,000.00	**6,000.00**
ISSUED, SUBSCRIBED & PAID-UP CAPITAL		
55,774,000 (Previous years : 55,774,000) Equity Shares of Rs.10 each	5,577.40	5,577.40
	5,577.40	**5,577.40**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

(A) Movement in equity share capital

Particulars	No. of Shares	Amount
Balance at March 31, 2025	**55,774,000**	**5,577.40**
Movement during the year	-	-
Balance at March 31, 2026	**55,774,000**	**5,577.40**

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

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of Shares	% holding	No. of Shares	% holding
SUNITA GUPTA	8,213,533	14.73	8,573,533	15.37
RAJ KUMARI AGARWAL	5,229,418	9.38	5,229,418	9.38
NEENA GUPTA	4,801,772	8.61	4,801,772	8.61
HARESH COLLECTIONS PVT LTD	10,269,410	18.41	10,269,410	18.41
RITURAJ SHARES & SECURITIES LIMITED	7,083,262	12.70	7,036,453	12.62

(C) (i) Shares held by promoters as on March 31, 2026.

Name of the shareholder	As at 31 March 2026		As at 31 March 2025		% Change
	No. of Shares	% holding	No. of Shares	% holding	
Promoter Name					
S M GUPTA	1,193,817	2.14	1,193,817	2.14	-
Promoters Group					
SUNITA GUPTA	8,213,533	14.73	8,573,533	15.37	(0.65)
RAJ KUMARI AGARWAL	5,229,418	9.38	5,229,418	9.38	-
NEENA GUPTA	4,801,772	8.61	4,801,772	8.61	-
MAHESH GUPTA	1,891,948	3.39	1,443,917	2.59	0.80
SAGARMAL GUPTA	6,200	0.01	6,200	0.01	-
LEENA HARSHAL AGRAWAL	173,326	0.31	173,326	0.31	-
ARPITA GUPTA	55,200	0.10	55,200	0.10	-
HARESH COLLECTIONS PVT LTD	10,269,410	18.41	10,269,410	18.41	-
RITURAJ SHARES & SECURITIES LIMITED	7,083,262	12.70	7,036,453	12.62	0.08

(C) (ii) Shares held by promoters as on March 31, 2025

Name of the shareholder	As at 31 March 2026		As at 31 March 2025		% Change
	No. of Shares	% holding	No. of Shares	% holding	
Promoter Name					
S M GUPTA	1,193,817	2.14	1,193,817	2.14	-
Promoters Group					
SUNITA GUPTA	8,573,533	15.37	8,573,533	15.37	-
RAJ KUMARI AGARWAL	5,229,418	9.38	5,229,418	9.38	-
NEENA GUPTA	4,801,772	8.61	4,801,772	8.61	-
MAHESH GUPTA	1,443,917	2.59	1,399,973	2.51	0.08
SAGARMAL GUPTA	6,200	0.01	6,200	0.01	-
LEENA HARSHAL AGRAWAL	173,326	0.31	173,326	0.31	-
ARPITA GUPTA	55,200	0.10	55,200	0.10	-
HARESH COLLECTIONS PVT LTD	10,269,410	18.41	10,269,410	18.41	-
RITURAJ SHARES & SECURITIES LIMITED	7,036,453	12.62	7,036,453	12.62	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

(D) Terms/Rights attached to equity shares

a) The Company has only one class of Equity Shares having par value of Rs. 10 each. Each shareholder is eligible for one vote per share held.

b) 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 all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

11. Other equity

Particulars	As at 31 March 2026	As at 31 March 2025
Reserves and surplus		
i) Capital Reserve	0.10	0.10
ii) Retained Earnings	(45.31)	(87.46)
iii) Equity instruments through other comprehensive income	18.03	4.71
TOTAL	**(27.18)**	**(82.66)**

(i) Capital Reserve

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	0.10	0.10
Movement during the year	-	-
Closing balance	**0.10**	**0.10**

(ii) Retained earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	(87.46)	(126.02)
Movement during the year	42.15	38.56
Closing balance	**(45.31)**	**(87.46)**

(iii) Equity instruments through other comprehensive income

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	4.71	21.13
Movement during the year	13.31	(16.42)
Closing balance	**18.03**	**4.71**

12. Financial Liabilities (non - current)

Particulars	As at 31 March 2026	As at 31 March 2025
Long term Borrowings	7.97	6.21
Less: Current Maturities of long term borrowings	3.24	5.93
TOTAL	**4.73**	**0.28**

Note: The company has taken loan from ICICI Bank, which is payable in thirty five instalments commencing from 10 February 2025. The last date of payment of instalment is on 10 December 2026.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

13. Other Financial Liabilities (non - current)

Particulars	As at 31 March 2026	As at 31 March 2025
Gratuity	13.92	10.88
TOTAL	**13.92**	**10.88**

14. Financial Liabilities (current)

Particulars	As at 31 March 2026	As at 31 March 2025
Current Maturities of long term borrowings (Refer Note 12)-secured	6.00	5.93
Intercorporate (unsecured)	0.59	-
TOTAL	**6.59**	**5.93**

Note: The company has taken loan from ICICI Bank, which is payable in thirty five instalments commencing from 10 February 2025. The last date of payment of instalment is on 10 December 2026.

15. Financial liabilities (Trade Payables)

Particulars	As at 31 March 2026	As at 31 March 2025
Dues to micro enterprises and small enterprises	16.70	21.32
Dues to creditors other than micro enterprises and small enterprises	58.73	28.87
TOTAL	**75.43**	**50.19**

Trade Payables as on 31 March, 2026

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
(i) MSME	-	16.70	-	-	-	-	16.70
(ii) Others	-	58.73	-	-	-	-	58.73
(iii) Disputed MSME	-	-	-	-	-	-	-
(iv) Disputed Others	-	-	-	-	-	-	-
Total	**-**	**75.43**	**-**	**-**	**-**	**-**	**75.43**

Trade Payables as on 31 March, 2025

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
(i) MSME	-	21.32	-	-	-	-	21.32
(ii) Others	-	28.87	-	-	-	-	28.87
(iii) Disputed MSME	-	-	-	-	-	-	-
(iv) Disputed Others	-	-	-	-	-	-	-
Total	-	50.19	-	-	-	-	50.19

(All amount in Rupees Lacs unless otherwise stated)

Disclosure of Trade payables as required under section 22 of Micro, Small and Medium Enterprises Development (MSMED) Act, 2006, based on the confirmation and information received by the company from the suppliers regarding the status under the Act.

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal & Interest amount remaining unpaid but not due as at year end	16.70	21.32
b) Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment	-	-
c) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the specified under Micro, Small and Medium Enterprises Development Act, 2006	-	-
d) Interest accrued and remaining unpaid as at year end	-	-
e) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise	-	-

16. Other current liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
i. Advances from customers	5.11	4.66
ii. Statutory liabilities	17.06	8.33
iii. Employee benefits payable	37.17	43.07
iv. Liabilities for Expenses	40.89	38.54
v. Audit fee	0.20	0.20
TOTAL	**100.44**	**94.79**

17. Provision

Particulars	As at 31 March 2026	As at 31 March 2025
Gratuity	7.49	5.09
TOTAL	**7.49**	**5.09**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

18. Revenue from operations

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Sale of Software Services (Inclusive of ITES)		
Exports	587.26	498.22
Domestic	526.40	529.06
TOTAL	**1,113.66**	**1,027.29**

19. Other income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(i) Interest Income:		
from others	70.68	95.64
from Bank Deposits	7.74	8.12
(ii) Other Non-Operating Income	0.07	-
(iii) Net Gain in Fair Value Changes	-	1.55
(iv) Misc. Income (include share of Profit from M.M.International 0.01 Lac)	-	6.98
(v) Speculative Income	2.88	-
(vi) Sundry balance written off	0.59	-
(vii) Dividend Income	0.18	-
TOTAL	**82.14**	**112.30**

20. Cost of Service Rendered

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Software Purchase	26.60	29.26
License Purchase	56.12	118.00
Software & Related Purchase	81.32	43.91
Cloud Hosting	62.30	31.42
TOTAL	**226.34**	**222.59**

21. Employee benefits expense

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Salaries, wages and bonus	488.15	436.86
Contribution to provident and other funds	12.56	9.77
Gratuity	4.31	3.55
Staff welfare expenses	2.97	0.99
Director's remuneration	10.50	9.00
Stipend	3.44	-
TOTAL	**521.93**	**460.17**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

22. Finance cost

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest on Car Loan	0.80	0.59
Processing Charges	0.02	-
Interest on others	0.24	-
TOTAL	**1.06**	**0.59**

23. Depreciation and amortization expense

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation of property, plant and equipment	12.59	12.75
TOTAL	**12.59**	**12.75**

24. Other expenses

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Power & Fuel	5.88	6.66
Maintenance Exp.	-	-
Repairs & Maintenance		
- Others	16.22	8.61
Rent ,Rates & taxes	8.89	5.69
Advertisement & Publicity	0.27	0.26
Business Promotion Exp.	24.95	23.31
Professional Fees	3.35	7.68
Consultancy Charges	30.71	31.77
Commission	0.75	-
Cost to Investment Expense	1.21	2.77
Communication Expense	-	-
- Telephone Exp.	3.55	1.18
- Bandwidth Charges	1.79	2.40
Bank Charges & Commission	0.10	0.15
Customer Support	22.37	42.40
FEF (net)	2.10	
Donation	-	6.00
Software Development Expense	164.41	165.90
Travelling Expense	24.01	21.07
Paypal Charges	3.21	2.38
Referral Fee Paid	23.11	32.05
Director sitting fees	1.00	0.85
Other Expenses	13.22	9.71
Legal Charges	2.20	-
Printing and Stationery	4.23	8.73
Insurance	0.63	-
Net Loss on fair Value changes	0.76	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Statutory Expenses		
- Postage for AGM	-	-
- Printing & Stationery AGM	-	0.08
- Share Transfer Fees	0.95	0.80
- Other Statutory Expenses	6.71	6.29
Payment to Auditor		
(a) To statutory auditors		
-Statutory audit fee	0.15	0.15
-Tax audit fee	0.15	0.05
(b) To others		
-Certification and taxation matters	-	-
TOTAL	**366.78**	**386.94**

25. Tax expenses

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Income tax in the Statement of Profit and Loss:		
Current tax	21.13	18.00
Deferred tax:	(2.10)	(0.17)
Tax adjustments pertaining to previous years	5.92	0.16
	24.95	**17.99**
Income tax recognised in other comprehensive income comprises:		
Deferred tax on re-measurement of post-employment defined benefit obligations	0.29	(0.45)
Deferred tax on net gain in debt instruments through OCI	7.71	2.33
	8.00	**1.88**
Reconciliation of income tax expense and the accounting profit for the year:		
Profit before tax	67.10	56.55
Enacted tax rates (%)	26.00%	26.00%
Computed expected tax expense	17.45	14.70
Effect due to non-deductible expenses	6.25	5.81
Effect due to allowable expenses	(2.57)	(2.59)
Effect due to change in tax rate	-	-
Effect due to Deferred Taxes	(2.10)	(0.17)
Adjustment for tax relating to earlier years	5.92	0.16
Rounded off difference	-	0.08
Total income tax expense as per the Statement of Profit and Loss	**24.95**	**17.99**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

26. Commitments and Contingents Liabilities

An appeal was pending before the Commissioner of Income Tax (Appeals) in respect of a consolidated demand amounting to ₹7.20 lakhs for Assessment Years 2020-21, 2021-22, 2022-23 and 2023-24, raised pursuant to the assessment order dated 27 March 2025. During the year, an order was passed under Sections 251/147 of the Income-tax Act, 1961, dated 12 February 2026, pursuant to which the said demand has been disposed of and a refund aggregating to ₹7,35,001 has been determined for Assessment Years 2020-21, 2021-22, 2022-23 and 2023-24. Accordingly, there is no contingent liability in respect of the aforesaid matter as at the reporting date.

27. Related Party Disclosure

Information on Related Party transactions as required by Ind AS-24 for the year ended 31 March 2026.

a (i) List of Related Parties

Name of the Related Party	Relationship
Sagar Mal Gupta	Non-Executive Director
Arpita Gupta	Non-Executive Director
Suman Murarka	Independent Director *(up to 13.05.2025)*
Sumita Mahadevan	Independent Director (w.e.f 13.05.2026)
Milan Garg	Independent Director
Tapan Dhar Mazumdar	Independent Director
Mahesh Gupta	Managing Director & Chief Executive Officer
Pritika Gupta	Company Secretary
Vikash Singh	Chief Financial Officer

a (ii) Relative of Key Management Personnel

Name of the Related Party	Relationship
Leena Consultancy	Enterprise over which key Managerial Personnel is able to exercise significant influence
Rituraj Shares and Securities Ltd	Enterprise over which key Managerial Personnel is able to exercise significant influence
Rituraj Shares and Securities	Enterprise over which key Managerial Personnel is able to exercise significant influence

a (iii) Subsidiary Company

Name of the Related Party	Relationship
Lensel Web Services Pvt Ltd	Wholly Owned Subsidiary
Rituraj Shares Broking Pvt Ltd	Wholly Owned Subsidiary

(All amount in Rupees Lacs unless otherwise stated)

b. Related Party Transaction

Name of the Related Party	Nature of Transaction	Year ended 31 March 2026	Year ended 31 March 2025
Vikash Singh	Remuneration	2.64	2.64
Pritika Gupta	Remuneration	2.06	2.64
Leela Mujrani	Director Sitting Fees	-	0.04
Tapandhar Mazumdar	Director Sitting Fees	0.40	0.20
Sumita Mahadevan	Director Sitting Fees	0.30	-
Milan Garg	Director Sitting Fees	0.21	0.21
Mahesh Gupta	Director Remuneration	10.50	9.00
Lensel Web Services Pvt Ltd	Loans and Advances	24.86	8.46
Rituraj Shares Broking Pvt. Ltd	Loans and Advances	(3.80)	3.80
Suman Murarka	Director Sitting Fees	0.10	0.40
Rituraj Shares and Securities	Receivables	-	-2.99
Rituraj Shares and Securities Ltd	Trade Advance	52.29	-
Leena Consultancy	Receivables	0.50	-

Note: During the year ended no amounts written off and written back from/to related parties.

c. Balance with related parties

Name of the Related Party	Nature of Balance	As at 31 March 2026	As at 31 March 2025
Lensel Web Services Pvt Ltd	Loans and Advances	471.00	446.14
Rituraj Shares Broking Pvt Ltd	Loans and Advances	-	3.80
Leena Consultancy	Receivables	46.33	46.83
Rituraj Shares and Securities	Receivables	31.66	31.66
Rituraj Shares and Securities Ltd	Trade Advance	52.29	-
Pritika Gupta	Payables	0.25	-

28. Earnings Per share

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Net profitable attributable to equity shareholders	42.15	38.56
Weighted average number of equity shares outstanding during the year	55,774,000	55,774,000
Earnings per share basic and diluted (in INR)	0.08	0.07
Face Value of Equity Share	10.00	10.00

29. Financial Risk Management

The Company's operational activities expose to various financial risks i.e. market risk, credit risk and risk of liquidity. The Company realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. This note explains the sources of the risk which the entity is exposed and how the entity manages the risk and the related impact on the financial statements.

(a) Market Risk

Market Risk is the risk of potential adverse change in the Company's income and the value of the net worth arising from the movement in foreign exchange rates, interest rates or other market prices. The Company recognises that the effective management of market risk is essential to the maintenance of stable earnings and preservation of shareholder value. The objective of market risk management to manage and control market risk within acceptable parameters, while optimising the overall returns.

(All amount in Rupees Lacs unless otherwise stated)

(b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of borrowings and equity.

(c) Price Risks

Price risk is the risks that the fair value of a financial instrument will fluctuate due to changes in the market traded price. It arises from the financial assets such as investment in equity instruments such as bond, mutual funds etc. The Company is exposed to price risk mainly from investments carried at FVOCI which are valued using quoted prices in active markets. A sensitivity analysis demonstrating the impact on change in the market prices of these instruments from the prices existing as at reporting date is given below:-

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Investments carried at FVOCI valued using quoted prices in active market	110.95	93.58
	110.95	**93.58**
INR -increase by 10%	11.10	9.36
INR -decrease by 10%	(11.10)	(9.36)

(d) Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to the credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at cost. The Company continuously monitors defaults of customers and their counterparties and incorporates this information into credit risk controls. Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits. Other financial assets measured at amortised cost excluding deposits of rent. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place to ensure the amounts are within the defined limits.

Assets are written off when there is no reasonable expectation of recovery, such as debtor declaring bankruptcy or litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in Statement of Profit and Loss.

(i) Trade Receivables:-

The Company establishes an allowance for impairment that represents its estimates of incurred losses in respect of trade receivables. As the Company does not hold any collateral, the maximum expense to credit risk for each class of financial instrument is the carrying amount of that class of financial instrument presented on the statement of financial position. Impairment of trade receivables is based on expected credit loss model (simplistic approach) depending upon the historical date, present financial conditions of customers and anticipated regulatory changes. Company does not hold any collateral in respect of such receivables.

(i) Financial Instruments and Cash Deposits:-

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits. Other financial assets measured at cost excluding deposits on rent. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure amounts are within specified limits.

(All amount in Rupees Lacs unless otherwise stated)

(ii) Credit risk exposure:-

This risk is common to all investors who invest in bonds and debt instruments and it refers to a situation where a particular bond/debenture issuer is unable to make the expected principal payment interest rate payment, or both. Similarly, a lender bears the risk that the borrower may default in the payment of contractual interest or principal on its debt obligation, or both. The entity continuously monitors defaults of the customers and other counterparties and incorporates this information into its credit risk control.

(e) Liquidity risk

Liquidity risk is the risk that the Company will face in meeting its obligation associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses.

The Company maintained a cautious liquidity strategy, with positive cash balance throughout the years ended 31 March 2026 and 31 March 2025. Cash flow from operating activities provides funds to service the financial liabilities on a day-to day basis. The Company regularly monitors the rolling forecasts to ensure it has sufficient cash on an going basis to meet operational requirements. Any short term surplus cash generated over and above the amount required for working capital management and other operational requirements, is retained as cash and cash equivalents (to the extent required) and any excess is invested in interest bearing term deposits and other highly marketable instruments with appropriate maturities to optimise the returns on the investments while ensuring the sufficient liquidity to meet its liabilities.

Maturity profile of financial liabilities

The table below analyse the Company's financial liabilities into relevant maturity based on their contractual maturities:

As at March 31, 2026	**0-1 year**	**1-5 year**	**>5 years**	**Total**
Other Financial Liabilities	100.44	-	-	100.44
Borrowings	6.59	4.73	-	11.32
Trade Payables	75.43	-	-	75.43
	182.46	**4.73**	**-**	**187.19**
As at March 31, 2025	**0-1 year**	**1-5 year**	**>5 years**	**Total**
Other Financial Liabilities	94.81	-	-	94.81
Borrowings	5.93	0.28	-	6.21
Trade Payables	50.19	-	-	50.19
	150.93	**0.28**	**-**	**151.21**

(f) Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital, share premium and all other equity reserves attributable to equity shareholders of the Company. The primary objective of the capital management is to maximise shareholder values.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return on capital to shareholders or issue of new shares.

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Net Debts (*)	(24.64)	(146.53)
Total Equity	5,550.22	5,494.74
Debt Equity Ratio	NIL	NIL
*As Figures are negative, kept at NIL		

**Net Debt =Non-current Borrowing + Short Term Borrowing-Cash & Cash Equivalent -Other Bank Balances

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

30. Segment Reporting

As per the requirements of IND AS-108, " Segment Reporting" , no disclosures are required to be made since the Company activities consists of a single business segment i.e. Information & Technology.

31. Corporate Social Responsibility is not applicable to the Company.

32. Fair Value Measurement

a) Valuation principles

The fair value of the financial assets and liabilities are defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transactions between market participants at the measurement date.

b) The carrying value and fair value of financial instruments are as follows:-

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
Financial assets			
a) Measured at amortised cost			
(i) Cash and Cash equivalents	7.3	35.00	51.78
(ii) Bank Balances other than cash and cash equivalents	7.4	0.96	100.96
(iii)Trade receivables	4.2 and 7.2	186.25	123.82
(iv) Loans	4.3 and 7.5	1,630.03	1,735.23
(v) Investment in unquoted equity shares	4.1	0.11	0.11
(vi) Investment in debentures	4.1	0.76	0.76
(vii) Investment in subsidiary	4.1	332.53	332.53
(viii) Investment in partnership	4.1	734.90	665.04
(ix) Deferred Tax Assets	5.0	16.26	6.16
(x) Other Financial Assets	4.4 and 7.6	106.21	4.98
		3,043.01	**3,021.37**
b) Measured at fair value through FVOCI			
(i) Investment in quoted equity shares	7.1	69.70	88.99
(ii) Investment in unquoted equity shares	7.1	18.93	-
		88.63	**88.99**
c) Measured at fair value through FVPTL			
(i) Investment in mutual fund	7.1	22.32	4.59
		22.32	**4.59**
Total Financial Assets		**3,153.96**	**3,114.95**
Financial Liabilities			
Other Financial Liabilities	16	100.44	94.79
Borrowings	12 and 14	11.32	6.21
Trade Payables	15	42.03	50.19
Total Financial Liabilities		**153.79**	**151.19**

(All amount in Rupees Lacs unless otherwise stated)

c) Fair value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and 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 the fair value, the Company has classified its financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows underneath:

Level 1:- Quoted prices (unadjusted) in active markets for identical assets and liabilities

Level 2:- Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3:- Inputs for assets or liabilities that are not associated on observable market date (unobservable input).

(i) Recognised and measure at fair value

The following table provides the fair value measurement hierarchy of the Company's financial assets / liabilities:

As at 31 March 2026		
Particulars	**Level 1**	**Level 2**
Investment in equity shares	88.63	-
Investment in mutual funds	22.32	-

As at 31 March 2025		
Particulars	**Level 1**	**Level 2**
Investment in equity shares	88.99	-
Investment in mutual funds	4.59	-

(ii) The following methods and assumptions were used to estimate the fair value:-

(a) Long term fixed rates receivables/ borrowings are evaluated by the Company based on the parameters such as interest rates and credit worthiness of the customers and the risk characteristic of the financed project. Based on the evaluations allowances are taken into account for the expected losses of these receivables.

(b) The fair value of the loans from banks and financial liabilities as well as other non-current financial liabilities is estimated by discounting future cash flows using the rates currently available for debt on similar terms, credit risk and remaining maturities. Their valuation requires management to use observable inputs in the model, management regularly assesses a range of reasonably possible for those significant unobservable inputs and determines the impact on the total fair value.

33. Post Retirement Benefit Obligation

As per Actuarial Valuation as on 31 March 2026 and 31 March 2025 recognised in the financial statement in respect of Employee Benefit Expense

a) Amount recognised in Balance Sheet

Particulars	**Year ended 31 March 2026**	**Year ended 31 March 2025**
Gratuity:-		
1) Present Value of Obligation	21.41	15.97
2) Fair Value of Plan Assets	-	-
3) (Surplus)/ Deficit	21.41	15.97
4) Effect of Assets Celling, if any	-	-
5) Net Assets / (Liability)	21.41	15.97

(All amount in Rupees Lacs unless otherwise stated)

b) Expense recognised in Statement of Profit & Loss & Other Comprehensive Income (OCI)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(i) Expenses recognized in the Statement of Profit & Loss		
Current Service Cost	1.11	1.03
Interest Cost	3.20	2.52
Past Service Cost	-	-
Net Impact on Profit & loss (before tax)	**4.31**	**3.55**

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(ii) Expenses recognized in the Other Comprehensive Income		
Actuarial (gains)/ losses arising from change in financial assumption	-	0.08
Actuarial (gains)/ losses arising from change in experience adjustment	-	-
Actuarial (gains)/ losses arising from change for Plan Liabilities	1.44	-1.83
Actuarial (gains)/ losses arising from change in demographic assumptions	-0.32	-
Net Expense recognised in Other comprehensive Income (before tax)	**1.12**	**-1.75**

c) Movement in the present value of defined benefit obligations:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Gratuity:-		
Defined Benefit Obligation, Beginning of Period	15.97	14.17
Current Service Cost	1.11	1.03
Interest Cost	3.20	2.52
Actuarial (Gains)/Losses	1.12	-1.75
Actual Benefits Paid	-	-
Defined Benefit Obligation, End of Period	21.41	15.97

d) Actuarial Assumption

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Financial Assumption		
Discount Rate	7.75%	7.00%
Salary Escalation Rate	5.00%	5.00%
Demographic Assumption		
Mortality Rate	IALM 2012-14	IALM 2012-14
Withdrawal Rates, Based on Age (Per Annum)		
Up to 30 Years	3.00%	3.00%
31 to 44 Years	2.00%	2.00%
44 to 60 Years	1.00%	1.00%

e) Sensitivity Analysis

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Defined Benefit Obligation	21.41	15.97

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	31 March 2026		31 March 2025	
	Decrease	Increase	Decrease	Increase
Discount Rate (-/+2%) (P.Y.1%)	20.98	21.84	15.95	15.99
(% change compared to base due to sensitivity)				
Salary Growth Rate (-/+2%) (P.Y. 1%)	20.98	21.84	15.95	15.99
(% change compared to base due to sensitivity)				

The Sensitivity analysis above have been determined based on reasonably possible changes of the respective assumption occurring at the end of the reporting period & may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumption constant. When calculating the sensitivity to the assumption, the method (Projected Unit Credit Method) used to calculate the liability recognised in the balance sheet has been applied. The methods & types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period.

34. Statement of Ratio Analysis

Sl No	Ratio	Numerator	Denominator	As at March 31, 2026	As at March 31, 2026	Change (Greater than 25%)	Reasons
(i)	Current Ratio	Current Assets	Current Liabilities	5.51	6.16	-10.65%	Minor change
(ii)	Debt-Equity Ratio	Total Debt	Shareholder's Equity	0.21	0.11	87.33%	Additional Loan taken during the year
(iii)	Debt Service Coverage Ratio	Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Interest and lease payments + Principal repayments	9.34	(16.17)	-157.78%	Additional Loan taken during the year
(iv)	Return on Equity Ratio	Net profit after tax	Average Net Worth/ Shareholder's Equity	0.45	0.70	-35.96%	Decrease in profit
(v)	Inventory turnover ratio	Cost of goods sold	Average Inventory	-	-	-	-
(vi)	Trade Receivable Turnover Ratio	Net Sales	Average Accounts Receivable	7.18	9.27	-22.51%	Prompt collection from debtors
(vii)	Trade payables turnover ratio	Net Credit Purchases	Average Accounts Payable	3.60	5.56	-35.19%	Prompt payment to creditors
(viii)	Net capital turnover ratio	Net Sales	Working Capital	1.30	1.28	2.01%	Minor change
(ix)	Net profit ratio	Profit after Tax	Net Sales	0.04	0.04	0.82%	Minor change
(x)	Return on Capital employed	Earnings before depreciation and amortisation, interest and tax	Capital Employed	68.16	69.89	-2.47%	Minor change
(xi)	Return on Investment	Interest Income	Cost of Investment	0.04	0.04	-5.58%	Minor change

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

35. Other Additional Regulatory Information as per Schedule III

a) Disclosure in relation to undisclosed income: The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period ending 31 March, 2026 and also for the period ending 31 March, 2025 in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

b) Relationship with Struck off Companies: The Company do not have any transactions with Company's struck off during the period ending 31 March, 2026 and also for the period ending 31 March, 2025.

c) Details of Benami Property held: The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company during the period ending 31 March, 2026 and also for the period ending 31 March, 2025 for holding any Benami property.

d) Registration of charges or satisfaction with Registrar of Companies (ROC) : The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period, during the period ending 31 March, 2026 and also for the period ending 31 March, 2025.

e) Details of Crypto Currency or Virtual Currency: The Company have not traded or invested in Crypto currency or Virtual Currency during the period ending 31 March, 2026 and also for the period ending 31 March, 2025.

f) Utilisation of Borrowed Fund & Share Premium :

(i) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) 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 (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

g) The Company has not entered into any scheme of arrangement which has an accounting impact on the current or previous financial year.

36. On November 21, 2025, the Government of India notified provisions of four Labour Codes, viz.: The Code on Wages, 2019, The Code on Social Security, 2020, The Industrial Relations Code, 2020 and The Occupational Safety, Health and Working Conditions Code, 2020, subsuming twenty- nine existing labour laws into a unified framework governing employee benefits during employment and post-employment. The Labour Codes, amongst other things, introduce changes, including a uniform definition of wages. The Rules for the corresponding Codes have been published on May 8, 2026. The Company has assessed the financial implications of these changes, which has resulted in an increase in gratuity liability arising out of past service cost. The Company continues to monitor the developments pertaining to Labour Codes and will evaluate the impact, if any, on the measurement of the employee benefit liability

37. Figures of the year are regrouped/rearranged in order to confirm with current year classification.

As per our report of even date attached

For N H Agrawal & Associates
Chartered Accountants
Firm's Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership Number: 129179

Place: Kolkata
Dated: 19 May, 2026

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD

Mahesh Gupta
Director
(DIN : 01606647)

Arpita Gupta
Director
(DIN : 02839878)

Vikash Singh
Chief Financial Officer
PAN: BMWPS0510C

Pritika Gupta
Company Secretary
Membership Number: A27366

INDEPENDENT AUDITORS REPORT

To,

The Members of M/s Lee & Nee Softwares (Exports) Ltd.

Report on the Audit of the Consolidated Financial Statements Opinion

We have audited the accompanying consolidated Ind AS financial statements of Lee & Nee Softwares (Exports) Ltd ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "Group") which comprise the Consolidated Balance Sheet as at March 31 2026, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated Ind AS financial statements, including a summary of material accounting policies and other explanatory information (herein referred to as the " Consolidated Financial Statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, their consolidated profit (including other comprehensive income), their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs), as 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 Ind AS financial statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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 audit opinion on the consolidated Ind AS 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 Ind AS financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of consolidated Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
Valuation and Existence of Investments We have focused on the valuation and existence of the investments in Equity because these represents a principal element on the net assets in the Financial Statements	We have assessed the Company's process to compute the fair value of various investment. For quoted instruments we have independently obtained the market value and recalculated the fair value. For unquoted instruments we have obtained an understanding of various methods used by the management and analyzed the reasonableness of the principal assumptions made for estimating the fair value and other various data used while arriving at the fair value measurements
Revenue Recognition- Fixed Price Contracts The Company inter alia engages in Fixed-price contracts wherein, revenue is recognized based on the percentage of work completed. This is estimated by the Company on the basis of the completion of milestones and activities as agreed with the customers. Therefore, the revenue is recognized on completion and certified milestone by the customers after obtaining the "sign up" from the customer.	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence: Obtained an understanding of key internal controls over recording of activities completed and of general IT controls for the project management tool. Performed walk through of the underlying process and documented the controls and assessed the effectiveness of their design and implementation. Also performed tests to assess whether the controls were operating as designed. Selected a sample of contracts, using a mix of quantitative & qualitative criteria, and performed the following procedures for each contract selected: • Inspecting key terms, including transaction price, deliverables, performance obligations, timetable, set out in the contract; • Inquired of the relevant project managers about key aspects and the progress of the contracts, including the estimated total contract costs, key project risks, amendments, contingencies and billing schedules; • verified project management tool for budgeted efforts and related milestones and verified accuracy of milestones based on actualization of efforts for delivered projects and past data; o verified the details of activities completed with those stated in the customer contract and as confirmed by the project manager including agreeing the respective activities performed according to the project management tool with customer report/confirmations which forms the basis of milestone completion; • tested on a sample basis the underlying invoices in respect of fixed price contracts and related cash receipts; and o Verified the ageing analysis and perform analytical procedures, based on revenue trends, to assess the movements in accruals.

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS 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 and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the 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 in this regard.

Responsibilities of Management for the Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective 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 of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the companies are responsible for assessing the Company's ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

That respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS 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 Ind AS 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 Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management'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 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 Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group which we are the independent auditors and whose financial information we have audited, 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.

We communicate with those charged with governance of the Holding Company and other such entity 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 Ind AS financial statements for the financial year ended March 31, 2026 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

The financial statements/financial information includes the Group's share of two subsidiaries company whose result/statement includes assets of Rs.984.91 lacs, revenues 78.39 lacs, loss after tax Rs.10.89 lacs, comprehensive loss Rs 8.90 lacs for the year ended on that date respectively, and net cash inflows Rs. 4.97 lacs for the year ended March 31,2026.

Report on Other Legal and Regulatory Requirements

1. 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 of the consolidated financial statements;

b) In our opinion, proper books of account as required by law relating to the aforesaid consolidated financial statements have been kept so far as it appears from the examination of those books and reports of other auditors;

c) The consolidated balance sheet, the consolidated statement of profit and loss including the consolidated statement of other comprehensive income, the consolidated cash flow statement and the consolidated statement of changes in equity dealt with by this Report are in agreement with the books of account maintained for the purpose of the consolidated financial statements;

d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and of the subsidiaries company, 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 with reference to consolidated Ind AS financial statements of the Holding Company and its subsidiaries company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure 1"** to this report;

g) In our opinion and to the best of our information and according to the information and explanations provided to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

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 Consolidated Financial Statements has disclosed the impact of its pending litigations on its consolidated financial position in its Ind AS financial statements. Refer Note No 28

ii. The Group Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiaries company during the year ended 31 March 2026.

iv. a) The respective Managements of the Company and its subsidiaries whose financial statement has been audited under the Act, have 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 or any of such subsidiaries 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 or by its subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The respective Managements of the Company and its subsidiaries whose financial statement has been audited under this Act, have represented that, to the best of its knowledge and belief, no funds have been received by the company or its subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company or the subsidiaries, 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; and

c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to the notice to us and the auditor of the subsidiaries company that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

a. The Group Company has not declared any dividend during the year, so reporting under this clause for the compliance with section 123 of the Companies Act, 2013, is not applicable.

2. With respect to the matters specified in the paragraph 3(xxi) and 4 of the Companies (Auditor's Report) Order 2020(" the Order"/"CARO'') issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report , according to the information and explanations given to us and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company , to which the reporting under CARO is applicable , we report that there are no qualifications or adverse remarks in these CARO reports.

3. Based on our examination which included test checks, the Group has used the 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 the relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Group.

For **N.H. Agrawal & Associates**
Chartered Accountants
ICAI Firm Registration Number:0327511E

Nitin Hukumchand Agrawal
Partner
Membership No.:129179
UDIN: 26129179KTZZCR2661

Place: Kolkata
Date: 19th May, 2026

Annexure 1 to the Independent Auditor's report of even date on the consolidated Ind AS financial statements of Lee & Nee Softwares (Exports) Ltd

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Lee & Nee Softwares (Exports) Ltd** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred as "the Group") as on March 31, 2026 in conjunction with our audit of the consolidated Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiaries company 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 the 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to the financial statements of the Holding Company and its subsidiaries, 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, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by 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 over financial reporting and their operating effectiveness. Our audit 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 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 holding Company's internal financial controls system over financial reporting of the Holding Company and its subsidiaries which are companies incorporated in India.

Meaning of Internal Financial Controls with Reference to these consolidated Ind AS Financial Statements

A company's internal financial controls with reference to Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to Ind AS financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of 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 with Reference to consolidated Ind AS Financial Statements

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

Opinion

In our opinion and to the best of the information and explanations given to us, the Holding Company and its subsidiaries incorporated in India, have in all material respects, adequate internal financial controls with reference to Ind AS financial statements and such internal financial controls with reference to Ind AS financial statements were operating effectively as at March 31, 2026, 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 issued by the ICAI.

For **N.H. Agrawal & Associates**
Chartered Accountants
ICAI Firm Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership No.:129179
UDIN: 26129179KTZZCR2661

Place: Kolkata
Date: 19th May, 2026

CONSOLIDATED BALANCE SHEET AS AT 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
I. ASSETS			
Non-current Assets			
Property, Plant and Equipment and Intangible Assets			
(a) Property, Plant And Equipment	3.1	40.86	28.82
(b) Goodwill	3.2	2,439.35	2,439.35
(c) Financial Assets		-	
(i) Investments	4.1	763.39	693.52
(ii) Trade Receivable	4.2	250.50	251.80
(iii) Loans	4.3	788.88	808.03
(iv) Other Financial Assets	4.4	106.19	4.32
(d) Deferred Tax Assets (Net)	5	19.61	6.20
(e) Other Non-Current Assets	6	318.98	283.09
Total Non-Current Assets		**4,727.75**	**4,515.13**
Current Assets			
(a) Financial Assets			
(i) Investments	7.1	157.59	159.79
(ii) Trade Receivables	7.2	134.25	72.57
(iii) Cash And Cash Equivalents	7.3	52.52	64.33
(iv) Bank Balances Other Than (ii) Above	7.4	0.96	157.91
(v) Loans	7.5	759.01	831.62
(vi) Other Financial Assets	7.6	0.02	2.17
(b) Current Tax Assets (Net)	8	30.58	10.38
(c) Other Current Assets	9	76.65	40.19
Total Current Assets		**1,211.58**	**1,338.96**
Total Assets		**5,939.34**	**5,854.09**
Ii. Equity And Liabilities			
Equity			
(a) Equity Share Capital	10	5,577.40	5,577.40
(b) Other Equity	11	143.76	97.20
Total Equity		**5,721.16**	**5,674.60**
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	4.73	0.28
(b) Provision	13	18.16	14.82
(c) Deferred Tax Liabilities (Net)	14	-	0.73
Total Non-Current Liabilities		**22.89**	**15.83**
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	6.00	5.93
(ii)Trade Payables	16	-	-
Dues To Micro Enterprises And Small Enterprises		16.70	21.32
Dues To Creditors Other Than Micro Enterprises And Small Enterprises		58.73	28.87
(b) Other Current Liabilities	17	106.28	102.37
(c) Provision	18	7.58	5.17
Total Current Liabilities		**195.29**	**163.66**
TOTAL EQUITY AND LIABILITIES		**5,939.34**	**5,854.09**

The accompanying notes 1 to 41, forms an integral part of these Standalone Financial Statements.
This is the Consolidated Balance Sheet referred to in our report of even date.

For N H Agrawal & Associates
Chartered Accountants
Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership Number: 129179

Place: Kolkata
Dated: 19 May, 2026

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD Firm's

Mahesh Gupta
Director
(DIN: 01606647)

Arpita Gupta
Director
(DIN: 02839878)

Vikash Singh
Chief Financial Officer
PAN: BMWPS0510C

Pritika Gupta
Company Secretary
Membership Number: A27366

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Note	For Year ended 31 March 2026	For Year ended 31 March 2025
I. Revenue from operations	19	1,161.38	1,072.94
II. Other income	20	112.81	147.74
III.Total Income (I + II)		**1,274.19**	**1,220.68**
IV. Expenses			
Cost of Service Provided	21	234.87	229.26
Employee benefits expense	22	558.40	500.99
Finance cost	23	1.06	0.59
Depreciation and amortization expense	24	14.45	13.09
Other expenses	25	410.60	426.38
Total expenses		**1,219.38**	**1,170.31**
V. Profit/(Loss) before tax (III - IV)		**54.81**	**50.37**
VI. Tax expense:	26		
(1) Current tax		21.58	18.67
(2) Tax Expenses of Prior Years		6.08	0.50
(3) Deferred tax		(4.11)	0.06
Total tax expenses		**23.55**	**19.23**
VII. Profit/(loss) for the period (V-VI)		**31.26**	**31.14**
VIII. Other comprehensive income			
(i) Items that will not be reclassified to statement of profit & loss			
Re-measurement gain /(loss) on defined benefits obligations		(0.80)	1.99
Tax impact on above		0.21	(0.51)
Changes in Fair Value of Equity Instruments through Other Comprehensive Income		6.07	(16.13)
Tax impact on above		9.82	1.97
(ii) Items that will be reclassified to statement of profit & loss			
Fair Value on Debt Instruments		-	-
Tax impact on above		-	-
Other comprehensive income (net of tax)		**15.30**	**(12.68)**
IX. Total comprehensive income for the year		**46.56**	**18.46**
X. Earning per equity share :	29		
(1) Basic		0.06	0.06
(2) Diluted		0.06	0.06

The accompanying notes 1 to 41, forms an integral part of these Consolidated Financial Statements.
This is the Consolidated Statement of Profit & Loss referred to in our report of even date.

For N H Agrawal & Associates
Chartered Accountants
Firm's Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership Number: 129179

Place: Kolkata
Dated: 19 May, 2026

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD

Mahesh Gupta
Director
(DIN : 01606647)

Arpita Gupta
Director
(DIN : 02839878)

Vikash Singh
Chief Financial Officer
PAN: BMWPS0510C

Pritika Gupta
Company Secretary
Membership Number: A27366

CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Description	For Year ended 31 March 2026		For Year ended 31 March 2025	
I. CASH FLOWS				
A Cash flow from operating activities				
(a) Net Profit / (Loss) before tax from Operating Activities	54.81		50.37	
Adjustments:				
Depreciation and Amortization	14.45		13.09	
Interest Income	(97.40)		(128.22)	
Finance Cost	0.80		-	
Fair value gain/(loss) during the year	0.10		(1.59)	
(Profit)/Loss from Partnership Firm	2.31		(0.01)	
Operating Profit/ (Loss) before working capital changes		(24.92)		(66.36)
Working Capital changes:				
Decrease/ (Increase) in trade receivables	(60.38)		(36.44)	
Decrease/ (Increase) in other current assets	(36.46)		5.92	
Decrease/ (Increase) in Loans	91.76		(35.97)	
Increase/ (Decrease) in Trade Payables	25.24		20.33	
Decrease/ (Increase) in Other Non-Current Assets	(35.89)		61.38	
Decrease/(Increase) in Other Non- Current liabilities	-		0.73	
Decrease/(Increase) in Other Financial Assets	(99.72)		(1.94)	
Decrease/(Increase) in Other Financial Liabilities	-		(0.01)	
Increase/ (Decrease) in Other Current Liabilities	3.32		(16.43)	
increase/ (decrease) in Provisions	6.34	(105.79)	2.22	(0.21)
Cash generated from Operating Activities		(130.71)		(66.57)
Income tax (paid)		(20.20)		(19.23)
NET CASH FROM OPERATING ACTIVIITES (A)		(110.51)		(85.80)
B Cash flow from investing activities				
Purchase of Property, Plant and Equipment	(26.84)		(7.72)	
Purchase/(sale) of Investments (net)	(132.52)		(37.87)	
Interest received	97.40		128.22	
Other Bank Balance	156.95		-	
NET CASH FROM/(USED IN) INVESTING ACTIVITIES (B)		**94.99**		**82.62**
C Cash flow from financing activities				
Proceeds/(Repayment of borrowings)		4.52		(3.21)
Finance Cost		(0.80)		-
NET CASH FROM /(USED IN) FINANCING ACTIVITIES (C)		**3.71**		**(3.21)**
II. NET INCREASE/(DECREASE) IN CASH & CASH EQUIVALENTS (A+B+C)		**(11.81)**		**(6.39)**
Add: Cash and Bank Balances at the beginning of the year		64.33		70.72
III. Cash and Bank Balances at the end of the year		**52.52**		**64.33**

Note:

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS'7) -Statement of Cash Flow.

This is the Consolidated Statement of Cash Flows referred to in our report of even date.

For N H Agrawal & Associates
Chartered Accountants
Firm's Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership Number: 129179

Place: Kolkata
Dated: 19 May, 2026

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD

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Vikash Singh
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Pritika Gupta
Company Secretary
Membership Number: A27366

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

C. CURRENT REPORTING PERIOD

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
5,577.40	**-**	**-**	**-**	**5,577.40**

D. PREVIOUS REPORTING PERIOD

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
5,577.40	**-**	**-**	**-**	**5,577.40**

E. OTHER EQUITY

Particulars	Reserves and Surplus				Other comprehensive income (OCI	Total
	Securities premium Reserve	General reserve	Capital reserve	Retained earnings		
As at 1 April 2024	-	-	135.82	(68.14)	11.10	78.78
Profit for the year	-	-	-	31.14	-	31.14
Fair value gain/(loss) during the year (net of tax)	-	-	-	1.46	(14.16)	(12.70)
As at 31 March 2025	**-**	**-**	**135.82**	**(35.54)**	**(3.07)**	**97.20**
Changes in equity for the period ended 31 March 2026						
As at 1 April 2025	-	-	135.82	(35.54)	(3.07)	97.20
Profit for the year	-	-	-	31.26	-	31.26
Fair value gain/(loss) during the year (net of tax)	-	-	-	-	15.30	15.30
As at 31 March 2026	**-**	**-**	**135.82**	**(4.28)**	**12.23**	**143.76**

The accompanying notes 1 to 41, forms an integral part of these Consolidated Financial Statements.
This is the Consolidated Statement of Changes in Equity referred to in our report of even date.

For N H Agrawal & Associates
Chartered Accountants
Firm's Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership Number: 129179

Place: Kolkata
Dated: 19 May, 2026

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD

Mahesh Gupta
Director
(DIN : 01606647)

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Vikash Singh
Chief Financial Officer
PAN: BMWPS0510C

Pritika Gupta
Company Secretary
Membership Number: A27366

Material accounting policies and other explanatory information on consolidated financials for the year ended 31 March 2026

(All amount in Rupees Lacs unless otherwise stated)

General Information and Statement of Compliance with IND AS

1. General Information:

a) Lee & Nee Softwares (Exports) Limited (''the Company") is a public company domiciled in India. . The Company is listed in Bombay Stock Exchange and Calcutta Stock Exchange Ltd.

The consolidated financial statements relate to Lee & Nee Softwares (Exports) Limited and its subsidiaries (collectively referred as "the Group") as per the details below:

Name of the Subsidiary	Country of Incorporation	% of holding as on 31st March 2026
Rituraj Shares Broking Private Limited	India	99.72%
Lensel Web Services Private Limited	India	99.00%

The Consolidated Financial Statements of the Group for the year ended 31 March 2026 were approved in accordance with the resolution of the Board of Directors as on 19 May 2026

b) Statement of Compliance

The financial Statements have been prepared in accordance with the Indian Accounting Standards (''IND AS'') as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of Companies Act, 2013 (''the Act"), read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

2.1 Basis of Preparation:

a) Theses consolidated financial statements have been prepared in accordance with the Indian Accounting Standards ("referred as "Ind AS") under historical cost convention on accrual basis, except for certain financial instruments which are measured at fair values

Accounting policies have been consistently applied except when a newly accounting standard is initially adopted or a revision to an existing accounting policy hitherto in use.

b) **Functional and Presentation Currency**

The Financial Statements have been prepared in Indian Rupees (INR), which is also the Company's functional currency. The Financial Statements have been rounded off to nearest lacs, up to two places of decimals, unless otherwise stated.

c) **Basis of Consolidation**

The consolidation financial statements comprise the financial statements of the Group and its subsidiary. Control is achieved when the Group has:-

- Power over the investee
- Is exposed or has the rights to variable returns from its involvement with the investee and
- Has the ability to use the power over the investee to affects the return

The Parent Company re-assesses whether or not it controls an investee if facts and circumstances indicates that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Parent Company obtains control over the subsidiary and ceases when the Parent Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Parent Company gains and control until the date the Parent Company ceases to control the subsidiary.

The consolidated financial statements have been prepared on accrual going concern basis. They are prepared using the uniform accounting policies for like transactions and other events in similar circumstances. If a subsidiary uses the accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group financial statements in preparing the consolidated financial statements to ensure conformity within the Group's accounting policies.

d) **Consolidation Procedure**

All assets and liabilities have been classified as current and non-current as per the Group's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of the products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

The consolidated financial statements of the Group have been prepared on a line-by-line consolidation by adding together the book value of the like items of assets and liabilities, income and expenses as per the respective financial statements. Intragroup balances and intragroup transactions have been eliminated

2.2 Use of Estimates and Judgements:

The preparation of the consolidated financial statements in conformity with the Ind AS requires management to make estimates, judgements and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent assets and liabilities as at the date of financial statements and reported amounts of income and expenses during the period. Examples of such estimates includes provision for income taxes, classification of assets and liabilities into current and non-current and the useful lives of the tangible and intangible assets . Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision to accounting estimates is recognised prospectively in the current and future periods.

Critical accounting judgements and key sources of estimation uncertainty: Key assumptions:

a) Useful lives of depreciable and amortisable assets:-

The management reviews the estimated useful lives of depreciable or amortisable assets at each reporting period, based its expected utility of those assets. Uncertainties in these estimates relate to technical and economic obsolesce that may change the utility of certain items of property, plant and equipment.to make the sale, obsolescence considering past trend. Inventories are written down to NRV when such NRV is lower than their cost.

b) Defined benefit Obligation:-

The present value of defined benefit obligation which includes gratuity is determined using actuarial valuations using projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increase and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in the assumptions. All assumptions are reviewed at each reporting date.

c) Recognition and measurement of provisions, liabilities and contingencies:-

Provision and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can be reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change.

Contingencies in the normal course may be arise from litigation and other claims. Potential liabilities that are possible but not probable of crystalizing or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes to accounts but are not recognized.

d) Income Taxes:-

The Group Company's tax jurisdiction is India .Significant judgements are involved in determining the provisions for income taxes including amount expected to be paid or recovered for uncertain tax positions.

e) Fair value measurements:-

When the fair value of the financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on the quoted prices in the active markets, their fair value is measured using the valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions.

2.3 Material Accounting Policies:

a) Overall Considerations :-

The consolidated financial statements have been prepared using significant accounting policies and measurement basis that are in effect at 31st March , 2026 as summarised below:-

b) Current versus non-current classification:-

The Group Company presents assets and liabilities in the balance sheet on current and non-current classification:-

a) The asset/liability is expected to be realised/settled in normal operating cycle;

b) The asset is intended for sale or consumption;

c) The asset/liability is held primarily for purpose of trading;

d) The asset/liability is expected to be realised/settled within twelve months after reporting period;

e) The asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after reporting date;

f) In the case of a liability, there is no unconditional right to defer settlement of the liability for at least twelve months after reporting date;

All other assets and liabilities are classified as non-current.

c) Cash Flow Statement:-

Cash Flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of the transactions of no-cash nature, any deferrals or accruals past or future operating cash receipts or payments and any items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities

d) Property, Plant and Equipment and Intangible Assets:-

Property, Plant and Equipment

Recognition:-

Property, Plant and Equipment are stated as cost less accumulated depreciation and impairment, if any. Cost directly attributable to acquisition are capitalised until the property, plant and equipment are ready for use, as intended by the management.

Subsequent measurement (depreciation and useful lives):-

The Group depreciates property, plant and equipment on a pro-rata basis over their estimated useful lives using the written down value method. The estimated useful lives of the assets prescribed under the Schedule II of the Act, are as follows:

The Group reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis. Subsequent expenditures relating to property, plant and equipment are capitalised only when it is probable that the future economic benefits associated with these will flow and the cost of the item can be measured reliably. Repairs and maintenance costs are recognised in net profit in Statement of Profit and Loss when incurred. The costs and related accumulated depreciation are eliminated from the financial statements upon sale or upon retirement of the asset and resultant gains or losses recognised in the Statement of Profit and Loss.

The one of the Subsidiary Companies has acquired certain building on finance lease. Such lease arrangements are for a period of 99 years and the entire lease rentals has been paid upfront at the time of initiation of the lease. The subsidiary has recognized these building so acquired as owned assets instead of lease under property, plant and equipment at an amount equal to the upfront lease payment plus initial direct costs. Such amount is amortized over the estimated life of the assets under straight line method.

De-recognition:-

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

e) Taxation

Tax expense recognised in the Statement of Profit or Loss comprises the sum of the current tax and deferred tax except the ones recognised in Other Comprehensive Income or directly in Equity.

i) **Current Income Tax**

Calculation of current tax is based on tax rates and tax laws that have been enacted for the reporting period. Current Income Tax relating to items recognised outside the profit or loss is recognised either in Comprehensive Income or in Equity.

Current Income Tax for the current and prior periods is recognised at the amounts expected to be paid to or received from the tax authorities, using the tax rates and the tax laws enacted or substantively enacted by the Balance Sheet date.

The Group off sets current tax assets and liabilities, where it has legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously**.**

ii) **Deferred Tax**

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on the tax rate (and tax laws) that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax is recognised in respect of the temporary differences between the carrying amount of assets and liabilities for the financial reporting purposes and the corresponding amounts used for taxation purposes (i.e. tax base).

Deferred tax assets are recognised to the extent possible that the taxable profit will be available against which the deductible temporary differences can be utilized.

Entire deferred tax asset to be utilized. Any reduction is reversed to the extent possible that it becomes probable that sufficient taxable profit will be available.

Deferred tax relating to the items recognised outside the Statement of Profit and Loss is recognised either in other comprehensive income or in equity. Deferred tax assets and liabilities are offset when there is legally enforceable right to set off the non-current assets against non-current liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its non-current assets and liabilities on a net basis.

iii) **Minimum Alternate Tax**

Minimum Alternate tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future tax liability, is considered as an asset if there is convincing evidence that the Group will pay normal income tax .MAT Credits are in form of unused tax credits that are carried forward by the Group for a specified period of time. Accordingly, MAT Credit Entitlement has been grouped with deferred tax assets (net). Correspondingly, MAT Credit Entitlement has been grouped with deferred tax in Statement of Profit and Loss.

f) Provisions, contingent liabilities and contingent assets:-

Provisions

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to provision is presented in the statement of profit and loss. Provisions are reviewed at each balance sheet date.

Contingent Liabilities

A contingent liability is a possible obligation that arises from the past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that is not recognised because it is probable that an outflow resources will be required to settle the obligation or it cannot be measured with sufficient reliability. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

Contingent Assets

Contingent Assets are neither recognised nor disclosed. However, when realisation of the income is virtually certain, related asset is recognised.

Commitments

Commitments include the amount of the purchase order (net of advances) issued to the parties for completion of assets. Commitments are reviewed at each reporting period.

g) Revenue Recognition

The Group derives revenue primarily from Information Technology Services and Solutions. Revenue is recognised when company transfers control over a product or a service to a customer.

Time and Material Contract

It is recognised based on time /effort spent and billed to clients.

Maintenance Contract

It is recognised on a pro-data basis over the period when such services is rendered.

Fixed Price Contracts

Revenues from fixed price contract are recognised using the “percentage of completion” method. Percentage of completion is determined on project costs incurred to date as percentage of total estimated project costs required to complete the milestone wise project.

If the Company doesnot have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognised only to extent of contract cost incurred for the completion milestone of the contract.

Sale of software products and licences

Revenue from maintenance contracts is recognised on a pro-rata basis over the period which service is rendered.

Interest Income

Interest Income is recorded using Effective Interest Rate (EIR) for all the instruments measured at amortised cost. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial assets or to the amortised cost of financial liability.

Dividend Income

Dividend Income is recognised when right to receive is established.

h) Employee Benefit Expenses

1. Short Term Employee Benefits

Short Term Employee Benefits are recognized as an expense at the undiscounted amount in the statement of profit and loss for the year in which related services are rendered.

2. Defined Contribution Obligations:-

Gratuity (Un-funded): - The cost is determined using the projected unit credit method with the actuarial valuation being carried at each balance sheet date by independent actuary. The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of related obligation.

The net interest cost is calculated by applying the discount rate to the balance sheet of the defined benefit obligation. This cost is calculated in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains or losses arising from experience adjustment, demographic adjustments and changes in actuarial assumptions are recognised in the period, in which they occur, directly in Other Comprehensive Income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in Profit or Loss as past service cost.

i) Earnings Per Share:-

Basic earnings per share is calculated by dividing the net Profit or Loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net Profit or Loss for the year attributable to the equity shareholders and weighted average number of share outstanding if any are adjusted for the effects of all dilutive potential equity shares.

j) Financial Instruments:-

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

Financial Assets

Initial Recognition and Measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Trade Receivables are initially measured at the transaction price. Regular way of purchase and sale of financial assets are accounted for at trade date.

Subsequent Measurement

For the purposes of subsequent measurement, financial assets are classified in three categories.

- Amortised Cost
- Fair Value through Other Comprehensive Income (FVTOCI)
- Fair Value through Profit or loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

Measured at Amortised Cost: A financial asset is measured at amortised cost if it is held within a business model whose objective is achieved by both collecting contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.

Measured at FVTOCI: A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets included within the FVTOCI category are measured initially as well at each reporting date at fair value. Fair value measurement is recognised in Other Comprehensive Income.

Measured at FVTPL: A financial asset which is not classified in any of the above categories are measured at FVTPL.

Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

De-recognition

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for the measurement and recognition of impairment loss for financial assets.

ECL is the weighted average of the difference between all the contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Group is required to consider:

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade Receivables

In respect of trade receivables, the Group applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses that result from all possible default events over the expected life of a financial instrument.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12 month ECL area portion of the lifetime ECL which result from default events that are possible with 12 months from the reporting date, ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecast of future economic conditions.

Financial Assets

In respect of other financial assets, the Group assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Group measures the loss allowance at an amount equal to 12- month expected credit losses, else at an amount equal to the lifetime expected credit losses.

While making the assessment, the Group uses the change in the risk of a default occurring over the expected life of the financial asset. To make the assessment, Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort that is indicative of significant increases in credit risk since initial recognition. The Group assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

Financial Liabilities

Initial Recognition and Measurement

Financial liabilities are at initially recognised at fair value plus any transaction cost that are attributable to the acquisition of the financial liabilities except financial liabilities at fair value through profit or loss which are initially measured at fair value.

Subsequent Measurement:

For the purpose of subsequent measurement, financial liabilities are classified in following categories: -

- Fair Value through Profit or loss (FVTPL)
- Amortised Cost

Measured at FVTPL: A financial liability is classified as at FVTPL. It is classified as held for trading or it is derivative or it is designated as such on initial recognition. Financial liabilities as at FVTPL are measured at fair value and net gains and losses, including any interest expense is recognised in profit and loss.

Measured at Amortised: Other financial liabilities are subsequently measured at amortised cost using the effective interest rate method.

Derecognition

The Company derecognizes a financial liability (or a part of financial liability) only when the obligation specified in the contract discharged or cancelled or expires.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously

k) Impairment of non- financial assets:-

At the end of each reporting period, the company reviews the carrying amounts of its tangible and intangible assets 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 Group estimates the recoverable amount of the cash generating unit to which the asset belongs.

Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to the individual cash-generating units, or otherwise they are allocated to the smallest group of cash generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated less that its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss, unless the relevant asset at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its recoverable amount , but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss has been recognised immediately in the Statement of Profit and Loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

l) Fair Value:-

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and or disclosure purposes in the financial statements is determined on such basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

• Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

• Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly;

• Level 3 inputs are unobservable inputs for the asset or liability

m) Event after reporting date:-

Where the events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

n) Segment Reporting:-

Operating Segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. As per requirement of Ind AS 108 “Segment Reporting” no disclosures are required to be made since the Company’s activities consists of a single business segment.

o) Foreign currency translation:-

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year and exchange rates are recognised in profit and loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

NOTE 3.1 - PROPERTY, PLANT & EQUIPMENT

Gross carrying amount	**Buildings (Leasehold Premises)**	**Computers**	**Access Control System**	**Air Condition**	**Electrical Fitting**	**Mobile Phone**	**UPS**	**Car**	**Printer**	**Refrigerator**	**Telephone**	**Head Sets**	**Other Equipment**	**Furniture & Fixtures**	**Total**
Gross Block															
At 31 March 2024	**66.93**	**49.82**	**1.00**	**13.27**	**0.60**	**4.65**	**2.44**	**21.46**	**9.72**	**0.10**	**0.11**	**0.67**	**3.77**	**9.06**	**183.60**
Add : Additions		6.61		0.56	0.04								0.51		7.72
Less : Disposals / Write off															
Less : Capitalised during the year															
At 31 March 2025	**66.93**	**56.43**	**1.00**	**13.83**	**0.64**	**4.65**	**2.44**	**21.46**	**9.72**	**0.10**	**0.11**	**0.67**	**4.28**	**9.06**	**191.32**
Add : Additions		1.85				0.60		15.23					0.51	8.30	26.49
Less : Disposals / Write off															
Less : Capitalised during the year															
At 31 March 2026	**66.93**	**58.28**	**1.00**	**13.83**	**0.64**	**5.25**	**2.44**	**36.69**	**9.72**	**0.10**	**0.11**	**0.67**	**4.79**	**17.36**	**217.81**
Accumulated Depreciation															
At 31 March 2024	**65.05**	**43.59**	**0.95**	**12.15**	**0.47**	**3.61**	**2.32**	**0.63**	**9.30**	**0.09**	**0.11**	**0.64**	**3.22**	**7.28**	**149.41**
Depreciation charge for the year	0.09	4.80		0.47	0.03	0.48		6.51					0.32	0.39	13.09
Disposals															
Impairment charge for the year															
At 31 March 2025	**65.14**	**48.39**	**0.95**	**12.62**	**0.50**	**4.09**	**2.32**	**7.14**	**9.30**	**0.09**	**0.11**	**0.64**	**3.54**	**7.67**	**162.50**
Depreciation charge for the year	0.09	3.97		0.31	0.03	0.16		7.51					0.27	2.12	14.45
Disposals															
Impairment charge for the year															
At 31 March 2026	**65.23**	**52.36**	**0.95**	**12.93**	**0.53**	**4.25**	**2.32**	**14.65**	**9.30**	**0.09**	**0.11**	**0.64**	**3.81**	**9.79**	**176.95**
Net book value															
At 31 March 2026	**1.70**	**5.92**	**0.05**	**0.90**	**0.11**	**1.00**	**0.12**	**22.04**	**0.42**	**0.01**	**0.00**	**0.03**	**0.98**	**7.57**	**40.86**
At 31 March 2025	**1.79**	**8.04**	**0.05**	**1.21**	**0.14**	**0.56**	**0.12**	**14.32**	**0.42**	**0.01**	**0.00**	**0.03**	**0.74**	**1.39**	**28.82**

(All amount in Rupees Lacs unless otherwise stated)

3.2 GOODWILL

Particulars	Goodwill
Cost or valuation	
As at 01 April 2024	**2,439.35**
Add : Additions	
Less : Disposals / Write off	
Less : Capitalised during the year	
At 31 March 2025	**2,439.35**
Add : Additions	-
Less : Disposals / Write off	-
Less : Capitalised during the year	-
At 31 March 2026	**2,439.35**
Accumulated Depreciation / Amortization /	
Impairment	
As at 01 April 2024	-
Depreciation charge for the year	
Disposals	
Impairment charge for the year	
At 31 March 2025	-
Depreciation charge for the year	
Disposals	
Impairment charge for the year	
At 31 March 2026	-
Net book value	
At 31 March 2026	**2,439.35**
At 31 March 2025	**2,439.35**

Note: Goodwill is arising on account of amalgamation

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

4.1 INVESTMENTS (NON-CURRENT)

Particulars	Amortised Cost	Fair Value		Others
		Through Profit and Loss	Through Other Comprehensive Income	
As at 31 March 2026				
Equity Instruments-Quoted	-	-	-	-
Equity Instruments-Unquoted	25.14	-	-	25.14
Debentures-Unquoted	-	-	0.06	0.06
Bonds	-	3.30	-	3.30
Mutual Fund	-	-	-	-
Investment in Partnership	734.90	-	-	734.90
TOTAL	**760.04**	**3.30**	**0.06**	**763.40**

Particulars	Amortised Cost	Fair Value		Others
		Through Profit and Loss	Through Other Comprehensive Income	
As at 31 March 2025				
Equity Instruments-Quoted	-	-	-	-
Equity Instruments-Unquoted	25.14	-	-	25.14
Debentures-Unquoted	-	-	0.04	0.04
Bonds	-	3.30	-	3.30
Mutual Fund	-	-	-	-
Investment in Partnership	665.04	-	-	665.04
TOTAL	**690.18**	**3.30**	**0.04**	**693.52**

Particulars	Face Value (Rs)	No of Shares		Amount	
		As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
(a) Investments in Debentures (Quoted) Carried at Fair Value Through OCI					
Finolex Pipe Ltd.	2.00	25.00	25.00	0.06	0.04
Aggregate amount of Investment in Debenture (Quoted)	**2.00**	**25.00**	**25.00**	**0.06**	**0.04**

Particulars	Face Value (Rs)	No of Shares		Amount	
		As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
(b) Investments in Equity Instruments (unquoted - fully paid up) Measured at Cost					
Enkay Texofood Ltd	10.00	106.00	106.00	0.02	0.02
Neena Consultants Ltd	10.00	100.00	100.00	0.01	0.01
Philips India Ltd.	10.00	100.00	100.00	0.08	0.08
Rituraj Shares & Securities Ltd.	10.00	26,905.00	26,905.00	25.03	25.03
Aggregate amount of Unquoted Investment		**27,211.00**	**27,211.00**	**25.14**	**25.14**

Particulars	No of Shares		Amount	
	As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
(c) Investments in Bonds				
RHFL (9.15%)	510.00	510.00	3.30	3.30
Aggregate amount of Investment in Bonds	**510.00**	**510.00**	**3.30**	**3.30**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
(d) Investments in Partnership Firm		
M.M.International (Share of Profit - 50%), (Total Capital: Rs. 120.25 lacs)	734.90	665.04
Aggregate amount of investments in Partnership Firm	**734.90**	**665.04**
TOTAL (a+b+c+d)	**763.39**	**693.52**

4.2 Trade Receivable (Non - Current)

Particulars	Amount	
	As at 31 March 2026	As at 31 March 2025
Unsecured, Considered good	250.50	251.80
TOTAL	**250.50**	**251.80**

Trade Receivable as on 31 March, 2026

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
Undisputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	250.50	**250.50**
(ii) Doubtful	-	-	-	-	-	-	**-**
Disputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	-	**-**
(ii) Doubtful	-	-	-	-	-	-	**-**
Total	**-**	**-**	**-**	**-**	-	**250.50**	**250.50**

Trade Receivable as on 31 March, 2025

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
Undisputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	251.80	**251.80**
(ii) Doubtful	-	-	-	-	-	-	**-**
Disputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	-	**-**
(ii) Doubtful	-	-	-	-	-	-	**-**
Total	**-**	**-**	**-**	**-**	-	**251.80**	**251.80**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

4.3 Loans (Non – Current)

	As at 31 March 2026	As at 31 March 2025
Unsecured, Considered good		
Other Loans (Interest Accrued There On)	788.88	808.03
TOTAL	**788.88**	**808.03**

* None of the loans are given to related parties and all are repayable on demand

4.4 Other Financial Assets (Non - Current)

	As at 31 March 2026	As at 31 March 2025
Security Deposit	106.19	4.32
TOTAL	**106.19**	**4.32**

5. Deferred Tax Assets (Net)

	As at 31 March 2026	As at 31 March 2025
Deferred Tax Liabilities		
Property, Plant & Equipment	-	1.75
Fair Value of Mutual fund Investments	-	1.00
	-	**2.75**
Deferred Tax Assets		
Property, Plant & Equipment	2.81	-
Provision for Gratuity	6.78	4.13
Fair Value of Mutual fund Investments	0.19	-
Fair Value of Equity Instruments	9.83	4.82
	19.61	**8.95**
Deferred tax Assets (Net)	**19.61**	**6.20**

b) The gross movement in deferred tax account for the year ended 31 March 2026 and 31 March 2025

Particulars	As on 01 April 2025	Recognised in Profit and Loss	Recognised in Other Comprehensive Income	As at 31 March 2026
Property, Plant and Equipment	(1.19)	4.00	-	2.81
Provision for Gratuity	4.30	(1.72)	4.20	6.78
Fair Value of Mutual fund Investments	(0.91)	1.10		0.19
Fair Value of Equity Instruments	4.00	0.73	5.10	9.83
Net Deferred Tax Asset/(Liability) at the end of the year	**6.20**	**4.11**	**9.30**	**19.61**

Particulars	As on 01 April 2024	Recognised in Profit and Loss	Recognised in Other Comprehensive Income	As at 31 March 2025
Property, Plant and Equipment	(0.98)	(0.21)	-	(1.19)
Provision for Gratuity	3.68	1.13	(0.51)	4.30
Fair Value of Mutual fund Investments	(0.95)	0.04	-	(0.91)
Fair Value of Equity Instruments	2.36	-	1.64	4.00
Net Deferred Tax Asset / (Liability) at the end of the year	**4.11**	**0.06**	**1.13**	**6.20**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

6. Other Non-current Assets

	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good		
Security deposits	48.03	1.53
Capital Advances	120.83	120.83
Other Advances	150.12	160.73
TOTAL	**318.98**	**283.09**

7.1 INVESTMENTS (CURRENT)

Particulars	Amortised Cost	Fair Value		Others	Total
		Through Profit and Loss	Through Other Comprehensive Income		
As at 31 March 2026					
Equity Instruments-Quoted	-	-	115.73	-	**115.73**
Equity Instruments-Unquoted	-	-	18.93	-	**18.93**
Debentures-Unquoted	-	-	-	-	
Mutual Fund	-	22.93	-	-	**22.93**
Investment in Partnership	-	-	-	-	
TOTAL	**-**	**22.93**	**134.66**		**157.59**

Particulars	Amortised Cost	Fair Value		Others	Total
		Through Profit and Loss	Through Other Comprehensive Income		
As at 31 March 2025					
Equity Instruments-Quoted	-	-	154.61	-	**154.61**
Equity Instruments-Unquoted	-	-	-	-	
Debentures-Unquoted	-	-	-	-	
Mutual Fund	-	5.18	-	-	**5.18**
Investment in Partnership	-	-	-	-	
TOTAL	**-**	**4.58**	**154.61**		**159.79**

7.1 Investments

Particulars	Face Value (Rs)	No of Shares		Amount	
		As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
(a) Investments in Equity Instruments Carried at Fair Value Through OCI					
(Quoted - fully paid up)					
Abate As Industries Ltd	10.00	42,326	30,163	4.70	5.80
Aeonx Digital Technology Ltd.	10.00	-	1,594	-	2.25
Alan Scott Industries Ltd	10.00	-	500	-	0.89
Ansal Housing Ltd	4.00	7,637	-	0.41	-
Ansal Properties And Infrastructure Ltd	5.00	5,000	5,000	0.15	0.18
Asit C Mehta Financial Services Ltd.	10.00	1,191	-	1.18	-
Athena Global Technologies Ltd.	10.00	622	-	0.36	-
Avonmore Capital & Management Services	1.00	8,749	29,185	0.88	4.96

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Face Value (Rs)	No of Shares		Amount	
		As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Bright Solar Limited	10.00	30,000	30,000	0.84	0.84
Cadsys (India) Ltd.	10.00	500	1,000	0.22	0.79
Century Extrusions Ltd.	1.00	200	200	0.01	0.04
Cineline India Ltd	5.00	500	1,000	0.38	0.81
Deccan Gold Mines Ltd	1.00	12,750	10,500	10.72	9.91
Dhruv Consultancy Services Ltd.	10.00	500	500	0.14	0.35
Digispice Technologies Limited	3.00	2,550	-	0.39	-
Ducon Infratechnologies Ltd	1.00	27,155	37,155	0.62	1.75
Elcid Investments Ltd.	10.00	5	4	4.39	5.30
Emkay Global Financial Services Ltd.	10.00	1,620	3,000	3.05	6.37
Empire Industries Ltd	10.00	100	100	0.83	1.05
Enbee Trade & Finance Ltd.	10.00	16,330	1,600	0.06	0.11
Focus Lightg & Fixtrs Ltd	2.00	2,000	-	1.16	-
Fratelli Vineyards Ltd	10.00	8,281	2,016	5.20	4.96
Frog Cellsat Limited	10.00	2,000	-	2.68	-
Future Consumer Ltd.	6.00	50,000	50,000	0.15	0.26
GIC Housing Finance Ltd.	10.00	110	110	0.14	0.18
Gourmet Gateway India Ltd	10.00	61,564	26,781	4.25	3.21
GS Auto International Ltd	5.00	-	35	-	0.01
GTL Infra Ltd	10.00	100,000	100,000	0.97	1.40
HCKK Ventures Ltd	10.00	590	-	0.19	-
Hindustan Construction Ltd.	1.00	100	100	0.02	0.03
Hindustan Motor Ltd.	5.00	100	100	0.01	0.02
Hubtown Ltd	10.00	-	1,300	-	2.45
ICICI Ltd	2.00	181	181	-	2.44
Indo National Ltd.	10.00	763	-	1.98	-
Indowind Energy Ltd	10.00	200	200	0.01	0.04
Indrayani Biotech Ltd	10.00	13,264	8,264	0.96	1.18
Infosys Ltd.	5.00	-	100	-	1.57
Kalyani Steel Ltd	5.00	830	750	4.79	5.71
Kaya Ltd	10.00	201	201	0.48	0.47
Kesar Terminals & Infrastructure Ltd	5.00	2,000	2,000	1.17	1.41
Kwality Walls (India) Limited	1.00	10,000	-	2.25	-
Liberty Shoes Ltd	10.00	250	750	0.53	2.41
Linc Ltd.	5.00	26	-	0.02	-
Medicamen Biotech Ltd	10.00	56	56	0.12	0.27
Medicamen Organics Ltd.	10.00	4,000	4,000	0.84	0.87
Medi caps Limited	10.00	1,000	-	0.23	-
Mep Infrastructure Developers Ltd	10.00	7,966	7,966	0.07	0.11
Modern thread India Limited	10.00	674	674	0.28	0.24
Modulex Constuction Technologies Ltd	10.00	602	602	0.11	0.16
National Stock Exchange	1.00	1,000	1,000	17.00	17.00
Network 18 Media & Investments Ltd	5.00	290	290	0.08	0.13
Nippon AMC - NETFSILVER	10.00	1,000	-	2.16	-
NTC Industries Ltd. (R.D.B. Industries Ltd.)	10.00	100	100	-	0.20

Omaxe Ltd	10.00	3,449	-	2.25	-
One Mobikwik Systems Ltd	2.00	-	300	-	0.91

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Face Value (Rs)	No of Shares		Amount	
		As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Panjon Ltd	10.00	-	7,100	-	1.60
PCS Data Products Ltd	10.00	50	50	0.02	-
Prakash Woollen & Synthetic Mills Ltd	10.00	-	538	-	0.13
Presstonic Engineering	10.00	18,400	-	5.26	-
Punjab Chemicals & Corp Protection Ltd	10.00	15	15	0.13	0.14
Ramkrishna Forgings Ltd	10.00	1,535	2,310	7.16	17.86
Rattan India Power Limited	10.00	60,914	30,000	4.60	2.94
Refex Renewables & Infrastructure Ltd	10.00	800	-	1.68	-
Reliable Ventures India Ltd	10.00	65	-	0.01	-
Reliance Communications Ltd	5.00	5,000	-	0.04	-
Reliance Home Finance Ltd	10.00	5,763	-	0.14	-
Religare Enterprises Ltd.	10.00	250	-	0.51	-
Satchmo Holdings Ltd	10.00	42,200	90,178	1.32	2.89
Sayaji Industries Ltd	5.00	-	464	-	1.34
Sejal Glass Limited	10.00	2	1,036	0.01	3.75
Selan Exploration Technology Ltd	10.00	-	1,000	-	0.14
SEPC Ltd	10.00	10,220	-	0.50	-
Sharat Industries Pp Ltd	10.00	80	80	0.12	0.03
Sical Logistics Ltd	10.00	2,350	-	1.48	-
Skil Infrastructure Limited	10.00	360	360	0.01	0.01
South Indian Bank Ltd	1.00	350	11,176	0.14	2.58
Spicejet Ltd.	10.00	-	2,500	-	2.02
Sri Adhikari Brothers Television Network Limited	10.00	10	10	0.01	0.06
Sumeet Industries Ltd	10.00	3,245	12,500	0.96	0.60
Suzlon Energy Ltd	2.00	2,500	4,000	0.99	2.27
SVp Housing Ltd	10.00	1,250	1,250	0.21	0.35
Swelect Energy Systems Limited	10.00	-	200	-	1.08
Tamboli Industries Ltd	10.00	-	89	-	0.13
Tata Consultancy Services Ltd	1.00	-	7	-	0.25
TCM Ltd	10.00	1,000	1,000	0.67	0.36
TIL Ltd	10.00	-	500	-	1.17
Upsurge Investment & Finance Ltd	10.00	933	2,487	0.53	2.06
Vadilal Enterprises Ltd	10.00	2	2	0.20	0.20
Vascon Engineers Ltd	10.00	5,000	5,000	1.35	1.85
Vedanta Limited	1.00	-	210	-	0.97
Venus Remedies Ltd	10.00	14	1,014	0.14	3.04
Viceroy Hotels Ltd	10.00	34	34	0.05	0.04
Vintage Coffee and Beverage	10.00	500	-	0.66	-
Vipul Ltd	1.00	4,999	4,999	0.51	0.51
Vodafone Idea Ltd.	10.00	21,500	141,500	1.83	9.64
W.S.Industries (India) Ltd	10.00	500	500	0.31	0.35
Welspun Enterprises Ltd	10.00	1,000	1,000	4.15	4.83
Zee Media Corporation Ltd	1.00	3,000	3,000	0.20	0.39

Zodiac JRD-MKJ Ltd	10.00	1,400	-	0.40	-
Investments in Equity Instruments (Unquoted)					
Particulars	**Face Value (Rs)**	**No of Shares**		**Amount**	
		As at 31 March 2026	**As at 31 March 2025**	**As at 31 March 2026**	**As at 31 March 2025**
Polymatech Electronics Limited		1,000	-	5.20	-
National Commodity & Derivatives Exchange Limited		2,000	-	9.10	-
Multi Commodity Exchange of India Limited		125,000	-	4.63	-
TOTAL		**753,573**	**685,486**	**134.66**	**154.61**

Particulars	**No of Units**		**Amount**	
	As at 31 March 2026	**As at 31 March 2025**	**As at 31 March 2026**	**As at 31 March 2025**
(b) Investments in Quoted Mutual Fund				
ICICI Pru Fund Growth	851.00	851.00	0.61	0.59
ICICI Prudential ultra short term fund	-	3,743.95	-	1.02
HDFC Ultra Short term Fund	-	10,227.57	-	1.52
Kotak Low Duration Fund Standard Plan Growth	-	31.30	-	1.03
Edelweiss Balanced Advantage Fund	25,023.37	-	3.04	-
Axis ultra Short term fund Regular	-	7,026.23	-	-
Bank of India Small Cap Fund	22,545.56	-	9.41	-
Helios Midcap Fund	81,160.31	-	9.87	1.02
TOTAL (b)	**129,580.24**	**21,029.05**	**22.93**	**5.18**

TOTAL (a+b)	**157.59**	**159.79**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

7.2 Trade Receivable (Current)

	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good	134.25	72.57
TOTAL	134.25	72.57

Trade Receivable as on 31 March, 2026

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
Undisputed Trade Receivable							
(i) Considered Good	-	126.16	6.25	0.46	0.57	0.81	134.25
(ii) Doubtful	-	-	-	-	-	-	-
Disputed Trade Receivable							
(i) Considered Good	-	-	-	-	-	-	-
(ii) Doubtful	-	-	-	-	-	-	-
Total	-	126.16	6.25	0.46	0.57	0.81	134.25

Trade Receivable as on 31 March, 2025

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
Undisputed Trade Receivable							
(i) Considered Good	-	71.19	-	0.57	0.81	-	72.57
(ii) Doubtful	-	-	-	-	-	-	-
Disputed Trade Receivable	-	-	-	-	-	-	-
(i) Considered Good	-	-	-	-	-	-	-
(ii) Doubtful	-	-	-	-	-	-	-
Total	**-**	**71.19**	**-**	**0.57**	**0.81**	**-**	**72.57**

7.3 Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
(i) Balances with banks		
in current accounts	30.01	45.41
(ii) Cash on Hand	22.51	18.92
TOTAL	**52.52**	**64.33**

7.4 Bank Balances other than (ii) above

Particulars	As at 31 March 2026	As at 31 March 2025
Deposits with more than 12 months Maturity (Includes Rs. 0.31 lacs (31 March 2025- Rs. 0.21 lacs) held as margin money deposit for bank guarantee)	0.96	157.91

TOTAL	**0.96**	**157.91**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

7.5 Loans (Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, Considered good (Repayable on demand)		
Other Loans (Interest Accrued thereon)	759.01	831.62
TOTAL	759.01	831.62

* None of the loans are given to related parties and all are repayable on demand

7.6 Other Financial Assets (Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Accrued Interest on Fixed Deposit	0.02	2.17
TOTAL	**0.02**	2.17

8. Current tax Assets (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax Assets		
Advance Tax and TDS	52.84	29.05
Less: Provision for taxation	(22.26)	(18.67)
TOTAL	**30.58**	**10.38**

9. Other Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Prepaid Expenses	13.18	16.79
Minimum Alternate Tax Credit Entitlement	6.98	6.97
Employee Advances	-	0.15
Other Advances	56.38	10.84
Employee State Insurance	0.11	0.11
IGST	-	4.67
Input CGST	-	0.52
Other Current Assets	-	0.14
TOTAL	**76.65**	**40.19**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

10. Equity Share Capital

Particulars	As at 31 March 2026	As at 31 March 2025
AUTHORIZED:		
60,000,000 (Previous years : 60,000,000) Equity Shares of Rs.10 each	6,000.00	6,000.00
	6,000.00	**6,000.00**
ISSUED, SUBSCRIBED & PAID-UP CAPITAL		
55,774,000 (Previous years : 55,774,000) Equity Shares of Rs.10 each	5,577.40	5,577.40
	5,577.40	**5,577.40**

(A) Movement in equity share capital

Particulars	No. of Shares	Amount
Balance at March 31, 2025	**55,774,000**	**5,577.40**
Movement during the year	-	-
Balance at March 31, 2026	**55,774,000**	**5,577.40**

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

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of Shares	% holding	No. of Shares	% holding
SUNITA GUPTA	8,213,533	14.73	8,573,533.00	15.37
RAJ KUMARI AGARWAL	5,229,418	9.38	5,229,418.00	9.38
NEENA GUPTA	4,801,772	8.61	4,801,772.00	8.61
HARESH COLLECTIONS PVT LTD	10,269,410	18.41	10,269,410.00	18.41
RITURAJ SHARES & SECURITIES LIMITED	7,083,262	12.70	7,036,453.00	12.62

(C) (i) Shares held by promoters as on March 31, 2026.

Name of the shareholder	As at 31 March 2026		As at 31 March 2025		% Change
	No. of Shares	% holding	No. of Shares	% holding	
Promoter Name					
S M GUPTA	1193817	2.14	1193817	2.14	-
Promoters Group					
SUNITA GUPTA	8213533	14.73	8573533	15.37	(0.65)
RAJ KUMARI AGARWAL	5229418	9.38	5229418	9.38	-
NEENA GUPTA	4801772	8.61	4801772	8.61	-
MAHESH GUPTA	1891948	3.39	1443917	2.59	0.80
SAGARMAL GUPTA HUF	6200	0.01	6200	0.01	-
LEENA HARSHAL AGRAWAL	173326	0.31	173326	0.31	-
ARPITA GUPTA	55200	0.10	55200	0.10	-
HARESH COLLECTIONS PVT LTD	10269410	18.41	10269410	18.41	-
RITURAJ SHARES & SECURITIES LIMITED	7083262	12.70	7036453	12.62	0.08

(All amount in Rupees Lacs unless otherwise stated)

(C) (ii) Shares held by promoters as on March 31, 2025

Name of the shareholder	As at 31 March 2026		As at 31 March 2025		% Change
	No. of Shares	% holding	No. of Shares	% holding	
Promoter Name					
S M GUPTA	1193817	2.14	1193817	2.14	-
Promoters Group					
SUNITA GUPTA	8573533	15.37	8573533	15.37	-
RAJ KUMARI AGARWAL	5229418	9.38	5229418	9.38	-
NEENA GUPTA	4801772	8.61	4801772	8.61	-
MAHESH GUPTA	1443917	2.59	1399973	2.51	0.08
SAGARMAL GUPTA HUF	6200	0.01	6200	0.01	-
LEENA HARSHAL AGRAWAL	173326	0.31	173326	0.31	-
ARPITA GUPTA	55200	0.10	55200	0.10	-
HARESH COLLECTIONS PVT LTD	10269410	18.41	10269410	18.41	-
RITURAJ SHARES & SECURITIES LIMITED	7036453	12.62	7036453	12.62	-

(D) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a face value of ₹ 10 /- each. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. The 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 equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

11. Other equity

Particulars	As at 31 March 2026	As at 31 March 2025
Reserves and surplus		
i) Capital Reserve	135.82	135.82
ii) Retained Earnings	(4.88)	(35.54)
iii) Equity instruments through other comprehensive income	12.23	(3.07)
TOTAL	**143.76**	**97.20**

(i) Capital Reserve

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	**135.82**	**135.82**
Movement during the year	-	-
Closing balance	**135.82**	**135.82**

(ii) Retained earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	**(35.54)**	**(68.14)**
Profit for the year	31.26	31.14
Items of other comprehensive income recognised directly in retained earnings	-	1.46
Closing balance	**(4.28)**	**(35.54)**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

(iii) Equity instruments through other comprehensive income

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	(3.07)	11.10
Movement during the year	15.30	(14.16)
Closing balance	**12.23**	**(3.07)**

12. Financial Liabilities (non - current)

Particulars	As at 31 March 2026	As at 31 March 2025
Long term Borrowings	7.97	6.21
Less: Current Maturities of long term borrowings	3.24	5.93
TOTAL	**4.73**	**0.28**

The holding Company has taken loan from ICICI Bank, which is payable in thirty five instalments commencing from 10 February 2025 .The last date of payment of instalment is on 10 December 2026.

13. Provisions

Particulars	As at 31 March 2026	As at 31 March 2025
Gratuity	18.16	14.82
TOTAL	**18.16**	**14.82**

14. Deferred Tax Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred Tax Liabilities	-	0.73
TOTAL	**-**	**0.73**

Deferred Tax Asset / Liability (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Major Components of Deferred Tax Liability/Assets		
(a) Deferred Tax Liability		
Property Plant & Equipment	-	(0.56)
Post Employment Benefits	-	(0.06)
Gross Deferred Tax Liabilities	**-**	**(0.62)**
(b) Deferred tax Assets		
Property Plant & Equipment	-	-
Post Employment Benefits	-	0.11
Gross Deferred Tax Assets	-	0.11
Net Deferred Tax Liability/(Assets)	**-**	**(0.73)**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

15. Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Current Maturities of long term borrowings (Refer Note 12)-secured	6.00	5.93
TOTAL	**6.00**	**5.93**

16. Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Dues to micro enterprises and small enterprises	16.70	21.32
Dues to creditors other than micro enterprises and small enterprises	58.73	28.87
TOTAL	**75.43**	**50.19**

Trade Payables as on 31 March, 2026

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
(i) MSME	-	16.70	-	-	-	-	**16.70**
(ii) Others	-	58.73	-	-	-	-	**58.73**
(iii) Disputed MSME	-	-	-	-	-	-	-
(iv) Disputed Others	-	-	-	-	-	-	-
Total	**-**	**75.43**	**-**	**-**	**-**	**-**	**75.43**

Trade Payables as on 31 March, 2025

Particulars	Outstanding for following periods from the due date of payments						
	Not yet due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	TOTAL
(i) MSME	-	21.32	-	-	-	-	**21.32**
(ii) Others	-	28.87	-	-	-	-	**28.87**
(iii) Disputed MSME	-	-	-	-	-	-	**-**
(iv) Disputed Others	-	-	-	-	-	-	**-**
Total	-	50.19	-	-	-	-	**50.19**

Note: Disclosure of Trade payables as required under section 22 of Micro, Small and Medium Enterprises Development (MSMED) Act, 2006, based on the confirmation and information received by the company from the suppliers regarding the status under the Act.

Particulars	As at 31 March 2026	As at 31 March 2025
f) Principal & Interest amount remaining unpaid but not due as at year end	16.70	21.32
g) Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment	-	-
h) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the specified under Micro, Small and Medium Enterprises Development Act, 2006	-	-
i) Interest accrued and remaining unpaid as at year end	-	-
j) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise	-	-

Note: Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

17. Other current liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Advances from customers	6.16	5.31
Statutory liabilities	17.30	9.36
Salary Payable	39.88	45.34
Other outstanding liability	42.64	42.07
Audit Fees Payable	0.30	0.30
TOTAL	**106.28**	**102.37**

18. Provision

Particulars	As at 31 March 2026	As at 31 March 2025
Gratuity	7.58	5.17
TOTAL	**7.58**	**5.17**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

19. Revenue from operations

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Sale of Software Services (Inclusive of ITES)		
Exports	587.26	498.22
Domestic	574.12	574.51
Brokerage Income	-	0.21
TOTAL	**1,161.38**	**1,072.94**

20. Other income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
i) Interest Income:		
IT refund	-	0.02
Others	99.35	123.66
Interest on FD	7.86	12.42
ii) Other Non-Operating Income		
Speculation Profit	3.95	2.47
Dividend Income	0.72	0.20
Commission	-	0.03
Net gain on changes in fair value	0.02	1.59
Miscellaneous Income	0.91	7.34
TOTAL	**112.81**	**147.74**

21. Cost of Service Provided

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Software Purchase	26.60	29.26
License Purchase	56.12	118.00
Software & Related Purchase	81.32	50.58
Cloud Hosting	70.83	31.42
TOTAL	**234.87**	**229.26**

22. Employee Benefits Expense

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Salaries, wages and bonus	523.67	474.97
Contribution to provident and other funds	12.58	9.88
Gratuity	4.95	4.21
Staff welfare expenses	3.27	2.93
Director's remuneration	10.50	9.00
Stipend	3.43	-
TOTAL	**558.40**	**500.99**

(All amount in Rupees Lacs unless otherwise stated)

23. Finance cost

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest on Car Loan	0.80	0.59
Processing Charges	0.02	-
Interest on others	0.24	-
TOTAL	**1.06**	**0.59**

24. Depreciation and amortization expense

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation of property, plant and equipment	14.45	13.09
TOTAL	**14.45**	**13.09**

25. Other expenses

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Power & Fuel	6.12	6.88
Repairs & Maintenance		
- Others	18.48	11.28
Rent ,Rates & taxes	12.93	8.17
Advertisement & Publicity	0.27	0.26
Business Promotion Exp.	28.01	26.01
Professional fees	7.80	10.17
Legal Expenses	2.20	-
Consultancy Charges	30.71	33.94
Commission	0.75	-
Cost to Investment Expense	1.84	3.45
Communication Expense		
- Telephone Exp.	4.20	1.78
- Bandwidth Charges	1.78	2.40
Bank Charges & Commission	0.11	0.17
Customer Support	31.36	49.40
Foreign Exchange Fluctuation (Net)	2.10	-
Donation	-	6.50
Software Development Exp.	164.40	165.90
Travelling & Conveyance	31.40	28.10
Paypal Charges	3.21	2.38
Referral Fee Paid	24.95	33.50
Printing & Stationery	5.47	10.59
Insurance	0.63	-
Net Gain on fair value changes	0.76	-
Software Expenses	-	0.07
Director sitting fees	4.20	4.05
Other Expenses	18.22	13.87

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Filing Fees	0.02	0.02
Statutory Expenses		
- Printing & Stationery AGM	-	0.08
- Share Transfer Fees	0.95	0.80
- Other Statutory Expenses	7.42	6.31
Payment to Auditors		
(a) To statutory auditors		
- Statutory audit fee	0.26	0.26
- Tax audit fee	0.05	0.05
(b) To others		
- Certification and taxation matters	-	-
TOTAL	**410.60**	**426.38**

26. Tax expenses

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Income tax in the Statement of Profit and Loss:		
Current tax	21.58	18.67
Deferred tax:	(4.11)	0.06
Tax adjustments pertaining to previous years	6.08	0.50
	23.55	**19.23**
Income tax recognised in other comprehensive income comprises:		
Deferred tax on re-measurement of post-employment defined benefit obligations	0.21	(0.51)
Deferred tax on net gain in debt instruments through OCI	9.82	1.97
	10.03	**1.46**
Reconciliation of income tax expense and the accounting profit for the year:		
Profit before tax	54.81	50.37
Enacted tax rates (%)	26.00%	26.00%
Computed expected tax expense	14.25	13.10
Effect due to non-deductible expenses	6.95	5.81
Effect due to allowable expenses	-1.72	-0.15
Effect due to change in tax rate	0.00	-0.10
Effect due to Deferred Taxes	(4.12)	0.06
Adjustment for tax relating to earlier years	8.19	0.50
Rounded off	(0.01)	-
Total income tax expense as per the Statement of Profit and Loss	**23.55**	**19.23**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

27. Commitments and Contingents Liabilities

An appeal was pending before the Commissioner of Income Tax (Appeals) in respect of a consolidated demand amounting to ₹7.20 lakhs for Assessment Years 2020-21, 2021-22, 2022-23 and 2023-24, raised pursuant to the assessment order dated 27 March 2025. During the year, an order was passed under Sections 251/147 of the Income-tax Act, 1961, dated 12 February 2026, pursuant to which the said demand has been disposed of and a refund aggregating to ₹7,35,001 has been determined for Assessment Years 2020-21, 2021-22, 2022-23 and 2023-24. Accordingly, there is no contingent liability in respect of the aforesaid matter as at the reporting date.

28. Related Party Disclosure

Information on Related Party transactions as required by Ind AS-24 for the year ended 31 March 2026.

a (i) List of Related Parties

Name of the Related Party	Relationship
Sagar Mal Gupta	Non-Executive Director
Arpita Gupta	Non-Executive Director
Farzana Chowdhury	Non-Executive Director
Mahesh Gupta	Managing Director & Chief Executive Officer
Vikash Singh	Chief Financial Officer
Pritika Gupta	Company Secretary
Suman Murarka	Independent Director (up to 13.05.2025)
Milan Garg	Independent Director
Tapan Dhar Mazumdar	Independent Director
Leela Murjani	Independent Director (Retired from Lee & Nee Softwares (Exports) Ltd. Only and continue to be a director in Rituraj Shares Broking Pvt. Ltd.)
Sumita Mahadevan	Independent Director (w.e.f 13.05.2025)

a (ii) Relative of Key Management Personnel

Name of the Related Party	Relationship
Leena Consultancy	Enterprise over which key Managerial Personnel is able to exercise significant influence
Rituraj Shares and Securities Ltd	Enterprise over which key Managerial Personnel is able to exercise significant influence
Rituraj Shares and Securities	Enterprise over which key Managerial Personnel is able to exercise significant influence

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

b. Related Party Transaction

Name of the Related Party	Nature of Transaction	Year ended 31 March 2026	Year ended 31 March 2025
Farzana Chowdhury	Remuneration	8.01	7.45
Vikash Singh	Remuneration	2.64	2.64
Pritika Gupta	Remuneration	2.06	2.64
Mahesh Gupta	Directors Sitting Fees	1.60	1.60
Leela Mujrani	Directors Sitting Fees	1.60	1.64
Arpita Gupta	Professional Fees	2.40	2.40
Arpita Gupta	Reimbursement	2.20	2.00
Mahesh Gupta	Reimbursement	2.58	1.69
Mahesh Gupta	Director Remuneration	10.50	9.00
Suman Murarka	Directors Sitting Fees	0.10	0.40
Milan Garg	Directors Sitting Fees	0.21	0.21
Sumita Mahadevan	Directors Sitting Fees	0.30	-
Tapan Dhar Mazumdar	Directors Sitting Fees	0.40	0.20
Leena Consultancy	Receivables	(1.31)	-
Rituraj Shares and Securities.	Loans & Advances	-	(2.99)
Rituraj Shares and Securities Ltd	Loans & Advances	63.75	(4.01)
Rituraj Shares and Securities Ltd	Trade Recievables	-	14.51

Note: During the year ended no amounts written off and written back from/to related parties.

c. Balance with related parties

Name of the Related Party	Nature of Balance	As at 31 March 2026	As at 31 March 2025
Leena Consultancy	Receivables	196.33	197.64
Rituraj Shares & Securities	Receivables	85.07	85.08
Rituraj Shares & Securities Ltd	Loans & Advances	112.53	86.04
Rituraj Shares & Securities Ltd	Receivables	62.39	62.39
Farzana Chowdhury	Payables	0.64	0.46
Pritika Gupta	Payables	0.25	0.00

29. Earnings Per share

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Net profitable attributable to equity shareholders	31.26	31.14
Weighted average number of equity shares outstanding during the year	55,774,000	55,774,000
Earnings per share basic and diluted (in INR)	0.06	0.06
Face Value of Equity Share	10.00	10.00

30. Financial Risk Management

The Company's operational activities expose to various financial risks i.e. market risk, credit risk and risk of liquidity. The Company realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. This note explains the sources of the risk which the entity is exposed and how the entity manages the risk and the related impact on the financial statements.

(All amount in Rupees Lacs unless otherwise stated)

(a) Market Risk

Market Risk is the risk of potential adverse change in the Company's income and the value of the net worth arising from the movement in foreign exchange rates, interest rates or other market prices. The Company recognises that the effective management of market risk is essential to the maintenance of stable earnings and preservation of shareholder value. The objective of market risk management to manage and control market risk within acceptable parameters, while optimising the overall returns.

(b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of borrowings and equity.

(c) Price Risks

Price risk is the risks that the fair value of a financial instrument will fluctuate due to changes in the market traded price. It arises from the financial assets such as investment in equity instruments such as bond, mutual funds etc. The Company is exposed to price risk mainly from investments carried at FVOCI which are valued using quoted prices in active markets. A sensitivity analysis demonstrating the impact on change in the market prices of these instruments from the prices existing as at reporting date is given below:-

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Investments carried at FVOCI valued using quoted prices in active market	157.59	159.79
	157.59	**159.79**
INR -increase by 10%	15.76	15.98
INR -decrease by 10%	(15.76)	(15.98)

(d) Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to the credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at cost. The Company continuously monitors defaults of customers and their counterparties and incorporates this information into credit risk controls. Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits. Other financial assets measured at amortised cost excluding deposits of rent. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place to ensure the amounts are within the defined limits.

Assets are written off when there is no reasonable expectation of recovery, such as debtor declaring bankruptcy or litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in Statement of Profit and Loss.

(i) Trade Receivables:-

The Company establishes an allowance for impairment that represents its estimates of incurred losses in respect of trade receivables. The allowance account in respect of trade and other receivables is used to record impairment losses unless the Company is satisfied that no recovery of the amount owing is possible. At that point, the financial asset is considered irrecoverable and the amount charged to the allowance account is written off against the carrying amount of the impaired financial asset.

As the company does not hold any collateral, the maximum expense to credit risk for each class of financial instrument is the carrying amount of that class of financial instrument presented on the statement of financial position. Impairment of trade receivables is based on expected credit loss model (simplistic approach) depending upon the historical date, present financial conditions of customers and anticipated regulatory changes. Company does not hold any collateral in respect of such receivables.

(ii) Financial Instruments and Cash Deposits:-

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits. Other financial assets measured at cost excluding deposits on rent. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure amounts are within specified limits.

(All amount in Rupees Lacs unless otherwise stated)

(iii) Credit risk exposure:-

This risk is common to all investors who invest in bonds and debt instruments and it refers to a situation where a particular bond/debenture issuer is unable to make the expected principal payment interest rate payment, or both. Similarly, a lender bears the risk that the borrower may default in the payment of contractual interest or principal on its debt obligation, or both. The entity continuously monitors defaults of the customers and other counterparties and incorporates this information into its credit risk control.

(e) Liquidity risk

Liquidity risk is the risk that the company will face in meeting its obligation associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meets its liabilities when due without incurring unacceptable losses.

The Company maintained a cautious liquidity strategy, with positive cash balance throughout the years ended 31 March 2026 and 31 March 2025. Cash flow from operating activities provides funds to service the financial liabilities on a day-to day basis. The Company regularly monitors the rolling forecasts to ensure it has sufficient cash on an going basis to meet operational requirements. Any short term surplus cash generated over and above the amount required for working capital management and other operational requirements, is retained as cash and cash equivalents (to the extent required) and any excess is invested in interest bearing term deposits and other highly marketable instruments with appropriate maturities to optimise the returns on the investments while ensuring the sufficient liquidity to meet its liabilities.

Maturity profile of financial liabilities

The table below analyse the Company's financial liabilities into relevant maturity based on their contractual maturities:

As at March 31, 2026	**0-1 year**	**1-5 year**	**>5 years**	**Total**
Borrowings	6.00	4.73	-	10.73
Trade Payables	75.43	-	-	75.43
	81.43	**4.73**	**-**	**86.16**

As at March 31, 2025	**0-1 year**	**1-5 year**	**>5 years**	**Total**
Borrowings	5.93	0.28	-	6.21
Trade Payables	50.19	-	-	50.19
	56.12	**0.28**	**-**	**56.40**

(f) Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital, share premium and all other equity reserves attributable to equity shareholders of the Company. The primary objective of the capital management is to maximise shareholder value.

The company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, return on capital to shareholders or issue of new shares.

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Net Debts (*)	(42.75)	(216.03)
Total Equity	5,721.16	5,674.60
Debt Equity Ratio	**Nil**	**NIL**
*As Figures are negative, kept at NIL		

**Net Debt =Non-current Borrowing + Short Term Borrowing - Cash & Cash Equivalent - Other Bank Balances

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

31. Segment Reporting

As per the requirements of IND AS-108, "Segment Reporting", no disclosures are required to be made since the Group's respective business activity falls within a single primary business segment i.e. Information & Technology and share trading business & brokerage.

32. Corporate Social Responsibility is not applicable to the Company.

33. Fair Value Measurement

a) Valuation principles

The fair value of the financial assets and liabilities are defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transactions between market participants at the measurement date.

b) The carrying value and fair value of financial instruments are as follows:-

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
Financial assets			
a) **Measured at amortised cost**			
(i) Cash and Cash equivalents	7.3	52.52	64.33
(ii) Bank Balances other than cash and cash equivalents	7.4	0.96	157.91
(iii)Trade receivables	4.2 & 7.2	384.75	324.37
(iv) Loans	4.3 & 7.5	1,547.89	1,639.65
(v) Investment in uquoted equity shares	4.1	25.14	25.14
(vi) Investment in debentures	4.1	0.06	0.04
(vii) Investment in partnership	4.1	734.90	665.04
(viii)Deferred Tax Assets	5	19.61	6.20
(ix) Other Financial Assets	4.4 & 7.6	106.21	6.49
		2,872.04	**2,889.16**
b) **Measured at fair value through OCI**			
(i) Investment in quoted equity shares	4.1 & 7.1	115.73	154.61
(ii) Investment in quoted equity shares	7.1	18.93	-
(iii) Investment in mutual fund		-	-
		134.66	**154.61**
c) **Measured at fair value through PL**			
(i) Investment in mutual fund & Bonds	4.1 & 7.1	22.93	5.18
		22.93	**5.18**
Total Financial Assets (a+b+c)		**3,029.63**	**3048.97**
Financial Liabilities			
Borrowings	15	6.00	5.93
Trade Payables	16	75.43	50.19
Total Financial Liabilities		**81.43**	**56.12**

(All amount in Rupees Lacs unless otherwise stated)

c) Fair value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and 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 the fair value, the Company has classified its financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows underneath:

Level 1:- Quoted prices (unadjusted) in active markets for identical assets and liabilities

Level 2:- Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3:- Inputs for assets or liabilities that are not associated on observable market date (unobservable input).

(i) Recognised and measure at fair value

The following table provides the fair value measurement hierarchy of the Company's financial assets / liabilities:

As at 31 March 2026		
Particulars	**Level 1**	**Level 2**
Investment in equity shares	134.66	-
Investment in mutual funds	22.93	-

As at 31 March 2025		
Particulars	**Level 1**	**Level 2**
Investment in equity shares	154.61	-
Investment in mutual funds	5.18	-

(ii) The following methods and assumptions were used to estimate the fair value:-

(a) Long term fixed rates receivables/ borrowings are evaluated by the company based on the parameters such as interest rates and creditworthiness of the customers and the risk characteristic of the financed project. Based on the evaluations, allowances are taken into account for the expected losses of these receivables.

(b) The fair value of the loans from banks and financial liabilities as well as other non-current financial liabilities is estimated by discounting future cash flows using the rates currently available for debt on similar terms, credit risk and remaining maturities. Their valuation requires management to use observable inputs in the model, management regularly assesses a range of reasonably possible for those significant unobservable inputs and determines the impact on the total fair value

34. Post Retirement Benefit Obligation

As per Actuarial Valuation as on 31 March 2026 and 31 March 2025 recognised in the financial statement in respect of Employee Benefit Expense.

Gratuity is a post employment benefit and is a defined benefit plan. The gratuity plan is governed by the Payment of Gratuity Act, 1972 ('the Act'). The liability recognised in the balance sheet represents the present value of the defined benefit obligation at the balance sheet date, together with adjustment for unrecognised actuarial gains or losses and past service cost. Independent actuaries calculate the defined benefit obligation annually using the Projected Unit Credit Method. Actuarial gains and losses are credited/ charged to the Statement of Other Comprehensive Income in the year in which such gains or losses arise.

a. Amount recognised in Balance Sheet

Particulars	**Year ended 31 March 2026**	**Year ended 31 March 2025**
Gratuity:-		
1. Present Value of Obligation	25.74	19.99
2. Fair Value of Plan Assets	-	-
3. (Surplus)/ Deficit	25.74	19.99
4. Effect of Assets Celling, if any	-	-
5. Net Assets / (Liability)	25.74	19.99

(All amount in Rupees Lacs unless otherwise stated)

b. Expense recognised in Statement of Profit & Loss & Other Comprehensive Income (OCI)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(i) Expenses recognized in the Statement of Profit & Loss		
Current Service Cost	1.46	1.43
Interest Cost	3.48	2.78
Past Service Cost	-	-
Net Impact on Profit & loss (before tax)	**4.94**	**4.21**

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(ii) Expenses recognized in the Other Comprehensive Income		
Actuarial (gains)/ losses arising from change in financial assumption	(0.27)	0.20
Actuarial (gains)/ losses arising from change in experience adjustment	-	-
Actuarial (gains)/ losses arising from change for Plan Liabilities	1.39	(2.19)
Actuarial (gains)/ losses arising from change in demographic assumptions	(0.32)	-
Net Expense recognised in Other comprehensive Income (before tax)	**0.80**	**(1.99)**

c. Movement in the present value of defined benefit obligations:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Gratuity:-		
Defined Benefit Obligation, Beginning of Period	19.99	17.77
Current Service Cost	1.46	1.43
Interest Cost	3.48	2.78
Actuarial (Gains)/Losses	0.80	(1.99)
Actual Benefits Paid	-	-
Defined Benefit Obligation, End of Period	**25.74**	**19.99**

d. Actuarial Assumption

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Financial Assumption		
Discount Rate	7.75%	7.00%
Salary Escalation Rate	5.00%	5.00%
Demographic Assumption		
Mortality Rate	IALM 2012-14	IALM 2012-14
Withdrawal rates, based on age (per annum)		
Up to 30 Years	3.00%	3.00%
31 to 44 Years	2.00%	2.00%
44 to 60 Years	1.00%	1.00%

(All amount in Rupees Lacs unless otherwise stated)

e. Sensitivity Analysis

Particulars	31 March 2026		31 March 2025	
	Decrease	Increase	Decrease	Increase
Discount Rate (-/+1%)	25.23	26.25	22.19	22.23
(% change compared to base due to sensitivity)				
Salary Growth Rate (-/+1%)	25.23	26.25	22.19	22.23
(% change compared to base due to sensitivity)				

The Sensitivity analyses above have been determined based on reasonably possible changes of the respective assumption occurring at the end of the reporting period & may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumption constant. When calculating the sensitivity to the assumption, the method (Projected Unit Credit Method) used to calculate the liability recognised in the balance sheet has been applied. The methods & types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period.

Note: Disclosure for both 31.03.2026 & 31.03.2025 given on the basis of Ind AS-19.

35. Statement of Ratio Analysis

Ratio	Numerator	Denominator	As at March 31, 2026	As at March 31, 2026	Change (Greater than 25%)	Reasons
Current Ratio	Current Assets	Current Liabilities	6.20	8.18	-24.17%	Decrease in the bank balances
Debt-Equity Ratio	Total Debt	Shareholder's Equity	0.19	0.17	70.50%	Additional Loan taken during the year
Debt Service Coverage Ratio	Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Interest and lease payments + Principal repayments	18.90	19.95	-5.26%	Minor Changes
Return on Equity Ratio	Net profit after tax	Average Net Worth/ Shareholder's Equity	0.56	0.57	-1.20%	Minor Changes
Inventory turnover ratio	Cost of goods sold	Average Inventory	-	-	-	
Trade Receivable Turnover Ratio	Net Sales	Average Accounts Receivable	3.28	3.50	-6.41%	Prompt collection from debtors
Trade payables turnover ratio	Net Credit Purchases	Average Accounts Payable	3.74	5.73	-34.74%	Prompt payment to creditors
Net capital turnover ratio	Net Sales	Working Capital	1.14	0.91	25.58%	Increase in Revenue from operations
Net profit ratio	Profit after Tax	Net Sales	0.03	0.03	-7.26%	Minor increase in profit after tax
Return on Capital employed	Earnings before Interest & Tax	Capital Employed	0.58	0.73	-19.82%	Increase in Profit before Tax
Return on Investment	Income from Investment	Cost of Investment	-	-	-	

Note: Explanation have been furnished for change in Ratio by more than 25% as compared to the preceding year as stipulated in Schedule III of the ACT.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

36. Additional information pursuant to the guidance note on division II -Ind AS Schedule III to the Companies Act 2013

Name of the entity in the group	Net Assets, i.e total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	As at March 31 March 2026	As % of consolidated profit or loss	Year ended 31 March 2026	As % of consolidated other comprehensive	Year ended 31 March 2026	As % of consolidated total comprehensive	Year ended 31 March 2026
As at 31 March 2026								
Parent								
Lee & Nee Softwares (Exports) Ltd.	91.20%	5217.68	134.80%	42.14	103.60%	15.85	119.12%	55.46
Subsidiary (Indian)								
Lensel Web Services Private Limited	2.08%	119.21	5.12%	1.60	1.57%	0.24	3.95%	1.84
Rituraj Shares Broking Private Limited	6.27%	384.27	-39.92%	(12.48)	-5.17%	(0.79)	-23.07%	(10.74)
Minority interests in all subsidiaries	-	-	-	-	-	-	-	-
Total	**100.00%**	**5,721.16**	**100.00%**	**31.26**	**100.00%**	**15.30**	**100.00%**	**46.56**

Name of the entity in the group	Net Assets, i.e total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	As at March 31 March 2025	As % of consolidated profit or loss	Year ended 31 March 2025	As % of consolidated other comprehensive	Year ended 31 March 2025	As % of consolidated total comprehensive	Year ended 31 March 2025
As at 31 March 2025								
Parent								
Lee & Nee Softwares (Exports) Ltd.	91.78%	5208.42	123.89%	38.58	129.50%	(16.42)	120.04%	22.16
Subsidiary (Indian)								
Lensel Web Services Private Limited	1.89%	107.37	2.79%	0.87	(0.01)	0.18	5.69%	1.05
Rituraj Shares Broking Private Limited	6.32%	358.81	-26.69%	-8.31	-28.08%	3.56	-25.73%	(4.75)
Minority interests in all subsidiaries	-	-	-	-		-	-	-
Total	**100.00%**	**5,674.60**	**100.00%**	**31.14**	**100.00%**	**-12.68**	**100.00%**	**18.46**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(All amount in Rupees Lacs unless otherwise stated)

37. Other Additional Regulatory Information as per Schedule III

a) Disclosure in relation to undisclosed income: The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period ending 31 March, 2026 and also for the period ending 31st March, 2025 in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

b) Relationship with Struck off Companies: The Company do not have any transactions with Company's struck off during the period ending 31 March, 2026 and also for the period ending 31st March, 2025.

c) Details of Benami Property held: The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company during the period ending 31 MARCH, 2026 and also for the period ending 31st March, 2025 for holding any Benami property.

d) Registration of charges or satisfaction with Registrar of Companies (ROC) : The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period, during the period ending 31 MARCH, 2026 and also for the period ending 31st March, 2025.

e) Details of Crypto Currency or Virtual Currency: The Company have not traded or invested in Crypto currency or Virtual Currency during the period ending 31 MARCH, 2026 and also for the period ending 31 March, 2025.

f) Utilisation of Borrowed Fund & Share Premium :

i. The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) 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 (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

ii. The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(g) The Group has not entered into any scheme of arrangement which has an accounting impact on the current or previous financial year.

(h) Audit Trail - As per the newly inserted rule 3(1) of the Companies (Accounts) Rules, 2021, the Group has used accounting software for maintaining its books of accounts which have a feature of recording audit trail(edit log) facility and the same has been enabled and operated throughout the year for all relevant transactions recorded in the respective software. Further there is no instance of audit trail feature being tampered with.

38. Impact of New Labour Codes

The Indian Parliament has approved 4 Labour Codes viz : The Code on Wages, 2019, The Code on Social Security, 2020, The Industrial Relations Code, 2020 and The Occupational Safety Health and Working Conditions, 2020 subsuming many existing labour legislations. These would impact the contributions by the Group towards Provident Fund, Bonus and Gratuity. The effective date from which the codes and rules will be applicable is yet to be notified. The Group will assess the impact and its valuation and will give appropriate impact in its financial statements in the period(s) in which, the Codes become effective and the related rules to determine the financial impact are notified.

39. Trade Receivables, Loans and Advances and Deposits of which confirmations are not received from the parties are subject to reconciliation and consequential adjustments on determination/ receipt of such confirmation.

40. The management has evaluated all activities of the Group through May 19, 2026 and concluded that there were no additional subsequent events required to be reflected in this financial statements.

41. Figures of the year are regrouped/rearranged wherever necessary in order to confirm with current year classification.

As per our report of even date attached

For N H Agrawal & Associates
Chartered Accountants
Firm's Registration Number: 0327511E

Nitin Hukumchand Agrawal
Partner
Membership Number: 129179

Place: Kolkata
Dated: 19 May, 2026

For and on behalf of the Board
LEE & NEE SOFTWARES (EXPORTS) LTD

Mahesh Gupta
Director
(DIN : 01606647)

Arpita Gupta
Director
(DIN : 02839878)

Vikash Singh
Chief Financial Officer
PAN: BMWPS0510C

Pritika Gupta
Company Secretary
Membership Number: A27366